

Section 2. Number of Directors - The Directors shall constitute the governing Board of this corporation. There shall be seven (7) Directors, all of whom must be members.

Section 3. Terms and Method of Election - Directors shall be elected at large from the membership of the District. The initial Board of Directors shall be elected in keeping with the requirements of SDCL 46A-18-9 and thereafter all Directors shall be elected to serve a term of three (3) years and until their successors are elected and qualified. Petitions for the nomination of Directors shall be presented to the Secretary in keeping with the mandates of SDCL 46A-18-25 and Directors shall be elected at the annual meeting of the District pursuant to SDCL 46A-18-23.

Section 4. Vacancies - Vacancies of unexpired terms of Directors shall be filled by appointment by the remaining Directors of the District and such appointees shall hold office for the remainder of the unexpired term. (SDCL 46A-18-26). Vacancies of expired terms of Directors when no successor Director is duly nominated or elected; a Director whose term expired shall continue to serve until a successor is duly nominated and elected.

Section 5. Quorum - A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 6. Annual Meeting - The Board of Directors shall meet each year immediately following the annual meeting of the members at the place where such annual meeting of the members was held for the purpose of electing officers and the consideration of any other business that may be properly brought before the meeting. No notice of any kind, other than Notice as set forth at Article VI, Section 3., to either old or new members of the Board of Directors for such annual meetings shall be necessary.

Section 7. Other Meetings - Meetings of the Board of Directors may be called at any time by the Chairman or at the request of any Director through the Chairman. The Secretary shall mail a notice of meeting to each Director at least ten (10) days prior to the meeting. (SDCL 46A-18-37(4))

Section 8. Compensation - Directors shall not be entitled to compensation for serving as Directors of the corporation but shall be entitled to per diem and reimbursement for expenses, including travel expenses, necessarily incurred in the discharge of their duties. The amount of reimbursement shall be at current state government rates and subject to the approval of the Board of Directors. (SDCL 46A-18-36)