

AMENDED AND RESTATED BYLAWS
OF
CHARLOTTE SWIM ASSOCIATION, INC.,
a North Carolina not-for-profit corporation (the “Corporation” or “Club”)

ARTICLE I
CLUB AND SWIM TEAM

The Club shall oversee all of the operations and activities of the swim team known as the Charlotte Swim Association, Inc. Charlotte Swim Association, Inc. is doing business as Team Charlotte Swimming, but may also be referred to as TEAM or TCS (the “Team”). The Team is a standing member of United States Swimming and North Carolina Swimming, also referred to as USS and NCS respectively.

ARTICLE II
PURPOSE

The purpose of the Corporation is to promote and develop swimming for the benefit of swimmers of all races and abilities in accordance with the standards and under the rules prescribed by the Federation Internationale de Natation Amateur (FINA), United States Swimming, Inc. (USS) and North Carolina Swimming, Inc. (NCS).

No part of the net earnings of the Corporation will benefit its officers, or other private persons, except that the Corporation will be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

Notwithstanding any other provisions of these Bylaws, the Corporation will not carry on any other activities not permitted to be carried on by an association exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE III
OFFICES

Section 1. Principal Office.

The principal office of the Corporation will be located at 128-A N. McDowell Street, Charlotte, in the State of North Carolina.

Section 2. Registered Office.

The registered office of the Corporation required by the North Carolina Nonprofit Corporation Act (the “Act”) to be maintained in the State of North Carolina may be, but need not be, identical with the principal office of the Corporation, and the address of the registered office may be changed from time to time as provided in the Act.

Section 3. Other Offices.

The Corporation may have offices at such other places, either within or outside the State of North Carolina, as the President may determine or as the affairs of the Corporation may require from time to time.

ARTICLE IV

CLUB MEMBERSHIP, DUES, FEES AND MEETINGS

Section 1. Eligibility.

Membership in the Swim Club shall include parents or guardians in good standing in the Association.

Section 2. Staff.

The Coaching Staff shall be ex-officio members of the Club.

Section 3. Dues and Fundraising.

The team dues and fundraising assessments shall be determined by the Board of Directors on an annual basis. These funds shall be determined based on the team's anticipated financial needs, including coaching costs and pool rental, for the coming fiscal year. Financial obligation of membership is for the full annual dues and assessment. Fundraising is a compulsory obligation of each team member. All monies are non-refundable. Volunteer work at TCS hosted meets is not considered fundraising.

Section 4. Registration Fee.

A non-refundable registration fee per team member shall be paid at the time of registration, including Alumni swimmers seeking to practice or swim with the club, at any time throughout the season.

Section 5. Policy.

The Board shall establish a schedule for the payment of fees and notify the membership in writing or by electronic means (email, etc.).

Section 6. Termination of Membership.

Any membership may be terminated by a two-thirds vote of the Board of Directors after notice and opportunity for a hearing. Memberships may be terminated for conduct unbecoming a member, conduct prejudicial to the objectives of the team or non-payment of financial obligation that is at least 90 days past due.

Section 7. General Membership Meetings.

The Swim Club shall meet in Fall and in Spring. Members shall be notified of times and places by the Board of Directors at least ten (10) days prior to the meeting date. A single majority vote of the members present shall be sufficient for any motion that is in order.

Meetings may be held in person, or electronically via telephone conference, videoconference or email.

Section 8. Additional Meetings.

Additional meetings may be called by the President, as necessary.

ARTICLE V
BOARD OF DIRECTORS

Section 1. Powers and Number.

The property, affairs, and activities of the Corporation will be managed by the Board of Directors. The number of Directors constituting the Board of Directors will be five (5) who shall be voting members of the Board, and may be increased or decreased from time to time by a majority vote of the entire Board of Directors. Voting members of the Board shall include the President, any Vice-President, the Secretary and the Treasurer. The Board shall also include the Head Coach and the Past President, who shall be non-voting members of the Board.

Without limiting the foregoing, the Board of Directors will be responsible for the prudent sale, exchange, investment and reinvestment of the assets of the Corporation. The Board may delegate its authority to the officers and employees of the Corporation; provided, however, that any delegation of authority concerning a Significant Decision (as hereinafter defined) will require the approval of a majority of the Board of Directors as provided in Article VI, Section 3 of these Bylaws. A member of the Board of Directors will not be liable for any diminution in value of or losses occasioned by any investment made, provided such director acts in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner he or she reasonably believes to be in the best interests of the Corporation in making such investment.

For purposes of these Bylaws, the term “Significant Decision” will mean any of the following:

- a) The filling of vacancies on the Board of Directors or on a committee;
- b) The amendment or repeal of these Bylaws or the adoption of new bylaws;
- c) The amendment or repeal of any resolution of the Board of Directors which by its terms will not be so amendable or repealable;
- d) The fixing of compensation of the Directors for serving on the Board of Directors or any committee;
- e) The recommendation or approval of the dissolution or merger of the Corporation or the sale, pledge, or transfer of all or substantially all of the Corporation’s assets.

Section 2. Duties of the Board of Directors.

The Board of Directors shall have full power to make and amend any rules and regulations pertaining to the operation of the Team, and shall have responsibility for the entire management of the affairs of the Team, except as otherwise provided herein. Without limiting to generality of the foregoing, the Board of Directors shall have authority to fix fees, dues and charges for all members of the Team and to revise the same as deemed necessary. The budget for the forthcoming year shall be available and presented to the general membership at the first general membership meeting of the short course season.

Section 3. Election and Term of Office.

The initial Board of Directors will consist of those persons selected by the President, who acts as the Chairman of the Board of the Corporation, and who will serve for a one-year (1) term. Thereafter, each Director will be elected to hold office for a term of one-year (1) term and until his or her successor is duly elected and qualified.

Directors will be nominated by the Chairman of the Board of the Corporation and elected by a majority vote of the Board of Directors according to the provisions of Article V, Section 3 of these Bylaws, at the annual meeting or at a special meeting held for that purpose.

Section 4. Board of Directors Nominating Procedures.

The nominations for Directors will be made by the President or by a nominating committee, if a nominating committee has been created by the Board of Directors.

Section 5. Newly Created Directorships and Vacancies.

Newly created directorships and vacancies on the Board shall be filled by the Board of Directors by a single majority vote of the Directors then in office pursuant to the requirements of Article V, Section 3. Any Director elected to fill an unexpired term (whether resulting from the death, resignation, or removal or created by an increase in the number of Directors) will hold office until the expiration of such term.

Section 6. Resignations.

Any Director may resign from office at any time. Such resignation will be made in writing and will take effect upon receipt by the President unless a time is specified therein. The acceptance of a resignation by the Board of Directors will not be necessary to make it effective but no resignation will discharge any accrued obligation or duty of a Director.

Section 7. Removal.

A member of the Board of Directors shall immediately be excused from the duties as a Director if:

- a) Such Director is absent from three (3) consecutive regular meetings of the Board of Directors, unless confirmed by illness or otherwise excused by a single majority vote.
- b) Such Director conducts a material breach of any of the following: Article XIV, Section 2, Article XIV, Section 3 and Article XIV, Section 4 in the Bylaws.
- c) Such Director demonstrates conduct unbecoming an officer of the club, for improper conduct towards any other Board member or member of the general membership. Improper conduct to include, but is not limited to: fraud, misappropriation of funds, repeatedly (two strikes) of being disrespectful towards other members, coaches and/or athlete's, disclosure of any confidential information, disclosure of sensitive discussions in Board meetings, etc.

Prior to any disciplinary actions being taken, a simple majority vote by the Board of Directors will be required

Section 8. Compensation.

Beginning with the 2016-2017 term, Members of the Board of Directors shall receive a membership fee credit for one swimmer in exchange for their service to the Team. The positions of President, Vice-President and Treasurer will receive a credit covering 100% of the annual membership fee, while the other members of the Board of Directors will receive a credit covering 50% of the annual membership fee.

ARTICLE VI
BOARD OF DIRECTOR MEETINGS

Section 1. Meetings.

- a) The Board of Directors may hold their meetings at such place or places within or outside the State of North Carolina as the Board of Directors may from time to time determine.
- b) The annual meeting of the Board of Directors will be held in the third quarter of each calendar year.
- c) Regular meetings of the Board of Directors will be held every three months with the option to call a meeting as otherwise directed by the Board of Directors and no notice of such regular meeting need be given.
- d) Special meetings of the Board of Directors may be held at any time and place upon the call of the Secretary, at the request of the President, or as determined by resolution duly adopted by the Board of Directors. Notice of the time, place and purpose of every special meeting of the Board of Directors will be given to each Director at least ten (10) days before the meeting unless otherwise required by law or these Bylaws.
- e) The attendance by a Director at a meeting will constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- f) A Director who is present at a meeting of the Board of Directors at which action on any corporate matter is taken will be presumed to have assented to the action taken unless his or her contrary vote is recorded or dissent is otherwise entered into the minutes of the meeting or unless he or she files a written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof. Such right of dissent will not apply to a Director who voted in favor of an action.
- g) Directors may participate in any meeting of the Board by use of any means of communication by which all Directors participating may hear each other simultaneously during the meeting. A Director participating in a meeting in this manner will be deemed to be present in person at the meeting.

Section 2. Notice.

Any notice required or permitted to be given pursuant to these Bylaws will be given by telephone, written notice delivered personally or sent by mail, or notice sent electronically to each member of the Board of Directors at his or her address as shown by the records of the Corporation. Neither the business to be

transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice, unless specifically required by these Bylaws.

Section 3. Quorum and Voting.

Three voting members of the Board of Directors will constitute a quorum for the transaction of any business at any meeting of the Board of Directors. Except as otherwise provided by law or by these Bylaws, at any meeting of the Board of Directors at which a quorum is present, the affirmative vote of a majority of the Directors present at the time of the vote will be the act of the Board of Directors. If at any meeting of the Board of Directors there will be less than a quorum present, the Directors present may adjourn the meeting until a quorum is obtained.

Section 4. Action by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors or by a committee thereof may be taken without a meeting if all members of the Board of Directors or the committee consent in writing (which may include electronic mail) to the adoption of a resolution authorizing the action. The resolution and the written consents will be filed with the minutes of the proceedings of the Board of Directors or such committee. Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of the Board of Directors or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means will constitute presence in person at a meeting.

**ARTICLE VII
COMMITTEES**

Section 1. Appointment and Authority.

The President, by and with the approval of the Board of Directors, shall appoint all additional committees and committee chairpersons not defined within the Bylaws. Committee appointments shall be at the will and pleasure of the President and in no event exceed the term of the appointing President. It will be the function of the Committee to make investigations, conduct studies and make recommendations to the Board and to carry on such activities as may be delegated to them by the Board.

Section 2. Limitation of Authority.

No action by any member committee, coach, director, or officer shall be binding upon, or constitute an expression of, the policy of the team until it shall have been approved or ratified by the Board.

Committees shall be discharged by the President when their work has been completed and their reports accepted, or when, in the opinion of the Board, it is deemed wise to discontinue the committee.

**ARTICLE VIII
OFFICERS**

Section 1. Officers of the Corporation.

The officers of the Corporation will consist of a President, one or more Vice Presidents, a Secretary, a Treasurer and other officers and assistant officers as the Board of Directors may from time to time elect. Any two or more offices may be held by the same person (except the offices of Secretary and Treasurer), but no officer may act in more than one capacity where action of two or more officers is required.

Section 2. Election and Term of Office.

The officers of the Corporation will be elected annually by the Board of Directors and each officer will hold office for one year or until his successor will have been elected and qualified. A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term

Section 3. Compensation of Officers.

The compensation of all officers of the Corporation shall be as set forth in Article V, Section 8, unless otherwise agreed to by the Board of Directors. A person holding more than one office may not receive compensation for each such office unless such aggregate compensation is authorized by the Board of Directors.

Section 4. Removal.

Any officer of the Corporation may be removed by a vote of the majority of the Board of Directors of the Corporation with or without cause.

Section 5. Vacancies.

In case of any vacancy in any office, a successor to fill the unexpired portion of the term may be elected by the Board of Directors.

Section 6. President.

The President will be the principal executive officer of the Corporation and will serve as Chairman of the Board of Directors. He or she will preside at meetings of the Board of Directors. He or she will sign, with the Secretary or any other proper officer of the Corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof will be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation, or will be required by law to be otherwise signed or executed. The President will perform such other duties as from time to time may be assigned to him or her by the Board of Directors, such as:

- a) Hiring of Head Coach.
- b) Maintain Club organizational documents, including the Bylaws, and Policies and Procedures Manual.
- c) Make Interim appointments as needed with the approval of the Board.
- d) Sign checks in accordance with corporate policy.
- e) Serve as an ex-official member of all committees.

- f) Call special meetings when necessary.
- g) Create and/or maintain documentation providing information and instruction on carrying out the duties and responsibilities of the Office. Documentation should include time lines, contact lists, etc. This file is to be transferred to the Officer-elect when the next Board is seated.

Section 7. Vice President.

In the absence of the President or in the event of his death, inability or refusal to act, the Vice President, unless otherwise determined by the Board of Directors, will perform the duties of the President and when so acting will have all of the powers of and be subject to all the restrictions upon the President. The Vice President will perform such other duties as from time to time may be assigned to him by the Board of Directors. Among other things, the Vice President shall conduct annual performance evaluation of Head Coach and preside over:

- a) Disciplinary and/or employment issues regarding Head Coach.
- b) Investigation and action with regard of breaches of Harassment Policy.
- c) Investigation and action with regard to breaches of Anti-Discrimination Policy.
- d) Create and/or maintain documentation providing information and instruction on carrying out the duties and responsibilities of the Office. Documentation should include time lines, contact lists, etc. This file is to be transferred to the Officer-elect when the next Board is seated.
- e) Sign checks in accordance with corporate policy

Section 8. Secretary: Powers and Duties.

The Secretary will act as secretary of the Board of Directors, will keep the minutes of all meetings of the Board and any committee thereof, and will maintain the corporate records of the Corporation. The Secretary will attend to the giving and serving of all notices of the Corporation and will perform such other duties as will from time to time be assigned to him or her by the Board of Directors. The Secretary will have such other powers and duties as may be assigned to him or her by the Board of Directors such as:

- a) Schedule Club and Board meetings, to include time, place and notifications.
- b) Record the minutes of all Proceedings of the Board and Membership Meetings.
- c) Lead the Board in an annual review of organizational documents, and annual self-evaluation.

Section 9. Treasurer: Powers and Duties.

The Treasurer will (a) be responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such depositories as will be selected in accordance with these Bylaws; and (b) Perform all of the duties incident to the office of treasurer and such other duties as from

time to time may be assigned to him or her by the President or by the Board of Directors, or by these Bylaws, such as:

- i) Present a year-end financial report and a proposed budget to the general membership at the meeting held in September.
- ii) Ensure Club checkbook and bookkeeping is current.
- iii) File annual tax statements as appropriate for an Exempt Organization.
- iv) Make monthly report to the Board.
- v) Collect all dues, depositing them in the proper Team account and Issue statements of account to each member family.
- vi) Be Chairperson of the Finance Committee, if such committee is installed and exists.

ARTICLE IX COMMITTEES

Section 1. Appointment and Authority.

The President, by and with the approval of the Board of Directors, shall appoint all additional committees and committee chairpersons not defined within the Bylaws. Committee appointments shall be at the will and pleasure of the President and in no event exceed the term of the appointing President. It will be the function of the Committee to make investigations, conduct studies and make recommendations to the Board and to carry on such activities as may be delegated to them by the Board.

Section 2. Limitation of Authority.

No action by any member committee, coach, director, or officer shall be binding upon, or constitute an expression of, the policy of the Team until it shall have been approved or ratified by the Board.

Committees shall be discharged by the President when their work has been completed and their reports accepted, or when, in the opinion of the Board, it is deemed wise to discontinue the committee.

ARTICLE X CONTRACTS, CHECKS, BANK ACCOUNTS, AND INVESTMENTS

Section 1. Checks, Loans and Contracts.

All checks, drafts or other orders for the payment of money, issued in the name of the Corporation, will be signed by such officers of the Corporation and in such manner as the Board of Directors will determine from time to time by resolution. In the absence of such a resolution, the President of the Corporation is authorized to sign such instruments.

No loans will be contracted on behalf of the Corporation and no evidences of indebtedness will be issued in its name unless authorized by a resolution of the Board of Directors.

The Board of Directors may authorize any officer to enter into any contract or to execute and deliver any instrument in the name and on behalf of the Corporation.

Section 2. Investments.

The funds of the Corporation may be kept wholly or partly in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, or stocks, bonds or other securities, as the Board of Directors in its discretion may deem desirable, without regard to the limitations, if any, now imposed or which may hereafter be imposed by law regarding such investments, and which are permitted by entities exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Section 3. Deposits.

All funds of the Corporation not otherwise employed will be deposited from time to time to the credit of the Corporation in such depositories as the President will select.

Section 4. Gifts.

The Board of Directors may accept, on behalf of the Corporation, any contribution, gift, bequest or devise for the general purpose or any special purpose of the Corporation.

**ARTICLE XI
BOOKS AND RECORDS**

The Corporation will keep correct and complete books and records at its principal office including financial records, a minute book which will contain a copy of the Certificate of Incorporation, a copy of these Bylaws, and all minutes of the meetings of the Board of Directors, and records of any action taken by the Corporation authorized by the Board without a meeting or by a duly constituted committee authorized by the Board.

**ARTICLE XII
FISCAL YEAR**

The fiscal year of the Corporation will be September 1 through August 31 (or such other fiscal year as determined from time to time by a majority vote of the Board of Directors).

**ARTICLE XIII
RISK MANAGEMENT**

Section 1. Indemnification.

Any person who at any time serves or has served as a trustee, officer, employee or agent of the Corporation, or in such capacity at the request of the Corporation for any other corporation, partnership, joint venture, trust or other enterprise, will have a right to be indemnified by the Corporation to the fullest extent permitted by law against (a) reasonable expenses, including attorneys' fees, actually and necessarily incurred by him or her in connection with any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, and whether or not brought by or on behalf of the Corporation, seeking to hold him or her liable by reason of the fact that he or she is or was acting in such capacity, and

(b) reasonable payments made by him or her in satisfaction of any judgment, money decree, fine, penalty or settlement for which he or her may have become liable in any such action, suit or proceeding.

The Board of Directors of the Corporation will take all such action as may be necessary and appropriate to authorize the Corporation to pay the indemnification required by this bylaw, including without limitation, to the extent needed, making a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due him or her.

Expenses incurred in defending a civil or criminal action, suit or proceeding will be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, upon receipt of an undertaking by or on behalf of the trustee, officer, employee or agent to repay such amount if it will ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this bylaw; provided, however, that the Board of Directors will not be required to advance expenses pursuant to this paragraph if it determines that a person is not entitled to be indemnified by the Corporation.

Any person who at any time after the adoption of this bylaw serves or has served in any of the aforesaid capacities for or on behalf of the Corporation will be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. Such right will inure to the benefit of the legal representatives of any such person and will not be exclusive of any other rights to which such person may be entitled apart from the provision of this bylaw.

In addition to the foregoing, the Board of Directors will have the power to purchase insurance on behalf of any person who is or was a trustee, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability.

Section 2. Insurance.

The Board of Directors will conduct an annual review of risk and insurance needs and requirements and act accordingly. The Club will carry insurance at its expense to include, but is not limited to:

- a) The Club will maintain Directors and Officers Insurance.
- b) The Club will maintain Workman's Compensation Insurance.

Section 3. Financial Oversight.

- a) The Club will divide duties so that no individual has responsibility for all aspects of the Clubs finances.
- b) An annual audit of the Club finances will be conducted.

Section 4. Conflict of Interest.

All Club members of the Board of Directors and Club Staff members must review and sign a Statement of Principles of Ethical Behavior and Conflict of Interest within one month of the date seated in office or hire date, and then annually within the first month of the Club's fiscal year.

ARTICLE XIV
CLUB POLICIES

Section 1. Policies.

The Club shall be governed by the policies set forth in the Bylaws and by the policies and procedures established by TEAM Board of Directors. The Club will maintain a Policy and Procedures manual. The Recording Secretary will have responsibility for leading an annual review of the manual and maintaining the manuals currency.

Section 2. Policy of Equal Membership and Employment Opportunity.

It is the policy of the Club to provide equal membership and employment opportunities to all members and prospective members, and employees and applicants for employment, respectively. The Club prohibits any discrimination against any member, prospective member, employee or applicant on the basis of race, sex, creed, color, religion, national or ethnic origin, citizenship status, political affiliation, age, disability, marital status or family responsibilities or sexual orientation. This prohibition of discrimination includes all decisions affecting membership, hiring, promotion, termination, compensation or benefits.

Section 3. Anti-Discrimination Policy.

Any athlete, member or employee who believes that he/she has been the victim of discrimination, harassment, or offensive communications related to race, creed, color, religion, national or ethnic origin, citizenship status, political affiliation, age, disability, marital status or family responsibility or sexual orientation should report the matter at once to the Club Vice-President. The Vice-President will conduct (or have conducted) a prompt investigation of all such complaints, which will be conducted in a confidential manner as is possible. If the complaint concerns the Vice-President, an athlete, member or employee may contact the Club President. There will be no retaliation or reprisal against any athlete, member or employee for making such report or for filing any discrimination charge with any federal, state or local agency.

Any athlete, member, Officer or employee who is found, after appropriate investigation, to have violated any of the Club's Anti-Discrimination Policies will be subject to appropriate disciplinary action. Severe or repeated violations of these policies may result in expulsion from the Club or termination of employment, as appropriate.

Section 4. Sexual Harassment Policy.

Each athlete, member, employee and Officer has a responsibility to maintain an environment free of any form of harassment, including sexual harassment. No athlete, member, employee or Officer is to threaten or insinuate, either explicitly or implicitly, that a person's refusal to submit to sexual advances will adversely affect his or her opportunities as an athlete, member, or employment or career advancement. In addition, no member of the coaching staff or Board of Directors is to favor in any way an applicant or employee because that person has performed or shown a willingness to perform sexual favors for that person. Other

sexually harassing conduct whether by athletes, members, employees or Board of Directors personnel, is also prohibited. Such conduct includes any abusive or degrading verbal or physical conduct or contact of an offensive nature, and any conduct that has the purpose or effect of interfering with any athlete's training or employee's work performance or creating an intimidating, hostile, or offensive work environment.

ARTICLE XV

AMENDMENTS

These Bylaws may be amended or repealed by the affirmative vote of a majority of the entire Board of Directors at any meeting of the Board of Directors. Notice of any meeting of the Board at which an amendment is to be voted upon will be given no later than one week before the meeting and will state that the purpose of the meeting is to consider a proposed amendment to the Bylaws. A copy or summary of the proposed amendment will accompany the notice provided.

Approved by the Board of Directors on _____ day of September, 2015

President _____

Vice President _____

Vice President _____

Secretary _____

Treasurer _____