

**South Slope Cooperative Telephone Company
Election Process - Election of Directors**

Elections:

Director elections are held each year on a rotating basis. Each director is elected for a three (3) year term. In order to be nominated and elected as a director, an individual must meet the qualifications set forth in Section 3.2.2 of the Bylaws and must verify his or her willingness and ability to meet the Cooperative's written expectations for directors. These director expectations are available at the principal business office of the Cooperative, on the Cooperative's website at www.southslope.com/annual-meeting and/or will be mailed to any member upon request.

Directors are elected by mail ballot, with election results announced at the Annual Meeting. Mail ballots must be returned in the official ballot envelope at least ten (10) days prior to the Annual Meeting. Ballots may be returned using U.S. mail or by depositing the ballot, within the sealed official ballot envelope, in the ballot box maintained at the Cooperative's business office during regular business hours. Official ballots, ballot envelopes and candidate biographies are mailed out together with the notice of the Annual Meeting.

The candidate receiving a plurality of votes cast is elected to fill the board seat. In the event of a tie vote, the tie is broken by drawing by lot, as provided in the Bylaws.

Nominating Districts:

The Cooperative's service area includes several exchange areas. An exchange area includes those members served by a single central office exchange. For the purpose of nominating candidates for the Board of Directors, these exchange areas (along with certain other defined geographic service areas) are assigned to nominating districts. The Cooperative's current nominating districts are as follows:

Nominating District	Geographic Service Areas	Board Seat(s)
Amana - Newhall	Main, East, Middle, High, West, South Amana, Homestead, Newhall	1
Norway	Norway, Watkins, Ely, Shueyville, Western	1
North Liberty	North Liberty, North Coralville	1
Fairfax	Walford, Fairfax, Swisher	1
At Large	All exchange areas, including non-ILEC areas of Solon (Sutliff), Tiffin (Cosgrove), Oxford (Windham), Coralville, South Cedar Rapids	1

Nominating Committee:

Each year, the Board of Directors appoints one or more nominating committees to nominate candidates for the board seats up for election at the Annual Meeting. Each nominating committee consists of three (3) to five (5) members residing in the nominating district(s) of the board seats that are up for election. No current director or officer of the Cooperative may serve on a nominating committee. Members of the nominating committee(s) are responsible for identifying, evaluating and nominating qualified candidates who will appear on the ballot for election. A list of nominations for each nominating district will be posted at the Cooperative's principal business office at least forty (40) days prior to the Annual Meeting.

Nominating Petitions:

Any fifty (50) or more members residing in a nominating district may make nominations by petition, provided that the petition is submitted not less than forty (40) days prior to the Annual Meeting. To be valid, a petition must be substantially in the form of nominating petition approved by the Cooperative. The approved form of nominating petition is available at the principal business office of the Cooperative, on the Cooperative's website www.southslope.com/annual-meeting and/or will be mailed to any member upon request. If any nominations are made by nominating petition, the Secretary shall post the nominations at the same place where the list of nominations made by the nominating committee(s) is posted.