**Summary of changes to the bylaws proposal made by Board at June 9, 2025 meeting:**

Section 12.7 Powers of Board of Directors.

Current:

No such provision

Former proposal:

Notwithstanding such powers as follows, the membership may overrule any decision of the board by action at an Annual or Special Meetings as provided sections 16.1 and 16.2, respectively, of these bylaws.

Revised:

Notwithstanding such powers as follows, the membership may overrule any decision of the board by approval of not less than two-thirds vote at an Annual or Special Meetings as provided sections 16.1 and 16.2, respectively, of these bylaws.

§12.12 Removal of a Director by Membership.

Current:

No such provision except as to board member appointed to fill elected board members spot:

Appointed “subject to the right of the voting membership to displace such appointee at any subsequent meeting of the voting membership.” Art.7, §6.

Former proposal:

The members may remove one or more directors elected by them without cause. A director may be removed only if the number of votes cast to remove the director would be sufficient to elect the director at a meeting to elect directors. A director elected by members may be removed by the members only at a meeting called for the purpose of removing the director and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the director. The entire board of directors may be removed pursuant to this section.

Revised:

A director may be removed by two-thirds of voting members present at a special meeting called for the purpose of removing the director, provided quorum is obtained. The meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the director. The entire board may be removed pursuant to this section.

§13.1 Nominating Committee

Current:

the names of at least six (6) candidates

Former proposal:

“the names of candidates in a number as set by the board, but not less than three (3) candidates,”

Revised:

“the names of candidates in a number as set by the board, but not less than four (4) candidates”

§ 16,1 Annual Meetings

Current:

Only voting members may “attend voting membership meetings” Art.3, §1

Former proposal:

No restriction (board may set)

Revised:

Added to end of section: “Only voting members and guests invited by the board may attend.”

§ 16,2 Special Meetings

Current:

Only voting members may “attend voting membership meetings” Art.3, §1

Former proposal:

No restriction (board may set)

Revised:

Added to end of section: “Only voting members and guests invited by the board may attend.”

Note: Board directed all Membership Certificate provisions and mentions be removed from each of the proposals (Part I and Part II).