

Proposed Bylaw Change:

Article X

Board of Directors

Section 1 Original Bylaw

The Board of Directors shall be made up of nine (9) Regular and Associate members who shall be elected at the annual meeting of the Corporation for a term of three (3) years, with three (3) members being elected each year. All Board members must be a resident of the State of Alaska's Lower Kenai Peninsula (South of Ninilchik, Alaska), with at least three (3) members being Regular members over 55.

Proposed Change:

The Board of Directors shall be composed of no fewer than six (6) and no more than nine (9) regular and associate members who shall be elected at the annual meeting of the corporation for a term of three (3) years. Directors shall be elected on a staggered basis so that approximately one-third of the Board is elected each year when the Board consists of nine (9) members.

All Board members must be residents of the State of Alaska's Lower Kenai Peninsula, south of Ninilchik, Alaska. At least three (3) members of the Board shall be regular members who are over the age of fifty-five (55).

Section 1B: Continuation of Directors in the Absence of Candidates

If, at any Annual Meeting of the membership, there are insufficient qualified candidates nominated or elected to fill one or

more positions on the Board of Directors, the Director(s) currently serving in those positions may continue to serve beyond the expiration of their term until a successor is duly nominated and elected or until the position is otherwise filled in accordance with these Bylaws.

Directors continuing in office under this provision shall retain full authority and responsibilities of their position during the interim period.

Such continuation of service shall not exceed one (1) year beyond the expiration of the Director's original term unless otherwise approved by a vote of the membership at a duly called meeting.