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## UPDATING ARTICLE VIII: BOARD OF DIRECTORS' MEETINGS

### MOTION: TO AMEND ARTICLE VIII, SECTION 1 AS FOLLOWS

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#### EXISTING BYLAW

##### Article VIII, Section 1

The Board of Directors shall meet at least bimonthly, and more often if necessary. Meetings will be called by the president or by someone delegated by the president. A quorum shall be fifty percent of the members of the Board. Each director shall have one vote. Decisions shall be made by a majority vote. Any Co-op member in attendance may vote and shall have one vote. In the case that a vote is against that of a majority of directors present, the matter shall be referred to the next Board meeting for decision. In the case that the decision is against the majority of the Board present at that second meeting, the matter shall be referred to a meeting of the general membership for decision.

#### PROPOSED BYLAW

##### Article VIII, Section 1

The Board of Directors shall meet at least bimonthly, and more often if necessary. Meetings will be called by the president or by someone delegated by the president. A quorum shall be fifty percent of the members of the Board. Each director shall have one vote. Any Co-op member present and in good standing may vote and shall have one vote. Decisions shall be made by a majority vote. **In the case that the combined vote of members and Directors is against that of the majority of Directors present, the matter shall not be considered decided and shall be referred to the next Board meeting for decision. In the case that the combined vote is against the majority of the Board present at that second meeting, the matter remains undecided and shall be referred to a meeting of the general membership for decision.**

#### VOTING NO

Voting NO means the current Bylaw Article VIII, Section 1 will remain.

#### VOTING YES

Voting YES means the amended Bylaw will be accepted as proposed.

#### ***WHY IS THE BOARD REQUESTING THIS CHANGE?***

The Board believes that only members in good standing, meaning being current on their payment plan towards an equity share (including paid in full or having a need-based deferred payment plan), should have control over the governance of the Co-op. We have also included a clarification about how the voting is conducted at Board meetings.