

**NOMINATION COMMITTEE CHARTER
OF
LAKE AREA CORN PROCESSORS, LLC
(The “Company”)**

1. Membership.

The Company’s Board of Managers (the “Board”) shall appoint a nomination committee (the “Committee”) of at least two (2) members, and shall designate one (1) person as chairperson. Each member of the Committee shall satisfy the definition of “independent” as set forth by the NASD Rule 4200(a), as amended, with one exception. A member’s sale of corn to the Company and the sale proceeds received from the Company in connection with these sales, while it may preclude a member from being deemed “independent,” as defined, it shall not disqualify a member from serving on the Committee.

2. Meetings.

The Committee shall meet as often as may be deemed necessary or appropriate in its judgment, either in person or telephonically, and at such times and places as the Committee shall determine, such meetings to be called either by the chairperson or at least two (2) other members of the Committee. The Committee shall make regular reports to the Board with respect to its activities. The Committee may adopt rules for its meetings and activities. In the absence of any such rules, Committee actions shall be governed by the Company’s Operating Agreement and applicable law. In all cases, a quorum of the Committee shall be a majority of the persons then serving as members of the Committee. Minutes shall be regularly kept of the Committee’s proceedings, by a person appointed by the Committee to do so.

3. Authority.

The Committee has the authority to take appropriate action necessary to discharge its responsibilities. Such authority includes but is not limited to the power to:

- i) Retain outside counsel, advisors, consultants, or others to assist in the performance of its functions.
- ii) Seek any information it requires from employees or third parties.
- iii) Meet with the Company officers or outside counsel, as necessary.

4. Purposes, duties, and responsibilities.

The Committee's purpose is to determine the slate of nominees for election to the Company's Board and to identify and recommend candidates to fill vacancies occurring between annual member meetings.

The principal duties and responsibilities of the Committee are as follows:

- i) Develop a nomination process for candidates for the Board.
- ii) Establish criteria and qualifications for Board membership. These criteria and qualifications shall include, among other things:
 - The highest ethical standards and integrity;
 - A willingness to act on and be accountable for Board decisions;
 - An ability to provide wise, informed, and thoughtful advice to management and the Board on a range of issues;
 - A sense of loyalty and commitment to drive the success of the Company;
 - A background that provides a portfolio of experience and knowledge commensurate with the Company's needs and industry in which it is involved.
- iii) Identify and consider candidates, including those recommended by members and others, to fill positions on the Board, and assess the contributions of incumbent Board members in determining whether to recommend them for reelection to the Board.
- iv) Recommend to the Board candidates for election or reelection each annual meeting of members.
- v) As the need arises to fill vacancies, actively seek individuals qualified to become Board members for recommendation to the Board.
- vi) Regularly review and make recommendations about changes to this charter of the Committee.

