Adamski Moroski Madden Cumberland & Green LLP

Memo

To: Board of Directors From: Jeffrey A. Minnery

CC: Ron Munds, General Manager

Date: 12/1/2021

Re: District Sequencing for Scenario 2 A

The intended goal for Sequencing Scenario 2 A is to (1) maintain five directors while moving to division-based representation and (2) maintain staggard four-year terms of office. With two directors currently residing in Division Areas 2 and 4, and vacancies existing in Division Areas 3 and 5, filling vacant divisions in 2022 (Option 1), would require Directors Cesena and Womack to not seek re-election in 2022. If the Board waits until 2024 to fill the vacant divisions (Option 2), then Directors Gatchell and Ochylski will not be able to run for re-election in 2024 (when their terms end) because their home divisions will be occupied and represented. As such, Directors Gatchell and Ochylski would need to wait until 2026 to run against the incumbents within their home division.

When review the options below, keep in mind there are two factors that will not change:

- 1. There will be an election in Division 1 in 2022; and
- 2. Directors Gatchell and Ochylski will serve "at large" until 2024.

Director Divisions	Scenario 2 A
Division 1	Fourcroy (2022)
Division 2	Cesena (2022) Gatchell (2024)
Division 3	Vacant
Division 4	Womack (2022) Ochylski (2024)
Division 5	Vacant

Option 1. The District holds elections for Divisions 1, 3, and 5 in 2022. Director Fourcroy would run against unknown candidates in Division 1. Elections would be held for vacant Divisions 3 and 5 for division representatives. Directors Cesena (Division 2) and Womack (Division 4) would "stand down" and not run in 2022 because there would be no election for representatives of Division 2 and Division 4 in 2022. Directors Gatchell and Ochylski would serve "at large" until elections are held within their own divisions in 2024. Directors Cesena and Womack could run in 2024 within their own division areas if desired.

Option 2. The District holds elections for Divisions 1, 2 and 4 in 2022. Directors Fourcroy, Cesena and Womack would run against unknown candidates within their divisions and the prevailing candidates would represent those division areas. Director's Gatchell and Ochylski would remain "at large" until 2024 when their terms expire. In 2024, elections would be held for Divisions 3 and 5 for representatives residing within those division areas. Directors Gatchell and Ochylski would need to wait until 2026 to challenge the incumbent within their own division areas if desired.