

**WRITTEN ACTION
OF THE BOARD OF DIRECTORS
OF COMMONWEALTH TERRACE COOPERATIVE (“CTC”)**

The undersigned, being all of the members of the Board of Directors of CTC, a Minnesota cooperative association (the “Cooperative”), do hereby consent to the adoption of and do hereby adopt the following resolutions, effective as of November 13, 2023:

WHEREAS, at its November 11, 2023 Special Meeting, the Board of Directors approved resolutions to exclude nominee Yorkinoy Shermatova from the ballot for election of directors to take place on November 15, 2023 due to the stated term limits in Bylaws Article VI, Section 2;

WHEREAS, it has come to the attention of the Board of Directors that former Director Shermatova was not, in fact, elected by the members in June 2023, but was instead appointed by the Board of Directors to fill a vacancy;

WHEREAS, in accordance with Bylaws Article VI, Section 2, restriction on eligibility and term limits do not apply to non-member elected, replacement directors;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves including former Director Shermatova on the ballot for election at the Special Meeting,

FURTHER RESOLVED, that the Board of Directors hereby approves the absentee mail ballot in the form presented to the Board of Directors and attached hereto as Exhibit A and the in-person ballot for use at the Special Meeting in the form presented to the Board of Directors and attached hereto as Exhibit B.

FURTHER RESOLVED, that this written action may be executed (by manual or electronic signature) in any number of counterparts, and transmitted via facsimile or email, which, when taken together, will constitute one original.

IN WITNESS WHEREOF, the undersigned members of the Board of Directors have executed this written action effective as of the date first written above.

DocuSigned by:
Taiwo Aremu
799FDF950FD9485...

Taiwo Aremu, Director

DocuSigned by:
Mwaso Mnensa
9F8C812E73D941C...

Mwaso Mnensa, Director

EXHIBIT A

OFFICIAL MAIL BALLOT

**SPECIAL MEETING
OF THE
MEMBERS
OF
COMMONWEALTH TERRACE COOPERATIVE (“CTC”)**

All Directors have tendered resignations, effective 5:00 p.m. CST on Wednesday, November 15, 2023. Therefore, no vote will be taken on Item #2 as noticed by CTC in its Notice of Special Meeting, dated Friday, October 27, 2023 (the “Notice”).

VOTE FOR UP TO NINE (9) CANDIDATES:

NOMINATED BY PETITION TO NOMINATING COMMITTEE:
(listed in order of receipt of application)

- | | |
|--------------------------|------------------------------|
| <input type="checkbox"/> | Sultan Uz Zaman |
| <input type="checkbox"/> | Kelsie Becklin |
| <input type="checkbox"/> | Yorkinoy Shermatova |
| <input type="checkbox"/> | Sofia Nikulin |
| <input type="checkbox"/> | Adam Lach |
| <input type="checkbox"/> | Muhammad Tahir |
| <input type="checkbox"/> | Husrev Cilasun |
| <input type="checkbox"/> | Avinash Singh |
| <input type="checkbox"/> | Alexandra Choconta Piraquive |
| <input type="checkbox"/> | Debasmita Paul |
| <input type="checkbox"/> | Frances Chidebere |

VOTING INSTRUCTIONS:

Step 1: Cast your vote for up to nine (9) nominees of your choice. Ballots that cast votes for more than nine (9) nominees will not be counted and will be thrown out. Be sure to clearly mark the box above to designate your vote for the nominee. You may not cast more than one (1) vote per individual nominee.

Step 2: Do not sign the ballot. Place your ballot in the enclosed envelope that is labeled “BALLOT ENCLOSED.”

Step 3: Enclose the Ballot Envelope in the pre-addressed Return Envelope that includes your return address. Print your name and sign the envelope in the space provided below your return address and mail or hand deliver it to CTC’s office located at 1250 Fifield Ave, Falcon Heights, MN 55108.

PLEASE NOTE: In order to be counted, the Return Envelopes must be signed by the member of record at the Unit written on the Return Envelope. Only members of record at the close of business on Thursday, October 26, 2023 are eligible to vote. If more than one adult resides within a Unit, the members together shall have only one (1) vote, and only one (1) adult must sign the Return Envelope representing the household vote. No household may submit more than one mail ballot.

DEADLINE: This ballot must be received by mail or hand delivery to CTC's office prior to 5:00 p.m. CST on Tuesday, November 14, 2023 in order to be counted. The member may also hand deliver the ballot to CTC at the Special Meeting, to take place from 6:00 p.m. to 7:30 p.m. on November 15, 2023.

Any member not voting by mail (other than a member previously represented by mail under a household vote) may attend and vote at the Special Meeting. If a member wishes to revoke its mail ballot, the member must inform CTC in writing or in person at or prior to the Special Meeting of its desire to revoke the mail ballot, in which case, the mail ballot will be returned and the member may submit a new ballot.

VOTE TABULATION AND RESULTS OF VOTES:

Ballot envelopes will be opened and counted following the Special Meeting to be held on Wednesday, November 15, 2023. Results of the vote will be announced by 5:00 p.m. CST on Thursday, November 16, 2023.

The four (4) nominees receiving the most votes will be elected for a term which will begin immediately following the Special Meeting and last until the 2025 annual member meeting, or the earlier resignation, removal or death of the Director. In the event more than four (4) nominees receive an equal number of votes which represent the most votes, the Executive Director will draw from the names of the directors in the category receiving the least number of votes to determine which nominee wins the seat. For example, if one (1) nominee receives 105 votes, two (2) nominees receive 100 votes, and two (2) nominees receive 99 votes, the Executive Director will place the names of the two (2) nominees receiving 99 votes in a hat and draw a name to determine the nominee who wins the seat. The other nominee will win a director seat as described in the next paragraph.

The five (5) nominees receiving the next most votes will be elected for a term which will begin immediately following the Special Meeting and last until the 2024 annual member meeting, or the earlier resignation, removal or death of the Director. In the event multiple nominees receive an equal number of votes, such that more than five (5) nominees receive the next most votes, the Executive Director will once again draw names to determine the five (5) nominees who will be seated as directors.

EXHIBIT B

OFFICIAL BALLOT
SPECIAL MEETING
OF THE
MEMBERS
OF
COMMONWEALTH TERRACE COOPERATIVE (“CTC”)

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(listed in order of receipt of application)

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- Kelsie Becklin
- Yorkinoy Shermatova
- Sofia Nikulin
- Adam Lach
- Muhammad Tahir
- Husrev Cilasun
- Avinash Singh
- Alexandra Choconta Piraquive
- Debasmita Paul
- Frances Chidebere

VOTING INSTRUCTIONS:

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Step 2: Do not sign the ballot. Place your ballot in the enclosed envelope that is labeled “BALLOT ENCLOSED.” Place the Ballot Envelope in the ballot box.

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