OCC Bylaws change notice to the board – June 6, 2025

1. Remove Certificates Articles – Art 5
2. (old §12.2) Board composition – elected only - Removal of ex-officio members of board
3. changed §12.4 (Compensation) – allows brd more flexibility to allow reimbursements
   1. allows director/contractors to provide services
4. §12.7 – powers of the brd
   1. Allows membership to overrule brd – any be useful in getting financial limit increased
   2. (a) removes language of officers – believed not necessary
   3. (b) updated compensation with new language
   4. (f) 1 million for new projects
   5. (old h) Remove credit facility provision
   6. (j) Changed disciplinary language for more flexibility
   7. Added (j) – to allow brd to interpret bylaws (membership can still overrule
   8. (j) Pronouns part is here b/c no better place to put it
5. 12.9 Action w/o mtg & 12.10 electronic participation – updated
6. Notice – allow electronic notice
7. 12.2 allow membership to remove director or brd (based on statutory language
8. 13.1 changed nominations to “not less than three candidates” from 6
9. Minor changes to election language to update for electronic voting
10. Committees Art 15
    1. 15.2 Membership – min of 6, now fixed at 6 – **should we say max of 7 or 8?**
    2. As directed by current brd, Structures chair can be on brd, retain nonbrd Emply Comp
11. Mem meetings
    1. Shall we drop quorum requirement since have less voting members
    2. Note: no longer restrictions on who may attend voting meetings (old Art 3, sec 1)
12. Art 17 Sale/Mrtg prop – slightly easier in the acceptances requires majority of *returned* ballots
13. 18.2 gratuities – recommended no change