



EASTERN IOWA LIGHT & POWER COOPERATIVE

Bylaws



February 29, 2024
EASTERN IOWA LIGHT & POWER COOPERATIVE
1705 West Third St., Wilton, IA

BYLAWS
OF
EASTERN IOWA
LIGHT AND POWER COOPERATIVE

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BYLAWS

ARTICLE I

Purpose

Section 1. It shall be the aim of the Eastern Iowa Light and Power Cooperative to make electric energy available to its members at the lowest cost consistent with sound economy and good management.

ARTICLE II

Membership

Section 1. Eastern Iowa Light and Power Cooperative is the recipient of Federal financial assistance from the Rural Utilities Service, an agency of the U.S. Department of Agriculture, and is subject to the provisions of Title VI of the Civil Rights Act of 1964, as amended, Section 504 of the Rehabilitation Act of 1973, as amended, the Age Discrimination Act of 1975, as amended, and the rules and regulations of the U.S. Department of Agriculture which provide that no person in the United States on the basis of race, color, national origin, age or handicap shall be excluded from participation in, admission or access to, denied the benefits of, or otherwise be subjected to discrimination under any of this organization's programs or activities.

The person responsible for coordinating this organization's nondiscrimination compliance efforts is Kirk W. Trede, General Manager and Chief Executive Officer. Any individual, or specific class of individuals, who feels that this organization has subjected them to discrimination may obtain further information about the statutes and regulations listed above from and/or file a written complaint with this organization; or the Secretary, U.S. Department of Agriculture, Washington, D.C. 20250; or the Administrator, Rural Utilities Service, Washington, D.C. 20250. Complaints must be filed within 180 days after the alleged discrimination. Confidentiality will be maintained to the extent possible.

Section 2. The members of this Cooperative shall consist of those persons, associations, corporations, or bodies politic or subdivision thereof who have purchased memberships therein,

and who have complied with all the conditions and requirements of the Articles of Incorporation, Bylaws, and Rules and Regulations adopted by the Board of Directors.

Section 3. All applications for membership in the Cooperative shall be submitted to and approved by the Board of Directors on such form as shall be provided by the Board. Each application shall set out the purposes for which the electrical energy to be supplied by the Cooperative is to be used by the member. If the Board deems that the acceptance of the application will further, advance and be consistent with the accomplishment of the purposes and welfare of the Cooperative, it shall accept such applicant for membership. Upon approval of the application by the Board of Directors, the applicant may become a member of the Cooperative by fully complying with the conditions and requirements of the Articles of Incorporation and these Bylaws.

Section 4. The members shall, without charge to the Cooperative, grant any easement, or any other rights, privileges or licenses, over any property owned by them for the distribution lines of the Cooperative, or for any other purpose necessary and proper to the conduct of the Cooperative's business. The Board of Directors may require from applicants for membership the repayment of any and all sums of money previously paid to such applicants by the Cooperative for any such easements or other rights, privileges, or licenses acquired by it over such property.

Section 5. Joint Membership. A husband and wife, by specifically so requesting in writing, may be accepted into joint membership or, if one of them is already a member, may convert such membership into joint membership by both spouses requesting the change in writing. For the purposes of these Bylaws, spouses are deemed to include persons legally married to each other, i.e. a husband and wife. In addition an unmarried member may designate, upon board approval, any person to whom that member could be legally married under Iowa law to be deemed a spouse. In addition two unmarried adults may become members upon application and acceptance by the board. The words "member", "applicant", "person", "his", and "him", as used in these Bylaws, shall include the persons applying for or holding a joint membership, unless otherwise clearly distinguished in the text; and all provisions relating to the rights, powers, terms, conditions, obligations, responsibilities, and liabilities of membership shall apply equally, severally, and jointly to them. Without limiting the generality of the foregoing:

- (a) the presence at a meeting of either or both shall constitute the presence of one member and a joint waiver of notice of the meeting;

- (b) the vote of either or both shall constitute, respectively, one joint vote:
PROVIDED, that if both be present but in disagreement on such vote each shall cast only one-half (1/2) vote;
- (c) notice to or waiver of notice signed by either or both shall constitute, respectively, a joint notice or waiver of notice;
- (d) suspension or termination in any manner of either shall constitute, respectively, suspension or termination of the joint membership;
- (e) either, but not both concurrently, shall be eligible to serve as a director of the Cooperative, but only if both meet the qualifications required therefor; and,
- (f) neither will be permitted to have any additional service connections except through their one joint membership.

Section 6. Effect of Legal Separation or Divorce Upon Joint Membership. Upon the legal separation or divorce of the holder of a joint membership, such membership shall continue to be held solely by the one who continues directly to occupy or use the premises covered by such membership in the same manner and to the same effect as though such membership had never been joint. Provided, that the other spouse shall not be released from any debts of the Cooperative.

Section 7. Non-Person Member. Membership certificates may be issued to non-persons, i.e. associations, corporations, or bodies politic or subdivision thereof. These organizations must designate in writing what person in their organization shall be entitled to vote for said member. This designation must be made by the appropriate authority of each organization and it must be made by notifying the Secretary of the Cooperative addressed to the principal office in Wilton, Iowa, by March 15th of each year, unless there has been no change in the named designee. Any change of designation may be made at any time thereafter but in order for the membership to be voted, the written notice of a change of designee must be received by the Cooperative no less than 30 days before a vote is taken. No one but the named designee will be entitled to vote.

Section 8. Any member of the Cooperative deciding to terminate his membership in this Cooperative may do so by said member giving the Cooperative thirty (30) days written notice of his or its intention to cancel and terminate such membership.

Section 9. Membership in the Cooperative shall be evidenced by a membership certificate which shall be in such form and shall contain such provisions as shall be determined

by the Board of Directors. Such certificate shall be signed by the President and by the Secretary of the Cooperative and the corporate seal shall be affixed thereto. No membership certificate shall be issued for less than the membership fee fixed in these Bylaws, nor until such membership fee has been fully paid for in cash. In case a certificate is lost, destroyed or mutilated a new certificate may be issued therefor upon such uniform terms and indemnity to the Cooperative as the Board of Directors may prescribe.

Section 10. The Board of Directors may limit the amount of electric energy which the Cooperative shall be required to furnish to any one member.

Section 11. Before any member shall be expelled and his membership cancelled in this Cooperative, the Secretary of the Cooperative shall give written notice to said member which shall state therein the reasons for such action and because of the same he is liable for expulsion and if the same continues for at least ten days from date of mailing said notice, he shall be expelled.

Section 12. If a building or other structure is erected on a member's property sufficiently close to the Cooperative's electric lines so as to create a hazard, and it becomes necessary to relocate the Cooperative's electric line or relocate or remove the building or structure, then the member shall be obligated to pay one-half of the costs of the elimination of the hazard.

ARTICLE III

Rights of Members

Section 1. Members shall have no individual or separate interest in the property or assets of the Cooperative except that upon dissolution the property and assets of the Cooperative remaining after all debts and liabilities of the Cooperative are paid shall be distributed in accordance with Section 499.48, Code of Iowa, as amended.

ARTICLE IV

Meetings of Members

Section 1. The annual meeting of the members of this Cooperative shall be held on a date and in a place to be determined by the Board of Directors. The meeting shall be held

between the first day of August and the fifth day of October of each year in one of the counties served by the Cooperative. It shall be the responsibility of the Board of Directors to make adequate plans and preparations for the annual meeting. If the day fixed for the annual meeting shall fall due on a legal holiday, such meeting shall be held on the next succeeding business day. Failure to hold the annual meeting at the designated time shall not work a forfeiture or dissolution of the Cooperative.

Section 2. The written notice of all regular or special meetings as provided in the Articles of Incorporation, if mailed, shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the Cooperative, with postage thereon prepaid. The failure of any member to receive notice of an annual or special meeting of the members shall not invalidate any action which may be taken by the members at any such meeting.

Section 3. Two hundred and fifty members present in person shall constitute a quorum at the Annual Meeting and any other meeting of the entire membership. Twenty-five members present in person shall constitute a quorum at a district meeting. In case of a joint membership, only one member shall be counted if both are present. If less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting from time to time without further notice, provided, that the Secretary shall notify any absent members of the time and place of such adjourned meeting.

Section 4. Each member shall be entitled to only one vote. All questions shall be decided by a vote of a majority of the members voting thereon in person or by mail, except as otherwise provided by law, the Articles of Incorporation or these Bylaws. Voting by proxy shall not be permitted. In order for a member to be elected as a director, the member must have a majority of the votes of the members voting. If there are more than two candidates for director, and no one receives a majority of the votes, then the member receiving the least number of votes shall be removed from the ballot and another vote will be taken. This process shall continue until a member receives a majority of the votes cast.

Section 5. The order of business at the annual meeting of the members and, so far as possible, at all other meetings of the members, shall be essentially as follows:

1. Reports as to which members are present in person in order to determine the existence of a quorum.

2. Reading of the notice of the meeting and proof of the due publication or mailing thereof, or the waiver or waivers of notice of the meeting, as the case may be.
3. Reading of the unapproved minutes of previous meetings of the members and taking of necessary action thereon.
4. Presentation and consideration of reports of officers, directors and committees.
5. Election or certification of Directors.
6. Unfinished business.
7. New business.
8. Adjournment.

Section 6. At all annual and district meetings of members, any member may speak as to any relevant matter affecting the conduct of the business of the Cooperative. Any member resolution from the floor, duly seconded when made, at an annual or district meeting shall be deemed, without the requirement of a vote of the members, a non-binding recommendation for consideration to the Board of Directors, unless the Articles of Incorporation provide otherwise.

ARTICLE V

Directors

Section 1. The business and affairs of the Cooperative shall be managed by a board of fifteen (15) directors who shall exercise all of the powers of the Cooperative except such as are by law, the Articles of Incorporation or these Bylaws conferred upon or reserved to the members.

Section 2. The Board of Directors shall have the power to enter into any agreement or contract it deems necessary with any other corporations, associations, or other entity formed for substantially the same purposes as this Cooperative, when such contract or agreement shall be considered necessary for the proper accomplishment of the purposes of this Cooperative.

Section 3. Directors shall not receive any salary for their services as such, except that the Board of Directors may by resolution authorize a fixed fee, not to exceed Four Hundred Dollars (\$400.00) per day, for each day or portion thereof spent on Cooperative business, such as attendance at board meetings, conferences and training programs, or performing committee assignments when authorized by the Board of Directors except an additional fixed fee of Fifty Dollars (\$50.00) payable to Directors serving as Board President, Board Secretary or Board Treasurer for each day or portion thereof in attendance at regularly scheduled or special meetings

of the Board of Directors. If authorized by the Board of Directors, Directors shall also receive reimbursement of any actual travel and out-of-pocket expenses incurred, in accordance with the Cooperative's established policies applicable to employees on authorized travel. No Director shall receive compensation for serving the Cooperative in any other capacity, nor shall any close relative of a Director receive compensation for serving the Cooperative, unless the payment and amount of compensation shall be specifically authorized by a vote of the members or the service by such Director or close relative shall have been certified by the Board of Directors as an emergency measure.

ARTICLE VI

Meetings of Directors

Section 1. A regular meeting of the Board of Directors shall be held without notice, immediately after, and at the same place as, the annual meeting of the members. A regular meeting of the Board of Directors shall also be held monthly at the principal office of this Cooperative, as the Board of Directors may provide by resolution. Such regular monthly meetings may be held without notice other than such resolution fixing the time and place thereof.

Section 2. Special meetings of the Board of Directors may be called by the President or by any three Directors and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. The President or the Directors calling the meeting shall fix the time and place (which shall be at the principal office of this Cooperative), for the holding of the meeting.

Section 3. Written notice of the time, place and purpose of any special meeting of the Board of Directors shall be delivered to each Director not less than five days previous thereto, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the President or the Directors calling the meeting. If mailed, such notices shall be deemed to be delivered when deposited in the United States mail addressed to the Director at his address as it appears on the records of the Cooperative, with postage thereon prepaid.

Section 4. A majority of the Board of Directors shall constitute a quorum, provided, that if less than such majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time; and provided further, that the Secretary shall notify any absent Director of the time and place of such adjourned meeting. The act of the

majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 5. The Board of Directors shall each year appoint from its membership an executive committee consisting of five Directors, four of whom shall be officers of this Cooperative.

ARTICLE VII

Officers and Employees

Section 1. The officers of the Cooperative shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be determined by the Board of Directors from time to time.

Section 2. The officers shall be elected by ballot, annually by and from the Board of Directors at the meeting of the Board of Directors held immediately after the annual meeting of the members. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until the first meeting of the Board of Directors following the next succeeding annual meeting of the members or until his successor shall have been elected and shall have qualified. A vacancy in any office shall be filled by the Board of Directors for the unexpired portion of the year.

Section 3. The President shall:

- (a) be the principal executive officer of the Cooperative, and unless otherwise determined by the members or the Board of Directors, shall preside at all meetings of the members and the Board of Directors.
- (b) sign, with the Secretary, certificates of membership, the issue of which shall have been authorized by the Board of Directors, and may sign any deed, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board of Directors to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Cooperative, or shall be required by law to be otherwise signed or executed; and
- (c) in general perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 4. In the absence of the President, or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform such other duties as from time to time may be assigned to him by the Board of Directors.

Section 5. The Secretary shall:

- (a) keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with these Bylaws, and the Articles of Incorporation, or as required by law;
- (c) be custodian of the corporate records and of the seal of the Cooperative and affix the seal of the Cooperative to all certificates of membership prior to the issue thereof and to all documents, the execution of which on behalf of the Cooperative under its seal is duly authorized in accordance with the provisions of these Bylaws and Articles of Incorporation;
- (d) keep a register of the names and post office addresses of all members;
- (e) sign with the President, certificates of membership the issue of which shall have been authorized by the Board of Directors;
- (f) have general charge of the books of the Cooperative;
- (g) keep on file at all times a complete copy of the Articles of Incorporation and Bylaws of the Cooperative containing all amendments thereto (which copy shall always be open to the inspection of any member) and upon request of any member and at the expense of the Cooperative, forward a copy of the Articles of Incorporation and a copy of the Bylaws and of all amendments thereto to each member; and in addition, the Secretary shall notify the members of any changes in the Articles of Incorporation and Bylaws. Such notification shall be by Cooperative monthly newsletter or by such other method as determined by the Board of Directors; and
- (h) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Board of Directors.

Section 6. The Treasurer shall:

- (a) have charge and custody of and be responsible for all funds and securities of the Cooperative;
- (b) be responsible for the receipt of and the issuance of receipts for all money due and payable to the Cooperative and for the deposit of all such moneys in the name of the Cooperative in such bank or banks as shall be selected in accordance with the provisions of these Bylaws; and
- (c) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Board of Directors.

Section 7. The Board of Directors shall employ a general manager, also known as the chief executive officer, who may be, but who shall not be required to be, a member of the Cooperative. The general manager shall perform such duties and shall exercise such authority as the Board of Directors may from time to time vest in him. The general manager shall have the right to employ and discharge such employees as may be deemed necessary by him in the interests of the Cooperative. Notwithstanding any other Section within this Article VII, in regard to officers, elections, terms, powers, duties, compensations and other matters, the general manager shall be an officer of this Cooperative, designated as Chief Executive Officer. The general manager's duties as said officer shall include serving as a director of any Cooperative of which Eastern Iowa Light and Power Cooperative is a member. No election is required for this office.

Section 8. The Treasurer and any other officer or agent of the Cooperative charged with responsibility for the custody of any of its funds or property shall give bond in such sum and with such surety as it shall determine.

Section 9. The powers, duties and compensation of officers, agents and employees shall be fixed by the Board of Directors, subject to the provisions of these Bylaws with respect to compensation for Directors and close relatives of Directors.

Section 10. The officers of the Cooperative shall submit at each annual meeting of the members reports covering the business of the Cooperative for the previous fiscal year. Such reports shall set forth the condition of the Cooperative at the close of such fiscal year.

ARTICLE VIII

Seal

Section 1. The corporate seal of the Cooperative shall be in the form of a circle and shall have inscribed thereon the name of the Cooperative and the words "Corporate Seal, State of Iowa."

ARTICLE IX

Financial Transactions

Section 1. Except as otherwise provided in these Bylaws or the Articles of Incorporation, the Board of Directors may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name and on behalf of the Cooperative, and such authority may be general or confirmed to specific instances.

Section 2. All checks, drafts or other orders for the payment of money, and all notes, bonds, or other evidences of indebtedness issued in the name of the Cooperative shall be signed by such officer or officers, agent or agents, employee or employees of the Cooperative and such manner as shall from time to time be determined by administrative policy as established by the Board of Directors.

Section 3. All funds of the Cooperative shall be deposited from time to time to the credit of the Cooperative in such bank or banks as the Board of Directors may select.

Section 4. Written notice shall be given to the Administrator of the Rural Utilities Service of the United States of America not less than ninety days prior to the date upon which any proposed change in the rates charged by the Cooperative for electric energy becomes effective.

Section 5. All surplus funds of the Cooperative may be invested in bonds of the United States Government.

Section 6. The memberships of all members, and all moneys due and owing by the Cooperative to the members shall be subject to any and all debts owed to the Cooperative by such members and the Cooperative shall have a lien upon such memberships and upon all moneys so due to such members or any debt so owing.

Section 7. The fiscal year of the Cooperative shall begin on the first day of January of each year and shall end on the thirty-first day of December of the same year.

ARTICLE X

Miscellaneous

Section 1. The Cooperative shall not become a member of or purchase stock in any other organization without an affirmative vote of the members at a duly held meeting, the notice of which shall specify that action is to be taken upon such proposed membership or stock purchase, provided, however, that the Cooperative may upon the authorization of the Board of Directors, purchase stock in or become a member of any corporation organized on a non-profit basis for the purpose of engaging in or furthering the cause of rural electrification or with the approval of the Administrator of the Rural Utilities Service, or any other corporation for the purpose of acquiring electric facilities.

Section 2. Any member or director may waive in writing any notice of a meeting required to be given by these Bylaws and Articles of Incorporation. The attendance of a member or director at any meeting shall constitute a waiver of notice of such meeting by such member or director, except in case a member or director shall attend a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting has not been lawfully called or convened.

Section 3. The Board of Directors shall have power to make and adopt such rules and regulations, not inconsistent with law, the Articles of Incorporation or these Bylaws, as it may deem advisable for the management of the business and affairs of the Cooperative.

Section 4. The Board of Directors shall cause to be established and maintained a complete accounting system. The Board of Directors shall also after the close of each fiscal year cause to be made a full and complete audit of the accounts, books and financial condition of the Cooperative as of the end of such fiscal year. Such audit reports shall be available for review by the members at the next following annual meeting.

Section 5. The Cooperative shall collect from each of its members an amount not exceeding \$5.00 of the amount paid for electricity each year to be used for subscriptions for the Current News.

Section 6. The district boundaries of this Cooperative currently in effect are those as stated in Resolution No. 2, dated October 30, 2014, marked as Exhibit B and as generally set forth on a map marked as Exhibit A on display at the headquarters office at Wilton, Iowa,

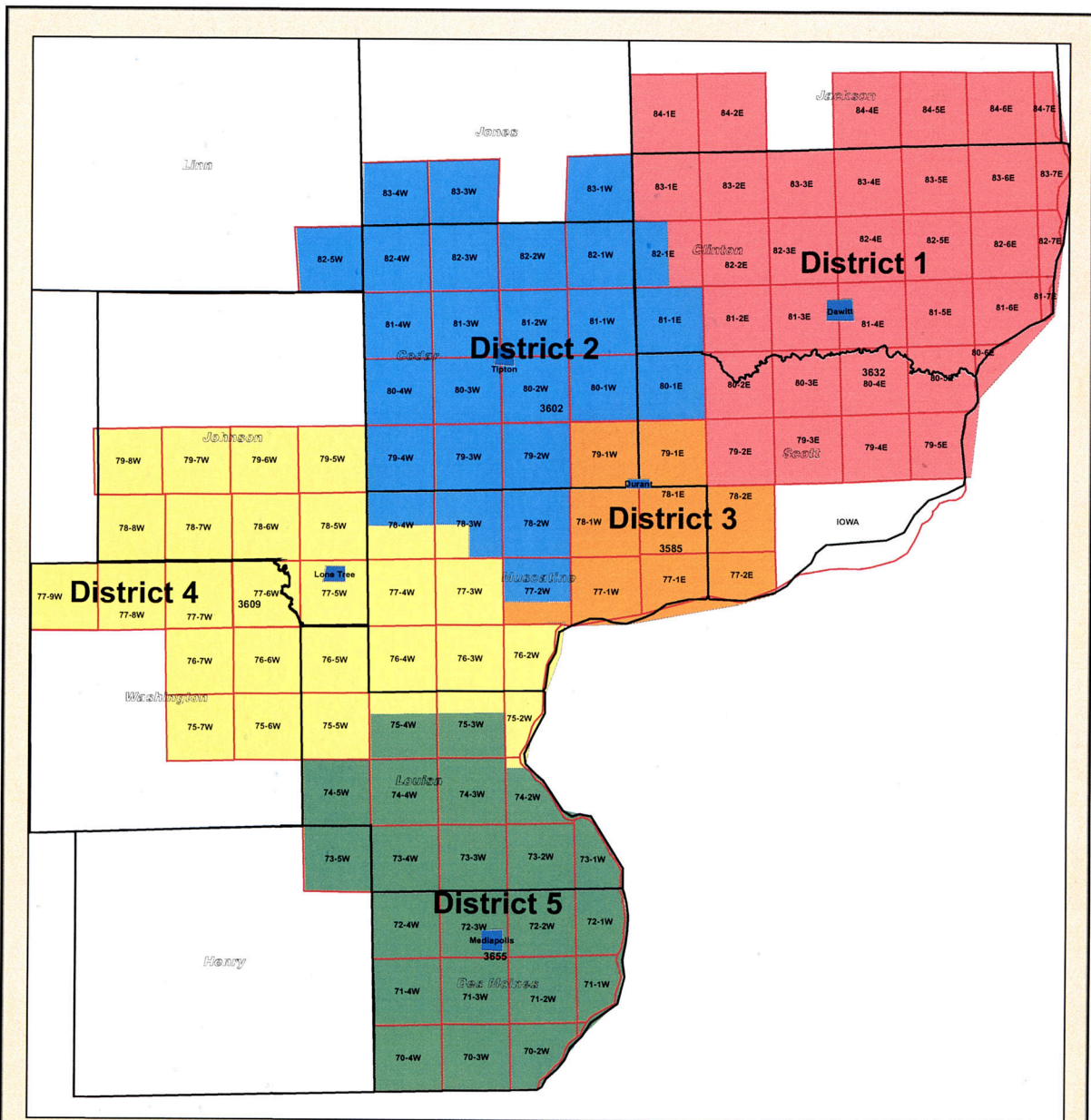
designated: "Eastern Iowa Voting Districts". A copy of said Resolution No. 2 and map are attached to these Bylaws.

ARTICLE XI

Amendments

Section 1. The Board of Directors of this Cooperative may, by the affirmative vote of not less than three-fourths (3/4) of the members thereof, repeal, amend, alter, or change any provision contained in these Bylaws, or may adopt new Bylaws if it is so desired by the same affirmative vote.

AMENDED BY BOARD OF DIRECTORS ON DECEMBER 21, 1984
AMENDED BY BOARD OF DIRECTORS ON JUNE 26, 1986
AMENDED BY BOARD OF DIRECTORS ON JULY 31, 1986
AMENDED BY BOARD OF DIRECTORS ON MARCH 26, 1987
AMENDED BY BOARD OF DIRECTORS ON MAY 26, 1988
AMENDED BY BOARD OF DIRECTORS ON JULY 27, 1989
AMENDED BY BOARD OF DIRECTORS ON FEBRUARY 28, 1991
AMENDED BY BOARD OF DIRECTORS ON JANUARY 28, 1993
AMENDED BY BOARD OF DIRECTORS ON AUGUST 24, 1995
AMENDED BY BOARD OF DIRECTORS ON NOVEMBER 22, 1996
AMENDED BY BOARD OF DIRECTORS ON JANUARY 27, 2000
AMENDED BY BOARD OF DIRECTORS ON JULY 25, 2002
AMENDED BY BOARD OF DIRECTORS ON AUGUST 29, 2002
AMENDED BY BOARD OF DIRECTORS ON SEPTEMBER 26, 2002
AMENDED BY BOARD OF DIRECTORS ON JULY 31, 2003
AMENDED BY BOARD OF DIRECTORS ON OCTOBER 28, 2004
AMENDED BY BOARD OF DIRECTORS ON DECEMBER 21, 2004
AMENDED BY BOARD OF DIRECTORS ON AUGUST 21, 2008
AMENDED BY BOARD OF DIRECTORS ON OCTOBER 29, 2009
AMENDED BY BOARD OF DIRECTORS ON OCTOBER 30, 2014
AMENDED BY BOARD OF DIRECTORS ON DECEMBER 17, 2015
AMENDED BY BOARD OF DIRECTORS ON JANUARY 25, 2018
AMENDED BY BOARD OF DIRECTORS ON OCTOBER 23, 2020
AMENDED BY BOARD OF DIRECTORS ON DECEMBER 16, 2021
AMENDED BY BOARD OF DIRECTORS ON MAY 26, 2022
AMENDED BY BOARD OF DIRECTORS ON FEBRUARY 29, 2024



Eastern Iowa Voting Districts

Exhibit A



**October 30, 2014
District Boundaries**

0 3.5 7 14 21 28 Miles



EXHIBIT B

RESOLUTION NO. 2

BE IT RESOLVED, that in accordance with Article VI, Section 2 of the Articles of Incorporation of Eastern Iowa Light and Power Cooperative, the Board of Directors having reviewed the composition of the several districts with respect to voting, and having found that inequalities in representation have developed which can be corrected by re-delineation of districts, now therefore

BE IT FURTHER RESOLVED, that as of October 30, 2014 the five (5) voting districts be and they are hereby reconstituted and re-delineated so that each contains as nearly as practical the same number of members. All districts described include only property within the State of Iowa, more particularly described as follows:

DISTRICT NO. 1

Township 84 North, Range 2 East of the Fifth P.M., Iowa
Only Sections 31, 32, 33, 34, 35, 36

Township 84 North, Range 4 East of the Fifth P.M., Iowa
Only Section 33

Township 84 North, Range 5 East of the Fifth P.M., Iowa
Only Sections 31, 33, 34, 35, 36

Township 84 North, Range 6 East of the Fifth P.M., Iowa
Only Sections 31, 36

Township 84 North, Range 7 East of the Fifth P.M., Iowa
Only Sections 29, 30, 31, 32

Township 83 North, Range 1 East of the Fifth P.M., Iowa

Township 83 North, Range 2 East of the Fifth P.M., Iowa

Township 83 North, Range 3 East of the Fifth P.M., Iowa

Township 83 North, Range 4 East of the Fifth P.M., Iowa

Township 83 North, Range 5 East of the Fifth P.M., Iowa

Township 83 North, Range 6 East of the Fifth P.M., Iowa

Township 83 North, Range 7 East of the Fifth P.M., Iowa

Township 82 North, Range 1 East of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 10, 11, 12, 13, 14,

15, 22, 23, 24, 25, 26, 27,
34, 35, 36

Township 82 North, Range 2 East of the Fifth P.M., Iowa

Township 82 North, Range 3 East of the Fifth P.M., Iowa

Township 82 North, Range 4 East of the Fifth P.M., Iowa

Township 82 North, Range 5 East of the Fifth P.M., Iowa

Township 82 North, Range 6 East of the Fifth P.M., Iowa

Township 82 North, Range 7 East of the Fifth P.M., Iowa
Only Sections 6, 7

Township 81 North, Range 2 East of the Fifth P.M., Iowa

Township 81 North, Range 3 East of the Fifth P.M., Iowa

Township 81 North, Range 4 East of the Fifth P.M., Iowa

Township 81 North, Range 5 East of the Fifth P.M., Iowa

Township 81 North, Range 6 East of the Fifth P.M., Iowa
Only Sections 5, 6, 9, 16, 17, 18, 19, 20,

21, 28, 29, 30, 31, 32

Township 80 North, Range 2 East of the Fifth P.M., Iowa

Township 80 North, Range 3 East of the Fifth P.M., Iowa

Township 80 North, Range 4 East of the Fifth P.M., Iowa

Township 80 North, Range 5 East of the Fifth P.M., Iowa

Township 80 North, Range 6 East of the Fifth P.M., Iowa
Only Section 6

Township 79 North, Range 2 East of the Fifth P.M., Iowa

Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 13, 14, 15, 16, 17,
18, 19, 20, 21, 22, 23, 24

EXHIBIT B CONTINUED

~ 2 ~

Township 79 North, Range 3 East of the Fifth P.M., Iowa
Only Sections 4, 5, 6, 18, 19

Township 79 North Range 4 East of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 13, 14, 15, 16, 17,
18

Township 79 North Range 5 East of the Fifth P.M., Iowa
Only Sections 5, 6, 7, 18

DISTRICT NO. 2

Township 83 North, Range 4 West of the Fifth P.M., Iowa
Only Section 36

Township 83 North, Range 3 West of the Fifth P.M., Iowa
Only Sections 31, 32, 33

Township 83 North, Range 1 West of the Fifth P.M., Iowa
Only Sections 13, 24, 25, 26, 28, 33, 34,
35, 36

Township 82 North, Range 5 West of the Fifth P.M., Iowa
Only Sections 12, 13

Township 82 North, Range 4 West of the Fifth P.M., Iowa

Township 82 North, Range 3 West of the Fifth P.M., Iowa

Township 82 North, Range 2 West of the Fifth P.M., Iowa

Township 82 North, Range 1 West of the Fifth P.M., Iowa

Township 82 North, Range 1 East of the Fifth P.M., Iowa
Only Sections 4, 5, 6, 7, 8, 9, 16, 17, 18,
19, 20, 21, 28, 29, 30, 31,
32, 33

Township 81 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 1, 2, 11, 12, 13, 14, 15, 21,
22, 23, 24, 25, 26, 27, 28,
33, 34, 35, 36

Township 81 North, Range 3 West of the Fifth P.M., Iowa

Township 81 North, Range 2 West of the Fifth P.M., Iowa

Township 81 North, Range 1 West of the Fifth P.M., Iowa

Township 81 North, Range 1 East of the Fifth P.M., Iowa

Township 80 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 11, 12, 13, 14, 23,
24, 25

Township 80 North, Range 3 West of the Fifth P.M., Iowa

Township 80 North, Range 2 West of the Fifth P.M., Iowa

Township 80 North, Range 1 West of the Fifth P.M., Iowa

Township 80 North, Range 1 East of the Fifth P.M., Iowa

Township 79 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 12, 13, 14, 15, 22, 23, 24,
25, 26, 27, 32, 33, 34, 35,
36

Township 79 North, Range 3 West of the Fifth P.M., Iowa

Township 79 North, Range 2 West of the Fifth P.M., Iowa

Township 78 North, Range 4 West of the Fifth P.M., Iowa

Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 13, 14, 15, 16, 17,
18

Township 78 North, Range 3 West of the Fifth P.M., Iowa

Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 13, 14, 15, 16, 17,
18, 22, 23, 24, 25, 26, 27,
34, 35, 36

Township 78 North, Range 2 West of the Fifth P.M., Iowa

EXHIBIT B CONTINUED

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Township 77 North, Range 2 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 13, 14, 15, 16, 17,
18, 19, 20, 21, 22, 23, 24

DISTRICT NO. 3

Township 79 North, Range 1 West of the Fifth P.M., Iowa
Township 79 North, Range 1 East of the Fifth P.M., Iowa
Township 78 North, Range 1 West of the Fifth P.M., Iowa
Township 78 North, Range 1 East of the Fifth P.M., Iowa
Township 78 North, Range 2 East of the Fifth P.M., Iowa
Township 77 North, Range 2 West of the Fifth P.M., Iowa
Only Sections 28, 29, 30, 31, 32, 33
Township 77 North, Range 1 West of the Fifth P.M., Iowa
Township 77 North, Range 1 East of the Fifth P.M., Iowa
Township 77 North, Range 2 East of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12, 14, 15, 16, 17, 18,
20, 22

DISTRICT NO. 4

Township 79 North, Range 8 West of the Fifth P.M., Iowa
Only Section 36
Township 79 North, Range 7 West of the Fifth P.M., Iowa
Only Sections 13, 16, 17, 19, 20, 21, 22,
23, 24, 25, 26, 27, 28, 29,
30, 31, 32, 33, 34, 35, 36
Township 79 North, Range 6 West of the Fifth P.M., Iowa
Only Sections 19, 20, 21, 25, 26, 27, 28,
29, 30, 31, 32, 33, 34, 35,
36
Township 79 North, Range 5 West of the Fifth P.M., Iowa
Only Sections 30, 31, 35
Township 78 North, Range 8 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 10, 11, 12, 13, 24
Township 78 North, Range 7 West of the Fifth P.M., Iowa
Township 78 North, Range 6 West of the Fifth P.M., Iowa
Township 78 North, Range 5 West of the Fifth P.M., Iowa
Township 78 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 19, 20, 21, 22, 23, 24, 25,
26, 27, 28, 29, 30, 31, 32,
33, 34, 35, 36
Township 78 North, Range 3 West of the Fifth P.M., Iowa
Only Sections 19, 20, 21, 28, 29, 30, 31,
32, 33
Township 77 North, Range 9 West of the Fifth P.M., Iowa
Only Sections 12, 13
Township 77 North, Range 8 West of the Fifth P.M., Iowa
Only Sections 2, 3, 4, 5, 7, 8, 9, 10, 11,
13, 14, 15, 16, 17, 18, 19,
20, 21, 22, 23, 24, 25, 26
Township 77 North, Range 7 West of the Fifth P.M., Iowa
Township 77 North, Range 6 West of the Fifth P.M., Iowa
Township 77 North, Range 5 West of the Fifth P.M., Iowa
Township 77 North, Range 4 West of the Fifth P.M., Iowa
Township 77 North, Range 3 West of the Fifth P.M., Iowa
Township 76 North, Range 7 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 10, 11, 12, 13,
24, 25, 34, 35, 36

EXHIBIT B CONTINUED

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Township 76 North, Range 6 West of the Fifth P.M., Iowa
Township 76 North, Range 5 West of the Fifth P.M., Iowa
Township 76 North, Range 4 West of the Fifth P.M., Iowa
Township 76 North, Range 3 West of the Fifth P.M., Iowa
Township 76 North, Range 2 West of the Fifth P.M., Iowa
Only Sections 4, 5, 6, 7, 8, 9, 17, 18, 19,
28, 29, 30, 31, 32, 33, 34
Township 75 North, Range 7 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 9, 10, 11, 12, 13,
14, 15, 16, 24
Township 75 North, Range 6 West of the Fifth P.M., Iowa
Township 75 North, Range 5 West of the Fifth P.M., Iowa
Township 75 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12
Township 75 North, Range 3 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,
11, 12
Township 75 North, Range 2 West of the Fifth P.M., Iowa
Township 74 North, Range 2 West of the Fifth P.M., Iowa
Only Sections 5, 6

DISTRICT NO. 5

Township 75 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 13, 14, 15, 16, 17, 18, 19,
20, 21, 22, 23, 24, 25, 26,
27, 28, 29, 30, 31, 32, 33,
34, 35, 36
Township 75 North, Range 3 West of the Fifth P.M., Iowa
Only Sections 13, 14, 15, 16, 17, 18, 19,
20, 21, 22, 23, 24, 25, 26,
27, 28, 29, 30, 31, 32, 33,
34, 35, 36
Township 74 North, Range 5 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 8, 9, 10, 11, 12, 13,
14, 15, 16, 21, 22, 23, 24,
25, 26, 27, 28, 36
Township 74 North, Range 4 West of the Fifth P.M., Iowa
Township 74 North, Range 3 West of the Fifth P.M., Iowa
Township 74 North, Range 2 West of the Fifth P.M., Iowa
Only Sections 7, 8, 9, 16, 17, 18, 19, 20,
21, 22, 26, 27, 28, 29, 30,
31, 32, 33, 34, 35, 36
Township 74 North, Range 1 West of the Fifth P.M., Iowa
Township 73 North, Range 5 West of the Fifth P.M., Iowa
Only Sections 1, 12, 13, 24, 25
Township 73 North, Range 4 West of the Fifth P.M., Iowa
Township 73 North, Range 3 West of the Fifth P.M., Iowa
Township 73 North, Range 2 West of the Fifth P.M., Iowa
Township 73 North, Range 1 West of the Fifth P.M., Iowa
Township 72 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 2, 3, 4, 5, 8, 9, 10, 11, 12,
13, 14, 15, 22, 23, 24, 27,
34, 35, 36
Township 72 North, Range 3 West of the Fifth P.M., Iowa
Township 72 North, Range 2 West of the Fifth P.M., Iowa
Township 72 North, Range 1 West of the Fifth P.M., Iowa

EXHIBIT B CONTINUED

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Township 71 North, Range 4 West of the Fifth P.M., Iowa
Only Sections 1, 2, 3, 10, 11, 12, 13, 14,
15, 16, 21, 22, 23, 24, 25,
26, 27, 35, 36

Township 71 North, Range 3 West of the Fifth P.M., Iowa

Township 71 North, Range 2 West of the Fifth P.M., Iowa

Township 71 North, Range 1 West of the Fifth P.M., Iowa

Township 70 North, Range 4 West of the Fifth P.M., Iowa

Only Sections 1, 2, 11, 12, 13, 24

Township 70 North, Range 3 West of the Fifth P.M., Iowa

Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,

11, 12, 13, 14, 15, 16, 17,

18, 19, 20, 21, 22, 23, 24,

25, 26, 27, 28, 29, 30

Township 70 North, Range 2 West of the Fifth P.M., Iowa

Only Sections 1, 2, 3, 4, 5, 6, 7, 8, 9, 10,

11, 12, 14, 15, 16, 17, 18,

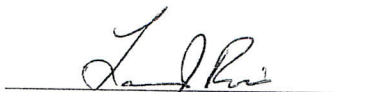
19, 20, 21

Township 70 North, Range 1 West of the Fifth P.M., Iowa

BE IT FURTHER RESOLVED, that Article X Section 6 of the Bylaws of Eastern Iowa Light and Power Cooperative is amended to include the Voting Districts as described in the foregoing resolution as the Eastern Iowa Voting Districts as of October 30, 2014.


President

ATTEST:


Secretary

Dated this 30th day of October, 2014.