



Notice of the Annual Meeting of Cooperative Network

November 17, 2020 | 1:00 p.m.

Notice is hereby given that the Annual Meeting of the voting Members of Cooperative Network (the "Cooperative") will be held virtually on November 17, 2020, beginning at 1:00 p.m. for the purpose of:

1. Considering (i) the conversion of the Cooperative to a Minnesota cooperative association subject to Minnesota Statutes Chapter 308B (the "Conversion") and (ii) the amendment and restatement of the Cooperative's Articles of Organization and Bylaws, in each case, pursuant to the Certificate of Conversion, the Amended and Restated Articles of Organization, and the Amended and Restated Bylaws (the "Amendments"), copies of which are included in the Disclosure Statement provided with this Notice.
2. Electing new directors to serve on the Board of Directors of the Cooperative.
3. Transacting such other business as may properly come before such meeting.

Please share the Disclosure Statement and related materials with your voting delegates. Feel free to duplicate these materials or download the PDF file from the Annual Meeting page on our website. If you have questions concerning the matters to be considered during the Annual Meeting, please attend one of the informational sessions to be held virtually on October 27, 2020, at 10:00 a.m. and 2:00 p.m. Details on how to join these sessions can be found in the enclosed Annual Meeting brochure.

The Board of Directors has authorized the use of Mail Ballots for members to cast their votes on the proposed Conversion and Amendments, and the election directors. The Mail Ballot respecting the Conversion and Amendments is enclosed with this Notice. A separate Mail Ballot respecting the election of directors will be provided separately once director nominations are complete.

Due to the COVID-19 pandemic, voting by mail ballot will be the sole method of voting on these matters.

Please complete the enclosed Mail Ballot as provided in the instructions printed on the Mail Ballot and return it to the Cooperative as indicated.

By order of the Board of Directors of the Cooperative.

Dated this 1st day of October, 2020.

A handwritten signature in black ink that reads "David Johnsrud". The signature is written in a cursive style with a large, stylized initial "D".

David Johnsrud, Secretary
Cooperative Network

COOPERATIVES
COMMIT

DIVERSITY

EQUITY

INCLUSION

COOPERATIVE NETWORK

2020

**ANNUAL
MEETING**

November 17, 2020 | 1:00 p.m.



**Cooperative
Network™**



2020 ANNUAL MEETING

We invite you, your staff and directors to join fellow Cooperative Network members at our virtual annual meeting on November 17, 2020 at 1:00 p.m.

The theme for this year's annual meeting is: Cooperatives Commit - Diversity, Equity, Inclusion.

Please review the following details regarding the informational sessions, board of director nominations and elections, voting delegates, mail ballot(s), annual meeting registration and agenda.

Annual Meeting Informational Session Registration

To learn more about the matters to be considered during the Annual Meeting, please attend one of the informational sessions to be held virtually on October 27, 2020, at 10:00 a.m. and 2:00 p.m.

You can register for the 10:00 a.m. session online at: bit.ly/2020CNAMInfo10am or register for the 2:00 p.m. session online at: bit.ly/2020CNAMInfo2pm or click on your desired time on the Annual Meeting page at cooperativenetwork.coop.

Voting Delegate Information for Mail Ballot(s)

Each eligible member cooperative has been assigned its appropriate number of voting delegates for the mail ballot.

The enclosed cooperative delegate, alternate and participant registration list includes the number of eligible voting delegates for your cooperative.

Please follow the instructions listed on the ballot carefully to ensure the validity of your cooperative vote(s).

Board of Director Nominations and Election

Written or electronic board of director nominations must be returned to Cooperative Network by October 30, 2020.

Please see the enclosed board of director nomination and election information and nomination form for further details.

Annual Meeting Registration

Skip the paperwork and register for **FREE** online at: bit.ly/2020CNAMReg or click "Register Now" on the Annual Meeting page at cooperativenetwork.coop.



10:00 a.m. Cooperative Network Board Meeting

1:00 p.m.



Welcome & Chairman's Report

Bill Zuhlke, Chairman



President & CEO Address

Dan Smith, President & CEO



Business Session

Secretary's & Credentials Report

David Johnsrud, Secretary

Treasurer's Report & Presentation of the Budget

Michele Steien, Treasurer



Approve Proposed 2021 Resolutions

Terri Dallas & Sadie Frericks, Co-Chairs



New Member Benefit | Aura Identity Guard

Mykel Wedig, Cooperative Liaison, Cooperative Network

Mykel will announce Cooperative Network's new partnership with Aura Identity Guard that will offer members a comprehensive cyber security benefit for their employees. Cyber crime has become the number one threat facing our world today. With the amount of personal information online, it's become easier for identities to be stolen. Employees of our member cooperatives will be able to sign up for the service through the Cooperative Network portal and immediately begin coverage.

Review Certificate of Conversion, Articles, Bylaws and Board of Director Election Process

Closing Remarks

Bill Zuhlke, Chairman

3:00 p.m.

Recess Annual Meeting



REGISTRATION FORM

Skip the paperwork and register for **FREE** online at: bit.ly/2020CNAMReg or click "Register online" on the Annual Meeting page at: www.cooperativenetwork.coop

2020 ANNUAL MEETING

Delegates must be registered in advance to be eligible to vote. All information below is required. Please print or type. Confirmation will be emailed upon receipt.

Delegate/Participant Name _____

Address _____

City _____ State _____ Zip _____

Phone () _____ Email address _____

Cooperative Affiliation _____

Delegate/Participant Name _____

Address _____

City _____ State _____ Zip _____

Phone () _____ Email address _____

Cooperative Affiliation _____

Delegate/Participant Name _____

Address _____

City _____ State _____ Zip _____

Phone () _____ Email address _____

Cooperative Affiliation _____

Return form(s) to: Cooperative Network, ATTN Dawn Bausch, 16 North Carroll Street, Suite 900, Madison, WI 53703 or email dawn.bausch@cooperativenetwork.coop



2020 COOPERATIVE NETWORK BOARD OF DIRECTOR NOMINATION AND ELECTION INFORMATION

**Please submit nominations using the
Cooperative Network Board of Director Nomination Form.**

Cooperative Network must receive nominations
via mail or email no later than October 30, 2020.

The Cooperative Network Board of Director nomination and election process will be administered under the following assumptions as they relate to the proposed governance changes presented to the members for approval:

1. Under the proposed conversion and amended and restated articles and bylaws, if approved, effective as of the effective date of the conversion of Cooperative Network from a cooperative corporation governed by Minnesota Statutes Chapter 308A to a cooperative corporation governed by Minnesota Statutes Chapter 308B and the adoption of the amended and restated articles and bylaws, all current board of directors shall be deemed to be removed from office by the members. The board of directors shall then be composed of nine (9) directors.

Ballots will be mailed to all eligible members immediately following the approval of the matters set forth above. The nine (9) individuals receiving the highest number of votes will be seated on the board.

2. If the proposed conversion and amended and restated articles and bylaws are not approved, the current board of directors will remain in office, unless their term has expired, and elections for open seats will be administered as directed in the current bylaws.

In the event that an open seat does not have an eligible candidate, the seat may remain vacant until the 2021 Annual Meeting.

Ballots will be mailed to all eligible member-assigned delegates immediately following the disapproval of the matters set forth above. The individual receiving the highest number of votes for the appropriate open seat will be seated on the board to fill such open seat.



2020 COOPERATIVE NETWORK BOARD OF DIRECTOR NOMINATION FORM

Please submit nominations using this form.

Cooperative Network must receive nominations via mail or email no later than October 30, 2020.

The purposes of Cooperative Network shall be: 1) to improve, foster and promote the better understanding of the principles and practices of cooperatives; 2) to do all things necessary for the advancement of cooperatives; 3) to promote the interests of member cooperatives; 4) to foster and promote further growth and strengthening of cooperatives; and 5) any other purposes permitted by Minnesota Statutes."

Board of Director nominees must be an employee or member of a member cooperative in good standing.

Board of Director Primary Functions:

1. To ensure that Cooperative Network continues to perform the above listed purposes and assist Cooperative Network in performing those purposes.
2. Represent member cooperatives from all sectors.
3. Represent Cooperative Network at designated meetings and functions.
4. Serve on committee(s) as designated by the board chair.

Time Commitment: Directors are required to attend four board meetings each year, as well as the Cooperative Network annual meeting, and additional meetings, functions, and committee meetings as deemed necessary. Directors are eligible to serve four consecutive three-year terms; provide that if the governance changes are approved by the members, the initial board terms will be staggered and may be less than three years.

Nomination: I/We hereby nominate _____ for the Cooperative Network Board of Director elections. The above named individual is aware of the Board of Director primary functions and agrees to fulfill those functions to the best of his/her ability.

Signed _____

Cooperative Name _____

Return this form and a short bio for the nominee to: Cooperative Network
ATTN Dawn Bausch
16 North Carroll Street, Suite 900
Madison, WI 53703

or email dawn.bausch@cooperativenetwork.coop



2020 ANNUAL MEETING November 17, 2020

COOPERATIVE VOTING DELEGATE(S) ALTERNATE(S)/PARTICIPANT(S) LIST

Cooperative Name:

Number of Eligible Voting Delegates:

In order for the mail ballots to be valid, they must be returned by the voting delegate(s) listed below on or before end of business, November 17, 2020. The voting delegate(s) below must match the person(s) who cast votes on behalf of the member.

Voting Delegate(s) Name (PLEASE PRINT OR TYPE)

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____
- 6. _____
- 7. _____
- 8. _____
- 9. _____
- 10. _____

Alternate(s)/Participant(s)

Skip the paperwork and register online at: bit.ly/2020CNAMReg or send the delegate/participant registration form(s) and this form to:

Cooperative Network
ATTN Dawn Bausch
16 North Carroll Street, Suite 900
Madison, WI 53703

or email to: dawn.bausch@cooperativenetwork.coop

Cooperative Name	# of Delegates
40 Square Cooperative Solutions	1
7500 York Cooperative	3
Ag Processing Inc	4
AgPlus Cooperative	6
Agralite Electric Cooperative	5
AgSource Cooperative Services	7
All American Co-op	6
Allied Cooperative	9
Applewood Pointe at Mississippi Crossings	1
Applewood Pointe Cooperative of Bloomington	2
Applewood Pointe Cooperative of Bloomington at Valley West	1
Applewood Pointe Cooperative of Champlin	1
Applewood Pointe Cooperative of Eagan	2
Applewood Pointe Cooperative of Maple Grove	1
Applewood Pointe Cooperative of Minnetonka	2
Applewood Pointe Cooperative of New Brighton	2
Applewood Pointe Cooperative of Roseville	2
Applewood Pointe Cooperative of Roseville at Central Park	2
Applewood Pointe Cooperative of Woodbury	1
Applewood Pointe of Bloomington at Southtown	2
Applewood Pointe of Roseville at Langton Lake	2
Aquila Commons	2
Arcadia Credit Union	3
Avestar Credit Union	2
Barron Mutual Insurance Company	3
Basin Electric Power Cooperative	5
Bayfield Electric Cooperative	5
Becketwood Cooperative	2
Beltrami Electric Cooperative	5
BENCO Electric Cooperative	5
Berry & Roxbury Mutual Insurance Co.	4
Brantwood Credit Union	1
Bristol Town Insurance Co.	1
Brown County Rural Electrical Association	4
Camp Douglas Farmers Cooperative	3
Cardinal Pointe Cooperative of Faribault	1
Centra Sota Co-op	6
Central Counties Cooperative	4

Cooperative Name	# of Delegates
Central Farm Service	7
CHS Inc.	10
Clark Electric Cooperative	5
Clearwater Polk Electric Cooperative	3
CoBank	10
Community Co-op Oil Assn	5
Community Co-ops of Lake Park	6
Connexus Credit Union	6
Consumers Cooperative Oil Co.	6
Co-op Credit Union	3
Cooperative Light and Power	4
Cornerstone Cooperative of Plymouth	1
Cottonwood Co-op Oil	5
Country Pride Services Cooperative	5
Country Visions Cooperative	9
CoVantage Credit Union	1
Crow Wing Power	6
Crystal Valley Cooperative	6
CUNA Mutual Group	8
Dairyland Power Cooperative	10
Door County Cooperative	6
East Central Energy	7
East River Electric Power Cooperative, Inc.	6
East Terrace Cooperative	1
Eau Claire Cooperative Oil Company	7
Fairway Ridge Cooperative	1
Farm Credit Foundations	3
Farmers Co-op Oil Company of Clara City	5
Farmers Elevator Co of Traverse	2
Farmers Health Cooperative of Wisconsin	1
Farmers Union Oil Company	1
FarmFirst Dairy Cooperative	8
Farmward Cooperative	6
Federated Co-ops Inc.	6
Foremost Farms USA	10
Freeborn-Mower Cooperative Services	5
G.E.C.U	3
GENEX	10

Cooperative Name	# of Delegates
Golden Rule Community Credit Union	1
Gramercy Park Co-op at Lake Shore Drive	2
Gramercy Park Cooperative Northwest	1
Gramercy Park Cooperative of Duluth	1
Gramercy Park Cooperative of Plymouth	1
Gramercy Park Cooperative of Rochester	2
Gramercy Park Cooperative of St. Paul	2
Great River Energy	10
Greenhouse Village Cooperative	2
Group Health Cooperative of Eau Claire	10
Group Health Cooperative of South Central Wis.	10
GROWMARK, Inc.	10
Heartland Credit Union	3
Heritage Credit Union	3
Homestead Mutual Insurance Co.	4
Insight FS	9
Inter-County Cooperative Publishing	4
Jackson Electric Cooperative	4
Kandiyohi Power Cooperative	5
Kildahl Park Pointe Cooperative	1
Lakes Area Cooperative	4
Land O'Lakes, Inc.	10
Landmark Services Cooperative	10
Luck Mutual Insurance Co.	3
Lyon-Lincoln Electric Co-op, Inc.	4
Madison Credit Union	2
Maple Valley Mutual Insurance Company	1
Marathon County Employees Credit Union	2
McLeod Cooperative Power Association	5
Medford Cooperative, Inc.	6
Members First Credit Union	2
Merrimac-Lodi Mutual Insurance Co.	4
Middleton Farmers Cooperative Co.	7
Midland Services, Inc.	7
Mid-Minnesota Federal Credit Union	3
MiEnergy Cooperative	5
Minnesota Credit Union Network	3
Minnesota Power Employees Credit Union	3



2020 ANNUAL MEETING

November 17, 2020

Cooperative Name	# of Delegates
Minnesota Valley Co-op Light & Power Association	5
Minnesota Valley Federal Credit Union	3
Mt. Pleasant-Perry Middleton Mutual Insurance Company	1
National CooperativeRx	4
National Farmers Organization (WI NFO Inc.)	7
New Horizons Supply Cooperative	8
Nokomis Square Cooperative	2
Northern Finnish Mutual Insurance	2
Northern Resources Cooperative	5
Northern Star Cooperative Services	6
Oakdale Credit Union	3
Organic Valley/CROPP Cooperative	7
Oshkosh Community Credit Union	1
ParkPlace Village Cooperative	1
Paynesville Farmers Union Co-op Oil Co	4
Pecatonica Cooperative Oil Co.	5
People's Energy Cooperative	5
PKM Electric Co-op	4
Premier Cooperative	9
Prime Financial Credit Union	3
Prinsburg Farmers Co-op	5
ProVision Partners	6
Pullman Place Cooperative	1
Range Cooperatives, Inc.	3
Realife Cooperative Brooklyn Park	2
Realife Cooperative of Bloomington	1
Realife Cooperative of Bloomington on Lyndale	2
Realife Cooperative of Burnsville	2
Realife Cooperative of Coon Rapids	2
Realife Cooperative of Faribault	1
Realife Cooperative of Mounds View	1
Realife Cooperative of Owatonna	1
Realife Cooperative of Phalen Village	1
Realife Cooperative of Rochester	2
Realife Cooperative of St. Peter	1
Realife Cooperative of West St. Paul	2
Red Lake Electric Cooperative	4
Red River Valley Cooperative Power Assn	4

Cooperative Name	# of Delegates
Redwood Electric Co-op	4
Renville-Sibley Cooperative Power Association	4
River Falls Mutual Insurance Co.	3
Riverland Energy Cooperative	5
Riverview Homestead Cooperative	1
Rolling Hills Dairy Producers Cooperative	3
Roseau Electric Co-op	4
Runestone Electric Association	5
Rural Wisconsin Health Cooperative	6
Scenic Valley Cooperative	3
Sheboygan Area Credit Union	2
Simplicity Credit Union	3
South Central Electric Association	5
Southern Lakes Credit Union	3
Southern Minnesota Beet Sugar Cooperative	7
SouthPoint Financial Credit Union	3
St. Croix Electric Cooperative	5
Stateline Cooperative	1
Stearns Electric Association	6
Steele-Waseca Cooperative Electric	5
Stockholm Town Mutual Insurance Co	1
Sugar Creek Mutual Insurance Co.	4
Summerhill Cooperative of Apple Valley	1
Summerhill Cooperative of Eden Prairie	1
Summerhill Cooperative of Maplewood	1
Taylor Credit Union	3
Taylor Electric Cooperative	4
Teachers Credit Union	1
The Alliance	5
The Meadows Cooperative of Fairmont	1
Todd-Wadena Electric Co-op	5
Tri-County Co-op Oil	4
Union Cab of Madison Cooperative, Inc.	4
United Cooperative	9
United Mutual Insurance Company	1
UW Credit Union	1
Valley View Cooperative of Eden Prairie	2
Washington Island Electric Cooperative, Inc.	3



2020 ANNUAL MEETING

November 17, 2020

Cooperative Name	# of Delegates
Westby Co-op Credit Union	4
WESTconsin Credit Union	5
Western Consolidated Cooperative	5
Willow Brook Cooperative of Winona	1
Wisconsin Assn. of Mutual Insurance Companies	1
Wisconsin Association of Fairs	1
Wisconsin Credit Union League	3
Wisconsin Electric Cooperative Association (WECA)	3
Wisconsin Statewide Telephone Cooperative Association	10
Wisconsin Swiss & Limburger Cheese Prod.	1
Woodbridge Cooperative of New Hope	1
Wright-Hennepin Cooperative Electric Association	6
Zvago Glen Lake Cooperative	1