

## **Bylaw Amendments Proposal #2**

Proposed: September 10, 2017

Approved: September 24, 2017

### **Terms Limits for Board Members:**

**Issue:** Board members are not allowed to serve in the same position consecutively. This prevents qualified people from continuing to serve in their positions even if the board agrees.

**Solution:** Amend bylaw "3.11. Nomination, Election, and Term of Company Officers and Parental Representative (2) Term; Vacancies" to remove the wording that prevents members from serving consecutive terms.

1. Current Bylaw: 3.11. Nomination, Election, and Term of Company Officers and Parental Representative (2) Term; Vacancies. Each Officer and Parental Representative shall hold office for a term of two (2) years and thereafter until his or her successor is elected and qualified. Any vacancy occurring prior to the expiration of a term shall be filled by such person as shall be elected by the members of the Board of Directors. An Officer or Parental Representative so elected to fill a vacancy shall hold office for the unexpired term of his or her predecessor in office. Officers and Parental Representatives are not permitted to serve consecutive terms in the same office; a one (1) year period must elapse following an Officer's or Parental Representative's two (2) year term prior to becoming eligible for nomination and election for the same office. For example, at the end of his two (2) year term on December 31, 2015, the President of the Company must wait until January 1, 2017 to seek nomination and election as President of the Company. Proposed Bylaw Change: Each Officer and Parental Representative shall hold office for a term of two (2) years and thereafter until his or her successor is elected and qualified. Any vacancy occurring prior to the expiration of a term shall be filled by such person as shall be elected by the members of the Board of Directors. An Officer or Parental Representative so elected to fill a vacancy shall hold office for the unexpired term of his or her predecessor in office.