



## **BY-LAW CHANGE**

This by-law change was adopted by unanimous vote on December 6, 2007. It provides for electronic voting on issues that arise between regularly scheduled meetings that needs immediate attention.

### **Original Versions of Article Three**

#### **Section 3.13– Action Without Meeting**

If a matter shall arise concerning the Corporation and requiring action of the Governing Board and it is impracticable to wait the convening of a regular meeting or special meeting, the matter may be submitted in writing to each member entitled to vote thereon for consideration. The notice of the proposal shall be specify a deadline for voting on the matter submitted not less than ten days from the date of notice. If approved in writing by a majority of the members of the Governing Board, or the required number of votes that may be elsewhere specified in the these by-laws, the action so approved shall be considered valid the same as though approved at a formal meeting of the Board.

### **New Version**

#### **Section 3.13– Action Without Meeting**

If a matter of immediate and critical need shall arise requiring action of the Governing Board and it is impracticable to wait to convene a regular or special meeting, the matter may be submitted electronically to each member entitled to vote thereon for consideration upon approval of not less than three Executive Committee members. The notice of proposal shall specify a deadline for voting on the matter submitted not less than 7 days from the date of notice. If approved by a majority of the members of the Governing Board, or the required number of votes that may be elsewhere specific in these by-laws, the action so approved shall be considered the same as though approved at a formal meeting.