

(b.) The stockholders at any regular or special meeting, called legally, may instruct the directors as to what method of apportionment of net profits to follow under the provision of this section, in so far as these provisions confer discretion upon the directors.

(c.) The directors of any association organized without capital stock under this sub-title shall provide annually for the distribution of the net profits, if any, as follows:

(d.) After the expenses of the association have been paid and a proper reserve has been set aside to cover depreciation of the property of the association and for contingent expenses, and to establish a reasonable reserve, the directors subject to the approval of the members, as provided in sub section (e) of this section, may set aside such sums as they deem desirable for capital expenditures. The directors may then set aside not to exceed five per cent of the remaining net profits as an educational fund to be used in teaching cooperation. The directors may then grant a bonus to employees who are in the employ of the association at the time of the apportionment of profits, which bonus shall be based in amount upon the amount of compensation received by said employees during the year at any rate not to exceed the rate of patronage dividends hereinafter described.

The directors shall then distribute all remaining net profits by a uniform dividend to members of the association based in amount upon the value of business conducted by such members with the association; provided that the association may distribute to patrons of the association who are not members bonuses based in amount upon the volume of business transacted by such patrons respectively with the association; provided further that any such dividend to a non-member may be applied to the payment of membership fees or dues for him; and, if so applied, when such fees are fully paid a membership certificate shall be issued to him; provided further that such dividends to a non-member, if it is less than the membership fee, shall be credited to the non-member's account during the first year and the second year, but shall revert to the reserve fund if, after two years, an amount less than the membership fee has accumulated.

(e.) The members at any regular or special meeting, legally called, may instruct the directors concerning the method of apportionment of net profits to follow under the provision of this section, in so far as these provisions confer discretion upon the directors.

1922, ch. 197, sec. 491.

441. a. Any association organized under this sub-title, as agent to sell the products of members, may operate upon a non-profit basis by contracting to pay the members, for products sold by said members to or through the association, the resale price minus a uniform charge to cover the expenses involved in the handling of said products; resale price to be the actual resale price or to be based upon the average price during any period for products of the same type and quality; the uniform charge for expense to be specified in the contract or made otherwise ascertainable or left for determination by directors.