

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. **Deadline for nominations is 5 p.m. MDT, Friday April 7, 2023.**

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. **Deadline for petitions is 5 p.m. MDT, Thursday, March 30, 2023.**

The 2023 Annual Membership Meeting occurs on Saturday, April 29, 2023 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:

"No person shall be eligible to become or remain a director of the Cooperative who:

- (a) is not a member and is not presently residing in the area served or to be served by the Cooperative;*
- (b) is in any way employed by or financially interested in a competing enterprise or a business engaged in selling telecommunications service or supplies, or constructing or maintaining telecommunications facilities other than a business operating on a cooperative non-profit basis for the purpose of furthering rural telephones;*
- (c) in the case of a director to be elected as the representative of a numbered director district, is not a resident of the area for which elected;*
- (d) is an employee of the Cooperative; and*
- (e) is related to any employee of the Cooperative as a close relative. For the purpose of this section, close relatives include grandparents, parents, husband, wife, children, grandchildren, brothers, sisters, aunts, uncles and spouses of any of the foregoing."*

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, husband, wife, children, grandchildren, brothers, sisters, aunts, uncles and spouses of any of the foregoing, is long-standing and is not targeted against any one person or group.