

Board of Directors Nominating Procedures

A Cooperative member can become a candidate for election to the Board of Directors by two methods:

The first is to be recommended by a nominating committee. The current Board of Directors appoints nominating committees between 45 and 70 days before the Annual Membership Meeting. The duty of the committees is to submit an eligible candidate for each Board position slated for election. The nominating committees' recommendations must be completed and posted at least 20 days before the Annual Meeting. There must be at least one eligible candidate for each vacant Board position. **The deadline for nominations is 5 p.m. MDT, Thursday, April 10, 2025.**

The second method is to be nominated by petition. A petition signed by at least 15 members of the Cooperative can qualify any member in good standing with the Cooperative. No member may nominate more than one (1) candidate per Director position. The petition must be submitted to the Cooperative's business offices north of Clovis at least 30 days before the Annual Membership Meeting to have the name of the candidate placed on the official ballot. **The deadline for petitions is 5 p.m. MDT, Thursday, April 10, 2025.**

The 2025 Annual Membership Meeting occurs on Saturday, May 10, 2025, in Clovis, New Mexico.

Candidates for election to the Board of Directors must meet the following requirements as quoted from the Cooperative's Bylaws; Article IV, Section 5:

"Any member shall be eligible to be nominated, elected, and remain a Director of the Cooperative provided they:

- (a) are natural persons who are themselves members and who reside in the geographic area from which they are elected;*
- (b) are not an employee of the Cooperative or in any material way financially interested in a competing enterprise or a business engaged in selling communication services or communication supplies or maintaining communication facilities other than a business operating on a cooperative non-profit basis for the purpose of furthering rural communication services;*
- (c) are not a grandparent, parent, spouse, brother, sister, cohabitant, child, or grandchild by blood or by marriage of an employee of the Cooperative or any business owned by the Cooperative;*
- (d) are not a grandparent, parent, spouse, brother, sister, cohabitant, child, or grandchild by blood or by marriage of an incumbent director that is not up for re-election at that time; and*
- (e) have not been finally adjudged to be guilty of any felony, or any gross misdemeanor pertaining to a crime involving moral turpitude prior to or during service on the Board of Directors."*

Members should be aware of the Company's nepotism policy, *"It is the policy of Company to avoid actual, as well as perceived, favoritism."*

Consistent with the nepotism policy, the Cooperative would not prevent anyone from submitting a petition and running for a position on the ENMR Board of Directors. However, if elected, the seat would not be accepted by the Board unless the relative terminated his/her employment with the Company. This policy specifically includes relatives as grandparents, parents, spouses, brother, sister, cohabitants, child, and grandchild, by blood or by marriage, is long-standing and is not targeted against any one person or group.