

December 6, 2022

***Bylaws Review Committee:***

Austin Abraham, Paula Lampton, Bill Proctor

***Major proposed revisions:***

1. Section I.E: ADD reference to the Annotated Code up front so other references can be simplified to Annotated Code Section No. only.
2. Multiple Sections: ADD Annotated Code Section no.'s where applicable authority is drawn from the Annotated Code.
3. Section IV.D: ADD ability to remove an officer from his/her elected office by an affirmative vote of at least 5 trustees.
4. Section V.A.4: ADD the Chairperson may appoint liaisons to the Foundation Board as may be permitted by the bylaws of the Foundation. (This has always been our practice).
5. Section VII.B: CONFIRM 5 votes required to remove an officer.
6. Section VII.C: REVISE to permit attendance by any number of trustees by electronic means when attendance in person is not possible. Eliminates the requirement that at least 3 trustees attend in person and replaces the temporary amendment dated March 17, 2020 allowing attendance by electronic means during the COVID-19 pandemic.
7. Section VIII.A.3: DELETE language regarding the Annotated Code authority to adopt a corporate seal which would have been more relevant when the Board was first founded. The authority still exists regardless of if this language is in the bylaws
8. Section VIII.E.2: REVISE to clarify the Board is not required to request legal services through the President.