

Chairman Scott Kramer has appointed the Nominating Committee which will present the names of two (2) nominees for three (3) year terms on the Board of Directors, one (1) nominee for a three (3) year term on the Supervisory Committee. There will be no nominations from the floor. When the number of nominees equals the number of vacancies, no election by ballot will be conducted and the nominees will be declared elected by acclamation.

The Nominating Committee appointed consists of James Henry, Pam Newman, and Rick Roney. Two (2) vacancies will occur on the Board of Directors and one (1) vacancy will occur on the Supervisory Committee. The Board of Director positions are currently filled by Therman Dennis and Scott Kramer. The Supervisory Position is currently filled by Ashley Aaron.

The Nominating Committee, after careful consideration, nominates the following:

For **Board of Directors** to serve a three (3) year term: Therman Dennis and Scott Kramer

For **Supervisory Committee** to serve a three (3) year term: Ashley Aaron

Members wishing to recommend a prospective nominee for election to the Board of Directors should read the following article entitled "Provision for Nominating by Petitions". Requests may be directed to James Henry, Secretary of Guardian Credit Union.

PROVISIONS FOR NOMINATIONS BY PETITIONS

The credit union's bylaws specify the criteria for nominating individuals to fill vacancies on the Board of Directors and Supervisory Committee. The bylaws read as follows:

"At least 150 days before each annual meeting, the Chairman of the Board of Directors will appoint a nominating committee of three or more members. It is the duty of the nominating committee to nominate at least one member for each vacancy, including any unexpired term vacancy, for which elections are being held, and to determine that the members nominated are agreeable to the placing of their names in the nomination and will accept office if elected."

"The Nominating Committee files its nominations with the secretary of the credit union at least 120 days before the annual meeting, and the secretary notifies in writing all members eligible to vote at least 105 days before the annual meeting that nominations for vacancies may be also made by petition. The petition must be signed by individual members with a maximum member requirement of the lesser of 1% of the membership or 500 members. The secretary may use electronic mail to notify members who have opted to receive notices or statements electronically."

"In all cases, the period for receiving nominations by petition must extend at least 35 days from the date of the postmark or email date of the petition requirement and the list of nominating committee's nominees are mailed to all members. To be effective, nominations by petition must be accompanied by a signed certificate from the nominee stating that they are agreeable to nomination and will serve if elected to office. Nominations by petition must be filed with the secretary of the credit union at least 70 days before the annual meeting and the secretary will ensure that nominations by petition, along with those of the nominating committee are posted in a conspicuous place in each credit union office and on its website at least 60 days before the annual meeting. Ballots will be mailed or emailed to all members at least 30 days prior to annual meeting."

The closing date for receiving nominations by petition is **February 28, 2023**.

Nominating petitions and certificates designated by the Board of Directors must be used. Approved nominating petitions and certificates must be obtained from the secretary of the credit union.