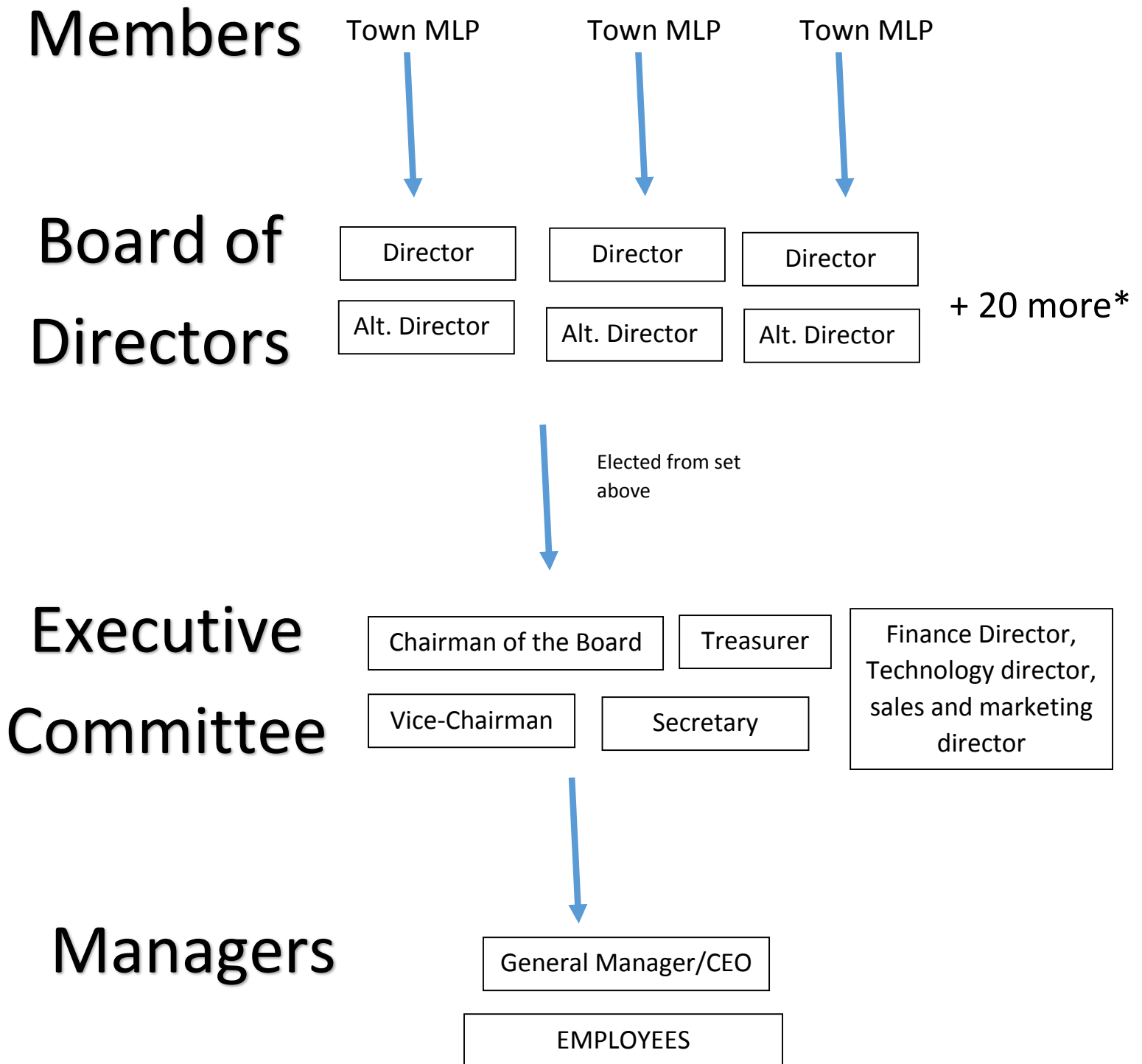


# GOVERNANCE STRUCTURE CHART



\*Number depends on how many towns join. Each town (MLP) nominates a representative. Reps meet and "vote themselves in" as Directors so in almost all cases rep and Director will be one in the same. Has to be structured this way for legal reasons.

Each Director serves 3 yr. term. Each director has ONE vote in operations decisions except in matters that affect our shares (in which case each director has a voting power proportional to their capital contribution). Matters that affect shares are things like adding and removing towns and how to divide profits (ie. Money and membership decisions)