Notable proposals by bylaws committee in second half of bylaws (bolded are particularly noted):

1. **§12.1 Membership of Board of Directors (Board of Directors)**

**Membership of the Board – eliminated ex-officio board members, leaving only elected members;**

**Board members** must be regular members. May not transfer to another category and remain board member

1. **§12.4 Compensation**

**Retained no compensation provision but provided exceptions for directors providing services through a non-service capacity**

Note: the committee views any reimbursements or waiving of fees not to be considered compensation for the purposes of this provision.

1. §12.7 Powers of Board of Directors

Added procedure for membership to overrule board decision

* 1. **§12.7(f) Increased finance amount requiring membership amount to over $1,000,000.**
	2. §12.7 Removed credit facility membership approval provision.
	3. **§12.7 Removed automatic formation of Executive Committee. May be created each year as ad hoc.**
	4. §12.8(l) Added provision allowing Board to interpret bylaws.
	5. §12.12 Allows for removal of director(s) by membership.
1. §13.1 Nominating Committee (Election of Directors)

Changed Membership Committee composition from 6 to a minimum of 6 members

1. In multiple sections, updated language to allow for electronic voting procedures.
2. §14.1 Principal Officers (Officers)

Secretary or Treasurer may be appointed from all membership, not limited to Regular or Social

1. **§15.2(a) Standing Committees – Membership Committee (Committees)**

**Changed Membership composition from requiring 6 members to a minimum of 6 members**

1. §15.2(c) Standing Committees – Structures Committee (Committees)

Opened chair of Structures Committee to all members, not limited to Social or Regular; also, allowed chair to serve on board while serving as committee chair

1. §15.2(d) Standing Committees – Employee Comp Committee (Committees)

Opened chair of Employee Comp & Benefits Committee to all members, not limited to Social or Regular; Retained requirement that chair may not serve as board member

1. **§17.2 Voting to Authorize (Sale, Mortgage, etc. of Real Property)**

**Added the necessity to call for special meeting; also, added for allowance for vote of all voting membership with approval by majority of returned ballots**

1. §18.2 No Gratuities (Prohibited Activities)

Made no change to Gratuities provision

1. §20.1 Distribution Upon Liquidation (Liquidation)

Removed references to certificate holders

1. §21.3 Errata (Amendments)

Allows board to correct simple mistakes

1. §21.3 Legal Compliance (Amendments)

Allows board to update to comply with law