



## BYLAWS

### **United Poles Federal Credit Union, Charter No.16577**

(A corporation chartered under the laws of the United States)

#### **Article I. Name - Purposes**

Section 1. **Name.** The name of this credit union is as stated in Section 1 of the charter (approved organization certificate) of this credit union.

Section 2. **Purposes.** This credit union is a member-owned, democratically operated, not-for-profit organization managed by a volunteer board of directors, with the specified mission of meeting the credit and savings needs of consumers, especially persons of modest means. The purpose of this credit union is to promote thrift among its members by affording them an opportunity to accumulate their savings and to create for them a source of credit for provident, business or productive purposes.

#### **Article II. Qualifications for Membership**

Section 1. **Field of membership.** The field of membership of this credit union is limited to that stated in Section 5 of its charter.

Section 2. **Membership application procedures.** Persons eligible for membership under Section 5 of the charter must sign a membership application on approved forms. The applicant becomes a member upon approval of the application by a membership officer, after subscription to at least one share, payment of the initial installment, and payment of a uniform entrance fee if required by the board. If the membership officer denies a person's membership application, the credit union must explain the reasons for the denial in writing upon written request.

Section 3. **Maintenance of membership share required.** A member who withdraws all shareholdings or fails to comply with the time requirements for restoring his or her account balance to par value in Article III, Section 3, ceases to be a member. By resolution, the board may require persons readmitted to membership to pay another entrance fee.



Section 4. **Continuation of membership.**

(a) Once a member, always a member. Once a member, always a member until the person or organization chooses to withdraw its membership or is expelled under the Act and Article XIV of these bylaws.

(b) Limitation of services. Notwithstanding any provision of these bylaws, the board of directors may adopt a policy that limits credit union services to any member not in good standing.

Section 5. Member in good standing. A member in good standing retains all their rights and privileges in the credit union. A member in good standing is a member who maintains at least the minimum share set forth in Article III, Section 1 of these bylaws; who is not significantly delinquent on any credit union loan; who has not had any account with this credit union closed due to abuse or negligent behavior; who has not caused a financial loss to this credit union; and who has not engaged in violent, belligerent, disruptive, or abusive activities, such as:

(1) Violence, intimidation, threats, harassment, or physical or verbal abuse of duly elected or appointed officials or employees of the credit union, members, or agents of the credit union. This includes actions while on credit union premises and through use of telephone, mail, email or other electronic method.

(2) Causes or threatens damage to credit union property.

(3) Unauthorized use or access of credit union property.

(4) Knowingly disseminating incorrect, misleading, confidential, or proprietary information regarding the credit union.

(5) Any actions that may cause material risk or financial harm to the credit union.

A credit union may limit services for violent, belligerent, disruptive, or abusive activities only if there is a logical relationship between the objectionable activities and the services to be



suspended. In the event of a suspension of service, the member will be notified of what accounts or services have been discontinued.

Subject to Article XIV of these bylaws and any applicable limitation of services policy approved by the board, members not in good standing retain their right to attend, participate, and vote at the annual and special meetings of the members and maintain a share account.

### **Article III. Shares of Members**

Section 1. **Par value.** The par value of each share will be \$50.00. Subscriptions to shares are payable at the time of subscription, or in installments of at least \$10.00 per month.

To establish membership in the credit union, the member must subscribe to one share in a regular share account.

Section 2. **Cap on shares held by one person.** The board may establish, by resolution, the maximum amount of shares that any one member may hold.

Section 3. **Time periods for payment and maintenance of membership share.**

The credit union will terminate from membership a member who:

- Fails to complete payment of one share within 6 months of admission to membership, or
- Fails to complete payment of one share within 6 months from the increase in the par value of shares, or
- Reduces the share balance below the par value of one share and does not increase the balance to at least the par value of one share within 6 months of the reduction



Section 4. **Transferability.** Shares may only be transferred from one member to another by an instrument in a form as the board may prescribe. Shares that accrue credits for unpaid dividends retain those credits when transferred.

Section 5. **Withdrawals.** Money paid in on shares or installments of shares may be withdrawn as provided in these bylaws or regulation on any day when payment on shares may be made, provided, however, that

(a) The board has the right, at any time, to require members to give up to 60 days written notice of intention to withdraw the whole or any part of the amounts paid in by them.

(b) Reserved.

(c) A member delinquent on any loan or obligation to the credit union may not withdraw their shares below the delinquent amount without the written approval of the credit committee or loan officer. This withdrawal restriction also applies if the member is a comaker, endorser, or guarantor of a delinquent loan. Coverage of overdrafts under an overdraft protection policy does not constitute delinquency for purposes of this paragraph. Shares issued in an irrevocable trust as provided in Section 6 of this article are not subject to withdrawal restrictions except as stated in the trust agreement.

(d) The share account of a deceased member (other than one held in joint tenancy with another member) may be continued until the close of the dividend period in which the administration of the deceased's estate is completed.

(e) The board can impose a fee for excessive share withdrawals from regular share accounts. By resolution, the board can set the number of withdrawals not subject to a fee and the amount of the fee subject to regulations relevant to the advertising and disclosure of terms and conditions on member accounts.



Section 6. **Trusts.** Shares may be issued in a revocable or irrevocable trust, subject to the following:

Shares issued in a revocable trust—the settlor must be a member of this credit union in his or her own right.

Shares issued in an irrevocable trust—either the settlor or the beneficiary must be a member of this credit union.

Both a revocable and irrevocable trust must state the name of the beneficiary. A trust may be a member of the credit union as an entity if all parties to the trust, including all settlors, beneficiaries and trustees, are within the credit union's field of membership.

Shares issued through a pension plan authorized by the rules and regulations will be treated as an irrevocable trust unless otherwise indicated in the rules and regulations.

Section 7. **Joint accounts and membership requirements. -Separate account not required to establish membership**

Owners of a joint account may both be members of the credit union without opening separate accounts. For joint membership, both owners are required to fulfill all of the membership requirements including each member purchasing and maintaining at least one share in the account and filling out the membership card

**Article IV. Meetings of Members**

Section 1. **Annual meeting.** The board must hold the annual meeting of the members [insert time for annual meeting no later than September 30, in the county in which any office of the credit union is located or within a radius of 100 miles of an office, at the time and place as the board determines and announces in the notice of the annual meeting. This credit union may permit



virtual attendance and participation in the annual meeting, provided that an in-person meeting complying with the geographic requirements of this paragraph is also held.

## Section 2. **Notice of meetings required.**

a. The secretary must give written notice to each member at least 30 but no more than 75 days before the date of any annual meeting. The secretary must give written notice to each member at least 7 days before the date of any special meeting of the members and at least 45 but no more than 90 days before the date of any meeting to vote on a merger with another credit union. The secretary may deliver the notice in person, by mail to the member's address, or, for members who have opted to receive statements and notices electronically, by electronic mail. The secretary must give notice of the annual meeting by posting the notice in a conspicuous place in the office of this credit union where members may read it at least 30 days before the meeting. The secretary must also prominently display the notice on the credit union's website if such credit union maintains a website.

b. All special meeting notices must state the purpose of the meeting. The officials and members may only transact business related to the stated purpose at the meeting.

## Section 3. **Special meetings.**

a. The board chair, the board of directors by majority vote, or the supervisory committee as provided in these bylaws may call a special meeting of the members. The chair must call and hold a special meeting within 30 days of the receipt of a written request from 25 members or 5% of the members as of the date of the request, whichever number is larger. However, a request of no more than 750 members may be required to call a special meeting.

b. The credit union may hold a special meeting at any location permitted for the annual meeting.



Section 4. **Items of business for annual meeting and rules of order for annual and special meetings.** The suggested order of business at annual meetings of members is--

- (a) Ascertainment that a quorum is present.
- (b) Reading and approval or correction of the minutes of the last meeting.
- (c) Report of directors, if there is one. For credit unions participating in the Community Development Revolving Loan Program, the directors must report on the credit union's progress on providing needed community services, if required by NCUA Regulations.
- (d) Report of the financial officer or the chief management official.
- (e) Report of the credit committee, if there is one.
- (f) Report of the supervisory committee, as required by Section 115 of the Act.
- (g) Unfinished business.
- (h) New business other than elections.
- (i) Elections, as required by Section 111 of the Act.
- (j) Adjournment.

To the extent consistent with these bylaws, all meetings of the members will be conducted according to Democratic Rules of Order. The order of business for the annual meeting may vary from the suggested order, provided it includes all required items and complies with the rules of procedure adopted by the credit union.

Section 5. **Quorum.** Except as otherwise provided, 15 members constitute a quorum at annual or special meetings. If a quorum is not present, the board may adjourn to a date at least 7 but not more than 14 days thereafter. The members present at any adjourned meeting will constitute a



quorum, regardless of the number of members present. The board must give the same notice for the adjourned meeting as prescribed in Section 2 of this article for the original meeting, except that they must give notice at least 5 days before the date of the meeting fixed in the adjournment.

## **Article V. Elections**

  X   Option A3 – Election by Ballot Boxes or Voting Machine; nominating committee and nominations by petition

### **Section 1. Nomination procedures.**

- a. At least 120 days before each annual meeting, the chair will appoint a nominating committee of three or more members. The nominating committee will nominate at least one member for each vacancy, including any unexpired term vacancy, for which elections are being held, and determine that the members nominated are agreeable to the placing of their names in nomination and will accept office if elected. The nominating committee must widely publicize the call for nominations to all members by any medium and interview each member that meets any qualifications established by the nominating committee.
- b. At least 90 days before the annual meeting, the nominating committee files its nominations with the secretary of the credit union. At least 75 days before the annual meeting, the secretary notifies, in writing, all members eligible to vote that they may make nominations for vacancies by petition signed by 1% of the members with a minimum of 20 and a maximum of 500. The secretary may use electronic mail to notify members who have opted to receive notices or statements electronically.
- c. The written notice must specify that the credit union will not conduct the election by ballot and there will be no nominations from the floor when the number of nominees equals the number of open positions.





- d. The notice will include, in a form approved by the board of directors, a brief statement of qualifications and biographical data for each nominee submitted by the nominating committee. Each nominee by petition must submit a similar statement of qualifications and biographical data with the petition.
  
- e. The written notice must state the closing date for receiving nominations by petition. At least 40 days before the annual meeting, nominee(s) must file the nomination petition with the secretary of the credit union. To be effective, nominee(s) must include a signed certificate with the nomination petition stating that they are agreeable to nomination and will serve if elected to office.
  
- f. At least 35 days before the annual meeting, the secretary will post the nominations by petition along with those of the nominating committee in a conspicuous place in each credit union office and on the credit union's website (if the credit union maintains a website)

Section 2. **Election procedures.** All elections are determined by plurality vote. The election will be conducted by ballot boxes or voting machines, subject to the following conditions:

- (a) The board of directors will appoint the election tellers;
- (b) At least 10 days before the annual meeting, the secretary will direct the preparation and placement of ballot boxes, printed ballots, or voting machines if there are sufficient nominations made by the nominating committee or by petition to provide more nominees than open positions. The secretary will place the boxes or voting machines in conspicuous locations as determined by the board of directors. The secretary will post the names of the candidates near the boxes or voting machines. The posting will include a brief statement of the candidates' qualifications and biographical data in a form approved by the board of directors;
- (c) The members have 24 hours to vote at conspicuous locations as the board determines. After 24 hours, election tellers will open the ballot boxes or voting machines, tally the vote, place the tally in the ballot boxes, and reseal the ballot boxes. The election tellers are



responsible at all times for the ballot boxes or voting machines and the integrity of the vote. The election tellers will keep a record of all persons voting and must assure themselves that each person voting is entitled to vote; and

- (d) The election tellers will take the ballot boxes to the annual meeting and place them in conspicuous locations with the names of the candidates posted near them. At the annual meeting, the election tellers will distribute printed ballots to those in attendance who have not voted. Members will deposit their votes in the ballot boxes placed by the election tellers. After giving the members an opportunity to vote at the annual meeting, the chair will close balloting. The election tellers will open the ballot boxes, tally the vote, and add the vote to the previous count. The chair will then announce the result of the vote.

Section 3. **Order of nominations.** Nominations may be in the following order:

(a) Nominations for directors.

(b) Nominations for credit committee members, if applicable. Elections may be by separate ballots following the same order as the above nominations or, if preferred, may be by one ballot for all offices.

Section 4. **Proxy and agent voting.** Members cannot vote by proxy. A member other than a natural person may vote through an agent designated in writing for the purpose.

Section 5. **One vote per member.** Irrespective of the number of shares, no member has more than one vote. In order to be eligible to vote, the member must have been a member as of the declared voting date of record for the meeting, but for no less than thirty (30) days. Only those eligible members as of the voting date of record for any membership meeting may vote on the items under consideration. The voting date of record for a Special Meeting shall be the date that the request for the Meeting is received by the Board Secretary.

Section 6. **Submission of information regarding credit union officials to NCUA.** The secretary must forward the names and business addresses of board members, board officers,



executive committee, credit committee members, if applicable, and supervisory committee members to the Administration in accordance with the Act and regulations in the manner as required by the Administration.

**Section 7. Minimum age requirement.** Members must be at least 18 years of age by the date of the meeting (or for appointed offices, the date of appointment) in order to vote at meetings of the members, hold elective or appointive office, sign nominating petitions, or sign petitions requesting special meetings.

Anyone meeting the three eligibility requirements may run for a seat on the board of directors if properly nominated. It is the nominating committee's duty to ascertain that all nominated candidates, including those nominated by petition, meet the eligibility requirements.

*Nomination Criteria for Nominating Committee: The FCU Act and the FCU Bylaws do not prohibit a board of directors from establishing reasonable criteria, in addition to the eligibility requirements, for a nominating committee to follow in making its nominations, such as financial experience, years of membership, or conflict of interest provisions. The board's nomination criteria, however, applies only to individuals nominated by the nominating committee; they cannot be imposed on individuals who meet the eligibility requirements and are properly nominated from the floor or by petition.*

*Candidates' Names on Ballots: When producing an election ballot, the FCU's secretary may order the names of the candidates on the ballot using any method for selection provided it is random and used consistently from year to year so as to avoid manipulation or favoritism.*

*Secret Ballots: An FCU must establish an election process that assures members their votes remain confidential and secret from all interested parties. If the election process does not separate the member's identity from the ballot, FCUs should use a third-party teller that has sole control over completed ballots. If the ballots are designed so that members' identities remain secret and are not disclosed on the ballot, FCUs may use election tellers from the FCU. In any case, FCU employees, officials, and members must not have access to ballots identifying members or to information that links members' votes to their identities.*

*Plurality Voting: At least one nominee must be nominated for each vacant seat. When there are more nominees than seats open for election, the nominees who receive the greatest number of votes are elected to the vacant seats.*



*Minimum Age Requirement:* The age the board selects may not be greater than the age of majority under the state law applicable to the credit union.

## **Article VI. Board of Directors**

Section 1. **Number of members.** The board consists of 7 directors, all of whom must be members. By resolution, the board may change the number of directors to an odd number not fewer than 5 or more than 15. The board may not reduce the number of directors unless there is a corresponding vacancy as a result of a death, resignation, expiration of a term of office, or other action provided by these bylaws. The board must file a copy of the resolution covering any increase or decrease in the number of directors with the official copy of the bylaws.

### **Section 2. Composition of board.**

Zero director(s) may be a paid employee of the credit union. The board may appoint a management official who may be a member of the board and one or more assistant management officials who may be a member of the board. If the board permits the management official or assistant management official(s) to serve on the board, he or she may not serve as the chair.

Zero immediate family members, or those persons living in the same household, of a director may be a paid employee of the credit union.

The total number of directors serving who fall into the categories below must not constitute a majority of the board:

- Management official plus assistant management official(s) plus other employees;
- Immediate family members or persons in the same household as the management official, assistant management official(s), and other employees; or



- Management official plus assistant management official(s) plus other employees, plus immediate family members or persons in the same household as management officials, assistant management officials, and other employees.

Zero committee member(s) may be a paid employee of the credit union. Zero immediate family members, or those persons living in the same household, of a committee member(s) may be a paid employee of the credit union.

No director or committee member, who is not then a paid employee of the credit union, may become a paid employee of this credit union for a minimum of 2 (two) years from the date the official terminates his or her position as a director or committee member. unless the employee position to be filled exists as a result of a death or disability.

Section 3. **Terms of office.** Regular terms of office for directors must be for periods of 3 years as the board determines. All regular terms must be for the same number of years and until the election and qualification of successors. Regular terms must be fixed at the first meeting, or upon any increase or decrease in the number of directors, so that approximately an equal number of regular terms must expire at each annual meeting.

Section 4. **Vacancies.** The directors, by majority vote, will fill any vacancy on the board, credit committee, if applicable, or supervisory committee as soon as possible. If all director positions become vacant at once, the supervisory committee immediately becomes the temporary board of directors and must follow the procedures in Article IX, Section 3. Directors and credit committee members appointed to fill a vacancy hold office only until the next annual meeting. The FCU's members then vote to select a candidate to fill the remainder of the original director's unexpired term. Members of the supervisory committee appointed to fill a vacancy on the supervisory committee hold office through the remainder of the unexpired term.



Section 5. **Regular and special meetings.** The board must hold a regular meeting each month at the time and place fixed by resolution. The board must conduct one regular meeting each calendar year in person. If a quorum of the board is present at the in-person meeting, the remaining board members may participate by audio or video teleconference. The board may conduct the other regular meetings by audio or video teleconference. The chair, or in the chair's absence the ranking vice chair, may call a special meeting of the board at any time and must do so upon written request of a majority of the directors. The chair, or in the chair's absence the ranking vice chair, will fix the time and place of special meetings unless the board directs otherwise. The board will give notice of all meetings in the manner set by resolution. The board may conduct special meetings by audio or video teleconference. The board may take action and vote on resolutions without a meeting. The board must first obtain unanimous consent for the action in writing or by electronically recorded means.

Section 6. **Board responsibilities.** The board has the general direction and control of the affairs of this credit union and is responsible for performing all the duties customarily performed by boards of directors. This includes but is not limited to the following:

- (a) Directing the affairs of the credit union in accordance with the Act, these bylaws, the rules and regulations and sound business practices.
- (b) Establishing programs to achieve the purposes of this credit union as stated in Article I, Section 2, of these bylaws.
- (c) Establishing a loan collection program and authorizing the charge off of uncollectible loans.
- (d) Establishing policies to address training for directors and volunteer officials in areas such as ethics and fiduciary responsibility, regulatory compliance, and accounting.



(e) Ensuring that staff and volunteers who handle the receipt, payment or custody of money or other property of this credit union; or property in its custody as collateral or otherwise, are properly bonded in accordance with the Act and regulations.

(f) Performing additional acts and exercising additional powers as required or authorized by applicable law and regulation.

(g) Reviewing denied loan applications of members who file written requests for review.

(h) Appointing one or more loan officers and delegating to those officers the power to approve or disapprove loans, lines of credit or advances from lines of credit.

(i) In its discretion, appointing a loan review (the credit union may fill in another name if desired) committee to review loan denials and delegating to the committee the power to overturn denials of loan applications. The committee will function as a mid-level appeal committee for the board. The board must review all loans denied by the committee upon written request of the member.

Section 7. **Quorum.** A majority of directors, including any vacant positions, constitutes a quorum for the transaction of business at any meeting. A majority of the directors holding office constitutes a quorum to fill any vacancies as stated in Section 4 of this article. Less than a quorum may adjourn from time to time until a quorum is in attendance

Section 8. **Attendance and removal.** If a director or a credit committee member, if applicable, fails to attend regular meetings of the board or credit committee, respectively, for 3 consecutive months, or 4 meetings within a calendar year, or otherwise fails to perform any of the duties as a director or a credit committee member, the office may be declared vacant by the board and the vacancy filled as provided in the bylaws.



The board may remove any board officer from office for failure to perform any significant duties as an officer. Prior to removal, the board must give the officer reasonable notice and an opportunity to respond to the issues.

When any board officer, membership officer, executive committee member or investment committee member is absent, disqualified, or otherwise unable to perform the duties of the office, the board may by resolution designate another member of this credit union to fill the position temporarily. The board may also, by resolution, designate another member or members of this credit union to act on the credit committee when necessary in order to obtain a quorum.

Section 9. **Suspension of supervisory committee members.** The board may suspend any member of the supervisory committee by a majority vote. In the event of a suspension, the board must hold a special meeting of the members at least 7 but no more than 14 days after any suspension. The members will decide whether to remove or to restore the suspended committee member of the supervisory committee.

Section 10. **Director Emeritus.** The board of directors may appoint any former director who served on the board at least 10 (ten) years as "Director Emeritus." The board may substitute suitable volunteer service time for some of the board service time provided the candidate has served at least 6 (six) years on the board. The individuals appointed directors emeritus function as an advisory committee to the board of directors. Terms for directors emeritus are 3 (three) years. The board may increase or decrease the number of directors emeritus, or shorten or extend any director emeritus's term, by resolution. Unless separately elected or appointed, directors emeritus are not members of any other committee of the credit union. Directors emeritus are not a member or officer of the board of directors; they may not vote on any matter before the board or any other committee of the credit union; they may not receive any compensation from the credit union; and they are not required to attend any meetings or authorized to perform any duties other than providing advice to the credit union's board, staff and other committees as needed.





## **Article VII. Board Officers, Management Officials and Executive Committee**

Section 1. **Board officers.** The board officers of this credit union are comprised of a chair, one or more vice chairs, a financial officer, and a secretary, all of whom are elected by the board and from their number. The board determines the title and rank of each board officer and records them in the addendum to this article. One board officer, the financial officer, may be compensated for services as determined by the board. If more than one vice chair is elected, the board determines their rank as first vice chair, second vice chair, and so on. The offices of the financial officer and secretary may be held by the same person. If a management official or assistant management official is permitted to serve on the board, he or she may not serve as the chair. Unless removed as provided in these bylaws, the board officers elected at the first meeting of the board hold office until the first meeting of the board following the first annual meeting of the members and until the election and qualification of their respective successors.

Section 2. **Election and term of office.** Board officers elected at the meeting of the board next following the annual meeting of the members, which must be held not later than 7 days after the annual meeting, hold office for a term of 1 year and until the election and qualification of their respective successors: provided, however, that any person elected to fill a vacancy caused by the death, resignation, or removal of an officer is elected by the board to serve only for the unexpired term of that officer and until a successor is duly elected and qualified.

Section 3. **Duties of Chair.** The chair presides at all meetings of the members and at all meetings of the board, unless disqualified through suspension by the supervisory committee. The chair also performs other duties customarily assigned to the office of the chair or duties he or she is directed to perform by resolution of the board not inconsistent with the Act and regulations and these bylaws.

Section 4. **Approval required.** The board must approve all individuals who are authorized to sign all notes of this credit union and all checks, drafts and other orders for disbursement of credit union funds.



Section 5. **Vice chair.** The ranking vice chair has and may exercise all the powers, authority, and duties of the chair during the chair's absence or inability to act.

Section 6. **Duties of financial officer.** The financial officer manages this credit union under the control and direction of the board unless the board has appointed a management official to act as general manager. Subject to limitations, controls and delegations the board may impose, the financial officer will:

(a) Have custody of all funds, securities, valuable papers and other assets of this credit union.

(b) Provide and maintain full and complete records of all the assets and liabilities of this credit union in accordance with forms and procedures prescribed in regulations and other guidance approved by the Administration, including, for small credit unions, the Accounting Manual for Federal Credit Unions.

(c) Within 20 days after the close of each month, ensure that a financial statement showing the condition of this credit union as of the end of the month, including a summary of delinquent loans is prepared and submitted to the board and post a copy of the statement in a conspicuous place in the office of the credit union where it will remain until replaced by the financial statement for the next succeeding month.

(d) Ensure that financial and other reports the Administration may require are prepared and sent.

(e) Within standards and limitations prescribed by the board, employ tellers, clerks, bookkeepers, and other office employees, and have the power to remove these employees.

(f) Perform other duties customarily assigned to the office of the financial officer or duties he or she is directed to perform by resolution of the board not inconsistent with the Act, regulations and these bylaws.

The board may employ one or more assistant financial officers, none of whom may also hold office as chair or vice chair, and may authorize them, under the direction of the financial officer, to



perform any of the duties devolving on the financial officer, including the signing of checks. When designated by the board, any assistant financial officer may also act as financial officer during the financial officer's temporary absence or temporary inability to act.

**Section 7. Duties of management official and assistant management official.** The board may appoint a management official who is under the direction and control of the board or of the financial officer as determined by the board. The management official may be assigned any or all of the responsibilities of the financial officer described in Section 6 of this article. The board will determine the title and rank of each management official and record them in the addendum to this article. The board may employ one or more assistant management officials. The board may authorize assistant management officials under the direction of the management official, to perform any of the duties devolving on the management official, including the signing of checks. When designated by the board, any assistant management official may also act as management official during the management official's temporary absence or temporary inability to act.

**Section 8. Board powers regarding employees.** The board employs, fixes the compensation, and prescribes the duties of employees as necessary, and has the power to remove employees, unless it has delegated these powers to the financial officer or management official. Management does not have the power or duty to employ, prescribe the duties of, or remove necessary clerical and auditing assistance employed or used by the supervisory committee or remove any loan officer appointed by the credit committee.

No official, who is not already a paid employee of this credit union, may become a paid employee of this credit union for a minimum of 2 (two) years from the date the official terminates his or her position as a director or committee member, unless the employee position to be filled exists as a result of death or disability. The term "official" in this bylaw means a person who is a member of the board of directors, supervisory committee, or other volunteer committee established by the board of directors.



Section 9. **Duties of secretary.** The secretary prepares and maintains full and correct records of all meetings of the members and of the board, which records will be prepared within 7 days after the respective meetings. The secretary must promptly inform the Administration in writing of any change in the address of the office of this credit union or the location of its principal records. The secretary will give or cause to be given, in the manner prescribed in these bylaws, proper notice of all meetings of the members, and perform other duties he or she may be directed to perform by resolution of the board not inconsistent with the Act, regulations and these bylaws. The board may employ one or more assistant secretaries, none of whom may also hold office as chair, vice chair, or financial officer, and may authorize them under direction of the secretary to perform any of the duties assigned to the secretary.

Section 10. **Executive committee.** As authorized by the Act, the board may appoint an executive committee of not fewer than three directors to serve at its pleasure, to act for it with respect to the board's specifically delegated functions. When making delegations to the executive committee, the board must be specific with regard to the committee's authority and limitations related to the particular delegation. The board may also authorize any of the following to approve membership applications under conditions the board and these bylaws may prescribe: an executive committee; a membership officer(s) appointed by the board from the membership, other than a board member paid as an officer; the financial officer; any assistant to the paid officer of the board or to the financial officer; or any loan officer. No executive committee member or membership officer may be compensated as such.

Section 11. **Investment committee.** The board may appoint an investment committee composed of not less than two, to serve at its pleasure to have charge of making investments under rules and procedures established by the board. No member of the investment committee may be compensated as such.

Addendum: The board must list the positions of the board officers and management officials of this credit union. They are as follows: Chair, Vice Chair, Secretary, CEO/President

## **Article VIII. Loan Officers (No Credit Committee)**



Section 1. **Records of loan officer; prohibition on loan officer disbursing funds.** Each loan officer must maintain a record of each approved or not approved transaction within 7 days of the filing of the application or request, and that record becomes a part of the records of the credit union. No individual may disburse funds of this credit union for any application or share withdrawal which the individual has approved as a loan officer.

Section 2. **Duties of loan officer.** For each loan, the loan officer must review the character and financial condition of the applicant and their surety, if any. The loan officer will ascertain the applicant's ability to fully and promptly repay the loan. The credit union may use an automated loan processing system to conduct this review, subject to the conditions set forth in Section 3, below. Where appropriate, the loan officer should provide, or refer applicants to, financial counseling assistance.

Section 3. **Unapproved loans prohibited.** The loan officer must approve all loans. Loan terms and rates must comply with applicable law and regulations. If the credit union uses an automated lending system, the loan officer must review all loan applications the system has denied, and review at least a sample of approved loans to screen for fraud and ensure the automated system is functioning within the lending policies the board has established.

Section 4. **Lending procedures.** The loan officer or automated lending system determine the required security, if any, and the terms of repayment for each application. All lending decisions and loan terms must comply with applicable law and regulation, these bylaws, and board policy. The security furnished must be adequate in quality and character as well as consistent with sound lending practices. When the credit union does not have the funds available to make all the loans requested, the loan officer should give preference, in all cases, to the smaller applications if the need and credit factors are nearly equal.



## **Article IX. Supervisory Committee**

### **Section 1. Appointment and membership.**

The board appoints the supervisory committee from members of this credit union. One of the committee members may be a director other than the financial officer or the paid officer of the board. The board determines the number of members on the committee, which may not be fewer than 3 or more than 5. No member of the credit committee, if applicable, or employee of this credit union may be appointed to the committee. Terms of committee members are for periods of 1, 2, or 3 years as decided by the board.

However, all terms are for the same number of years and until the appointment and qualification of successors. Terms are set and staggered at the beginning, or on the increase or decrease in the number of committee members so that approximately an equal number of terms expire at each annual meeting.

**Section 2. Officers of supervisory committee.** The supervisory committee members choose from among their number a chair and a secretary. The secretary of the supervisory committee prepares, maintains, and has custody of full and correct records of all actions taken by it. The offices of chair and secretary may be held by the same person.

### **Section 3. Duties of supervisory committee.**

a. The supervisory committee makes, or arranges for, the audits, and prepares and submits the written reports required by the Act and regulations. The committee may employ and use the clerical and auditing assistance required to carry out its responsibilities. The committee may request the board to provide compensation for this assistance. It will prepare and forward to the Administration required reports.



b. If all director positions become vacant at once, the supervisory committee immediately assumes the role of the board of directors. The supervisory committee acting as the board must generally call and hold a special meeting to elect a board. That board will serve until the next annual meeting. They must hold the special meeting at least 7 but no more than 14 days after all director positions became vacant. Nominations for the board at the special meeting are by petition or from the floor. However, the supervisory committee may forego the special meeting if the next annual meeting will occur within 45 days after all the director positions become vacant.

c. The supervisory committee acting as the board may not act on policy matters. However, directors elected at a special meeting have the same powers as directors elected at the annual meeting.

Section 4. **Verification of accounts.** The supervisory committee will cause the verification of the accounts of members with the records of the financial officer from time to time and not less frequently than as required by the Act and regulations. The committee must maintain a record of this verification.

Section 5. **Powers of supervisory committee – removal of directors and credit committee members.** By unanimous vote, the supervisory committee may suspend until the next meeting of the members any director, board officer, or member of the credit committee. In the event of any suspension, the supervisory committee must call a special meeting of the members to act on the suspension, which meeting must be held not fewer than 7 nor more than 14 days after the suspension. The chair of the committee acts as chair of the meeting unless the members select another person to act as chair.

Section 6. **Powers of supervisory committee -- special meetings.** By majority vote, the supervisory committee may call a special meeting of the members to: consider any violation of the provisions of the Act, the regulations, the credit union's charter or bylaws; or to consider any practice of this credit union the committee deems to be unsafe or unauthorized.



## **Article X. Organization Meeting**

Section 1. **Initial meeting.** When application is made for a federal credit union charter, the subscribers to the organization certificate must meet for the purpose of electing a board of directors and a credit committee, if applicable. Failure to commence operations within 60 days following receipt of the approved organization certificate is cause for revocation of the charter unless a request for an extension of time has been submitted to and approved by the Regional Director.

Section 2. **Election of directors and credit committee.** The subscribers elect a chair and a secretary for the meeting. The subscribers then elect from their number, or from those eligible to become members of this credit union, a board of directors and a credit committee, if applicable, all to hold office until the first annual meeting of the members and until the election and qualification of their respective successors. If not already a member, every person elected under this section or appointed under Section 3 of this article, must qualify within 30 days by becoming a member. If any person elected as a director or committee member or appointed as a supervisory committee member does not qualify as a member within 30 days of election or appointment, the office will automatically become vacant and be filled by the board.

Section 3. **Election of board officers.** Promptly following the elections held under the provisions of Section 2 of this article, the board must meet and elect the board officers who will hold office until the first meeting of the board of directors following the first annual meeting of the members and until the election and qualification of their respective successors. The board also appoints a supervisory committee at this meeting as provided in Article IX, Section 1, of these bylaws and a credit committee, if applicable. The members so appointed hold office until the first regular meeting of the board following the first annual meeting of the members and until the appointment and qualification of their respective successors.

## **Article XI. Loans and Lines of Credit to Members**





Section 1. **Loan purposes.** Loans may only be made to members and for provident, business or productive purposes in accordance with applicable law and regulations.

Section 2. **Delinquency.** Any member whose loan is delinquent may be required to pay a late charge as determined by the board of directors.

## **Article XII. Dividends**

Section 1. **Power of board to declare dividends.** The board establishes dividend periods and declares dividends as permitted by the Act and applicable regulations.

## **Article XIII. RESERVED**

## **Article XIV. Expulsion and Withdrawal**

Section 1. **Expulsion procedure; expulsion or withdrawal does not affect members' liability or shares.**

To expel a member, the credit union must:

- Call a special meeting of the members;
- Provide the member the opportunity to be heard; and
- Obtain a two-thirds vote of the members present at the special meeting.

The credit union may also expel a member under a nonparticipation policy given to each member that follows the requirements found in the Act. Expulsion or withdrawal does not relieve a member of any liability to this credit union. The credit union will pay all of their shares upon their expulsion or withdrawal less any amounts due to this credit union.



## **Article XV. Minors**

Section 1. **Minors permitted to own shares.** Shares may be issued in the name of a minor. State law governs the rights of minors to transact business with this credit union.

## **Article XVI. General**

Section 1. **Compliance with law and regulation.** All power, authority, duties, and functions of the members, directors, officers, and employees of this credit union, pursuant to the provisions of these bylaws, must be exercised in strict conformity with the provisions of applicable law and regulations, and of the charter and the bylaws of this credit union.

Section 2. **Confidentiality.** The officers, directors, members of committees and employees of this credit union must hold in confidence all transactions of this credit union with its members and all information respecting their personal affairs, except when permitted by state or federal law.

Section 3. **Removal of directors and committee members.** Notwithstanding any other provisions in these bylaws, any director or committee member of this credit union may be removed from office by the affirmative vote of a majority of the members present at a special meeting called for the purpose, but only after an opportunity has been given to be heard.

Section 4. **Conflicts of interest prohibited.** No director, committee member, officer, agent, or employee of this credit union may participate in any manner, directly or indirectly, in the deliberation upon or the determination of any question affecting his or her pecuniary or personal interest or the pecuniary interest of any corporation, partnership, or association (other than this credit union) in which he or she is directly or indirectly interested. In the event of the disqualification of any director respecting any matter presented to the board for deliberation or determination, that director must withdraw from the deliberation or determination; and if the remaining qualified directors present at the meeting plus the disqualified director or directors constitute a quorum, the remaining qualified directors may exercise with respect to this matter, by majority vote, all the powers of the board. In the event of the disqualification of any member of



the credit committee, if applicable, or the supervisory committee, that committee member must withdraw from the deliberation or determination.

Section 5. **Records.** Copies of the organization certificate of this credit union, its bylaws and any amendments to the bylaws, and any special authorizations by the Administration must be preserved in a place of safekeeping. Copies of the organization certificate and field of membership amendments should be attached as an appendix to these bylaws. Returns of nominations and elections and proceedings of all regular and special meetings of the members and directors must be recorded in the minute books of this credit union. The minutes of the meetings of the members, the board, and the committees must be signed by their respective chairmen or presiding officers and by the persons who serve as secretaries of those meetings.

Section 6. **Availability of credit union records.** All books of account and other records of this credit union must be available upon request at all times to the directors, committee members of this credit union, and members provided they have a proper purpose for obtaining the records. If this credit union maintains a website currently or in the future, the board must post the bylaws of this credit union on the website. The board must also make the charter and bylaws of this credit union available for inspection by any member, upon request. If the member requests a copy of the charter or bylaws, the board will provide a copy to the member. The board may provide this copy to the member in physical or electronic copy. If the member requests a physical copy, the board may charge a reasonable fee for the physical copy.

Section 7. **Member contact information.** Members must keep the credit union informed of their current mailing address or, if the member has elected to receive electronic communications, their current email address.



Section 8. **Indemnification.** (a) The credit union may elect to indemnify to the extent authorized by (check one)

law of the state of \_\_\_\_\_:

Model Business Corporation Act:

the following individuals from any liability asserted against them and expenses reasonably incurred by them in connection with judicial or administrative proceedings to which they are or may become parties by reason of the performance of their official duties (check as appropriate).

current officials

former officials

current employees

former employees

(b) The credit union may purchase and maintain insurance on behalf of the individuals indicated in (a) above against any liability asserted against them and expenses reasonably incurred by them in their official capacities and arising out of the performance of their official duties to the extent such insurance is permitted by the applicable state law or the Model Business Corporation Act.

(c) The term "official" in this bylaw means a person who is a member of the board of directors, credit committee, supervisory committee, other volunteer committee (including elected or appointed loan officers or membership officers), established by the board of directors.

## **Article XVII. Amendments of Bylaws and Charter**

Section 1. **Amendment procedures.** The board may adopt amendments of these bylaws by an affirmative two-thirds vote of the directors. Written NCUA approval is required for the amendment of the bylaws to become effective. After adopting amendments, the credit union will update the



bylaws posted on its website and ensure that members seeking to inspect the bylaws receive the most current version of the bylaws. To adopt amendments to the credit union's charter, board members must vote at a duly held meeting after receiving prior written notice of the meeting and a copy of the proposed amendment or amendments with the notice. Written NCUA approval is required for the amendment to the charter to become effective.

## **Article XVIII. Definitions**

Section 1. **General definitions.** When used in these bylaws the terms:

"Act" means the Federal Credit Union Act, as amended.

"Administration" means the National Credit Union Administration.

"Agency" means the Regional Director, the Director of the Office of National Examinations and Supervision, or the Director of the Office of Credit Union Resources and Expansion.

"Applicable law and regulations" means the Federal Credit Union Act and rules and regulations issued thereunder or other applicable federal and state statutes and rules and regulations issued thereunder as the context indicates.

"Board" means board of directors of the federal credit union.

"Board officers" means:

1. "Chair" means Presiding Board officer, President of the Board, Presiding Board Officer, or Chairperson.
2. "Vice Chair" means Vice President.
3. "Financial Officer" means Treasurer.



4. "Secretary" means Recording Officer.

5. "Management Official" means General Manager, Manager, President, or Chief Executive Officer.

"Charter" means the approved organization certificate and field of membership issued by the National Credit Union Administration or one of its predecessors. It is the document that authorizes a group to operate as a credit union, defines the fundamental limits of its operating authority, and includes the persons the credit union is permitted to accept for membership.

"Field of membership" means the persons (including organizations and other legal entities) a credit union is permitted to accept for membership.

"Immediate family member" means spouse, child, sibling, parent, grandparent, grandchild, stepparents, stepchildren, stepsiblings, and adoptive relationships.

"Loans" means any type of loan product the credit union offers. This includes, but is not limited to, consumer loans, lines of credit, credit cards, member business loans, commercial loans, and real estate loans.

"Management" means the Board, Financial Officer, and Management Official.

"Member" means a person must:

1. Be eligible for membership under Section 5 of the charter;
2. Sign membership forms as approved by the credit union board;
3. Subscribe to at least one share (par value) of stock;
4. Pay the initial installment;
5. Pay an entrance fee, if required; and



6. Be eligible to vote upon reaching the minimum age the credit union establishes for voting and participation in the affairs of the credit union.

"Membership Officer" means a majority of the board of directors, a majority of the members of a duly authorized executive committee, or an individual(s) appointed by the board of directors to serve as such.

"NCUA Board" means the Board of the National Credit Union Administration.

"Person in the same household" means an individual living in the same residence maintaining a single economic unit.

"Regulation" or "regulations" means rules and regulations issued by the NCUA Board.

"Share" or "shares" means all classes of shares and share certificates that may be held in accordance with applicable law and regulations.

## Index

	Article	Section		Article	Section
<b>Accounts</b>			Minute books	XVI	5
Deceased Members	III	5(d)			
Verification of	IX	4	<b>Bylaws</b>		
<b>Accounting Manual</b>	VII	6(b)	Amendments of	XVII	1
<b>Amendments of bylaws and charter</b>	XVII		Inspection of, by members	XVI	6
<b>Annual meetings</b> (See Meetings)			Safekeeping of	XVI	5
<b>Applicable law and regulations</b>	XVIII	1	<b>Chair (President)</b>		
<b>Applications for membership</b> (See Membership)			Absence of	VII	5
<b>Assistant chair</b>			Appointment of Nominating com.	V	1
Duties and powers	VII	5	Duties and powers	VII	3
Election of	VII	1	Election of	VII	1
Rank, if more than one	VII	1	Term of office	VII	1, 2
Term of office	VII	1, 2	X	3	
	X	3	<b>Chair of committees and meetings</b>		
<b>Assistant Management Official</b>	VII	7	Board of directors meeting	VII	3
<b>Assistant Secretary</b>	VII	9	Credit committee	VIII	3
<b>Assistant Financial Officer</b>	VII	6	Members' meeting	VII	3
<b>Audit</b>	IX	3	IX	5	
Assistance	VII	8	Organization meeting	X	2
	IX	3	Supervisory committee	IX	2
<b>Bonds for persons having custody of funds</b>	VI	6(d)	<b>Charter</b>	I	1
<b>Books and records</b>			Amendments of	XVII	1
Audit of	IX	3	Inspection of by	XVI	6
Forms and procedures	VII	6(b)	Safekeeping of	XVI	5
Inspection of	XVI	6	<b>Checks, signing of</b>	VII	4
			<b>Clerical assistance</b>		
			Compensation of	VII	8
			Use by supervisory com.	IX	3
			<b>Committees</b>		
			<u>Credit committee</u>		
			Absence of members	VI	8
			Appointment by board	VI	6(f)
			Appointment of loan	VIII	4
			Chair, selection of	VIII	3
			Changes in, reporting	V	6



	Article	Section		Article	Section
Confidentiality required	XVI	2	Of employees, loan officer, supervisory com. assistance	VII	8
Conflict	XVI	4	Of executive com. members	VII	10
Election	VIII	2	Of membership officer	VII	10
	X	2	Of financial officer	VII	6
Meetings	VIII	3, 5	<b>Confidentiality of member transactions</b>	XVI	2
Number of members	VIII	1, 2	<b>Definitions</b>	XVIII	
Officers	VIII	3	<b>Directors</b>		
Records	VIII	3	Changes in, reporting	V	6
Removal of members	VI	8	Confidentiality required	XVI	2
	XVI	3	Conflict	XVI	4
Report at annual meeting	IV	4(e)	Paid employees	VI	2
Secretary	VIII	3	Removal	XVI	3
Serving on supervisory	IX	1	For failure to attend meetings	VI	8
Suspension of members	IX	5	Report at annual meeting	IV	4(c)
Term of office	VI	4	Suspension	IX	5
	VIII	2	Term of office	VI	3, 4
	X	3		X	2, 3
Vacancies	VI	4, 8	<b>Directors, board of</b>		
<u>Executive committee</u>			Delegation to executive com. and membership officer	II	2
Appointment	VII	10	Duties	VI	4-9
Approval of membership applications	II	2		VII	4-11
Confidentiality required	XVI	2	Election	VI	3
Conflict	XVI	4		X	2
Removal of members	XVI	3	Meetings	VI	5, 7, 8
<u>Loan review committee</u>	VI	6(h)	Number of members	VI	1
<u>Nominating committee</u>	V	1	Quorum	VI	7
<u>Supervisory committee</u>			Records, maintenance	VII	9
Appointment	IX	1	Vacancies on	VI	4
	X	3	<b>Disqualification of committee members, directors, officers</b>	XVI	4
Assistance	IX	3	<b>Deceased members</b>	III	5(d)
Confidentiality required	XVI	2			
Conflict	XVI	4			
Duties	IX	3-6			
Membership	IX	1			
Officers	IX	2			
Records, maintenance	IX	2			
Removal of members	XVI	3			
Report at annual meeting	IV	4(f)			
Suspension by	IX	5			
Suspension of	VI	9			
Terms of office	IX	1			
Vacancies on	VI	4			
<b>Compensation</b>					

	Article	Section		Article	Section
<b>Declaration of dividends</b>	XII	1			
<b>Elections</b>			<b>Funds</b>		
Absentee ballots	V	8	Custody of	VII	6
At annual meeting	V	1-8	Disbursement of	VII	4, 6
At organization meeting	X	2, 3	Credit committee	VIII	4
Minimum age for voting	V	7	No credit committee	VIII	1
Nominations for	V	1-3	<b>Indemnification of officials and employees</b>		
Reporting results to NCUA	V	6		XVI	8
			<b>Inspection</b>		
Types			Charter, bylaws by	XVI	6
In-person, nominating com., nominations from floor	V	A1 1, 2	Records by directors and committee members	XVI	6
In-person, nominating com., nomination by petition	V	A2 1, 2	<b>Investment Committee</b>	VII	11
Ballot boxes or voting machines	V	A3 1, 2	<b>Joint accounts</b>	III	7
Electronic device or mail ballot	V	A4 1, 2	<b>Late charges</b>	XI	2
<b>Endorsers</b>	III	5(c)	<b>Loan officer/credit committee</b>		
<b>Examination of records</b>	XVI	6	Appointment of	VIII	4
<b>Expulsion of members</b>	XIV	1	Approval of loans by	VI	6(f)
<b>Field of membership</b>	II	1	Compensation of	VIII	4, 7, 8
Once a member	II	4	Duties of	VII	8
<b>Financial officer</b>			Removal of	VIII	4, 6-8
Assistant	VII	6	<b>Loan officer/no credit committee</b>		
Compensation of	VII	6	Appointment of	VI	6(g)
Duties and powers	VII	6	Approval of loans by	VIII	1, 3, 4
Election of	VII	1	Compensation of	VII	8
Reports of	IV	4	Duties of	VIII	1-4
	VII	6	Removal of	VII	8
Signatory powers	VII	4	<b>Loan review committee</b>	VI	6(h)
Term of office	VII	1, 2	<b>Management official</b>	VII	7
	X	3	<b>Meetings</b>		
<b>Financial statements</b>	VII	6	<u>Annual meeting</u>		
			Adjournment of	IV	5

	Article	Section		Article	Section
Elections	V	1-8	Appointment	VII	10
Location	IV	1	Compensation	VII	10
Notice	IV	2, 5	Conflict	XVI	4
Posting	IV	2			
Order of business	IV	4	<b>Minors</b>		
Quorum	IV	5	Issuing shares to	XV	1
Records	VII	9	Voting by	V	7
Time	IV	1			
Waiving of notice	IV	2	<b>Minutes</b>		
<u>Credit committee meetings</u>	VIII	3, 5	Reading at annual	IV	4(b)
<u>Directors, board of,</u>	VI	4, 5, 7,	meeting		
	VII	9	Signing	XVI	5
<u>Organization meeting</u>	X	1-3			
<u>Special meetings</u>			<b>Name of credit union</b>	I	1
Adjournment	IV	5			
Call	IV	3	<b>NCUA</b>		
by Supervisory	IX	5, 6	Appointment and		
Location	IV	3	election results,	V	6
Notice	IV	2, 3	reporting		
Quorum	IV	5	Bylaw and charter		
Waiving notice	IV	2	amendment, approval	XVII	1
			Financial officer's report	VII	6(d)
			Supervisory committee		
			report	IX	3
<b>Members</b>			<b>Nominations, returns of,</b>		
Confidentiality of			<b>recording</b>	XVI	5
information	XVI	2			
Deceased	III	5(d)	<b>Notices of Meetings</b>		
Eligibility			Called by supervisory		
For loans	XI	1	committee	IX	5, 6
For voting	V	4, 5,	Board of directors	VI	5
Liability	III	5(c)	Credit committee	VIII	5
Meetings	IV	1-5	Members	IV	2, 5
<b>Membership</b>			<b>Order of business at</b>		
Application	II	2	<b>annual meeting</b>	IV	4
Denial	II	2			
Election	II	2	<b>Organization meeting</b>	X	1-3
Expulsion	XIV	1			
Field of	II	1, 4	<b>Pecuniary interests of</b>		
Qualifications	II	1-4	<b>officials</b>	XVI	4
Termination	II	4			
Withdrawal	II	3	<b>Posting</b>		
	XIV	1	Financial statement	VII	6(c)
<b>Membership officer</b>			Notice of meetings	IV	2, 5
Absence of	VI	8			

	Article	Section		Article	Section
	VII	9	<b>Suspension of directors, board officers and credit committee members</b>	IX	5
<b>Quorum at meetings</b>					
Board of directors	VI	7			
Members	IV	5	<b>Vacancies</b>		
			Board of directors	VI	4, 8
<b>Removals from office</b>			Credit committee	VI	4, 8
Committee members	VI	8	Failure to qualify	X	2, 3
	XVI	3	Officers	VII	2
Directors	VI	8	Supervisory committee	VI	4
	XVI	3			
Employees	VII	8	<b>Voting</b>		
Loan officers	VII	8	By proxy	V	4
			By trustee	V	4
<b>Revocation of charter</b>	X	1	Minimum age	V	7
			Votes to one member	V	5
<b>Secretary</b>			<b>Withdrawals</b>		
Board of directors and credit union	VII	1, 2, 9	From membership	II	3
Credit committee	VIII	3		XIV	1
Organization meeting	X	2	Of all shareholdings	II	3
Supervisory committee	IX	2	Of shareholdings	III	5
<b>Shares</b>					
Dividends on	XII	1			
Issuance of, to minors	XV	1			
Joint accounts	III	7			
Maximum	III	2			
Deceased members	III	5(d)			
Par value	III	1			
Payment of subscription	III	1			
Pledged as security	III	5			
Reduction below par	III	3			
Subscription for membership	II	2			
Transfer of dividend credits	III	4			
Withdrawals, excessive	III	5(e)			
<b>Special meetings</b>					
Board of directors	VI	5			
Members	IV	2, 3, 5			
	IX	5, 6			
	XVI	3			