



PROPOSAL TO AMEND THE BY-LAWS

The Board proposes that the by-laws be amended as follows.

§ 6. Board of Directors

<u>Current wording</u>	<u>Proposed wording</u>
<p>The Board of Directors of the Club shall consist of a President, three to seven regular Board members and at most four deputy Board members. The Board itself shall appoint a Vice President, Secretary, Treasurer and remaining positions deemed necessary by the Board. In the event a Board member is prevented from serving, a deputy Board member takes his or her place on that occasion. In the case the President must step down from his/her duty prior to the expiration of the term, the Vice President takes over the position until the following Annual Meeting. In the event that the Vice President would also have to step down prior to the expiration of his/her term, an Extraordinary Meeting would take place to elect a new President until the following Annual Meeting. In the event a regular member of the Board steps down from the Board prior to the expiration of the term, a deputy Board member would assume the position vacated.</p>	<p>The Board of Directors of the Club shall consist of a President, three to <i>nine</i> regular Board members and at most <i>five</i> deputy Board members. The Board itself shall appoint a Vice President, Secretary, Treasurer and remaining positions deemed necessary by the Board. In the event a Board member is prevented from serving, a deputy Board member takes his or her place on that occasion. In the case the President must step down from his/her duty prior to the expiration of the term, the Vice President takes over the position until the following Annual Meeting. In the event that the Vice President would also have to step down prior to the expiration of his/her term, an Extraordinary Meeting would take place to elect a new President until the following Annual Meeting. In the event a regular member of the Board steps down from the Board prior to the expiration of the term, a deputy Board member would assume the position vacated.</p>



§ 7. Tasks of the Board of Directors

<u>Current wording</u>	<u>Proposed wording</u>
<p>The Board represents the Club, looks out for the interests of its members and takes care of Club business. The Board is empowered to make decisions on behalf of the Club unless otherwise specified in these by-laws. The Board shall carry out the decisions made at the Annual Meeting of the Club, manage the financial affairs of the Club including its budgetary matters and accounting, in addition to presenting the membership with an Annual Financial Report for the preceding budgetary year at the Annual Meeting.</p>	<p>The Board represents the Club, looks out for the interests of its members and takes care of Club business. The Board is empowered to make decisions on behalf of the Club unless otherwise specified in these by-laws. The Board shall carry out the decisions made at the Annual Meeting of the Club, manage the financial affairs of the Club including its budgetary matters and accounting, in addition to presenting the membership with an Annual Financial Report for the preceding budgetary year at the Annual Meeting.</p>
<p>The Board meets four times a year or whenever the President deems necessary or if a minimum of three Board members request that such a meeting take place.</p>	<p>The Board meets four times a year or whenever the President deems necessary or if a minimum of three Board members request that such a meeting take place.</p>
<p>The Board constitutes a quorum for the purpose of decision-making on behalf of the Club when at least three of its members are present. Board decisions are made by means of simple majority. If the number of votes cast is equal, the vote of the President shall prevail, except as regards elections when the final decision shall be decided by the drawing of lots.</p>	<p>The Board constitutes a quorum for the purpose of decision-making on behalf of the Club when <i>more than half of its regular</i> members are present. Board decisions are made by means of simple majority. If the number of votes cast is equal, the vote of the President shall prevail, except as regards elections when the final decision shall be decided by the drawing of lots.</p>
<p>The President is authorized to sign for the Club. The Board may also authorize one or more of its other members to sign on behalf of the Club alone or together with the President or another Board member.</p>	<p>The President is authorized to sign for the Club. The Board may also authorize one or more of its other members to sign on behalf of the Club alone or together with the President or another Board member.</p>



§ 10 Annual Meeting

<u>Current wording</u>	<u>Proposed wording</u>
<p>The regular Annual Meeting, the highest decision-making body of the Club, is held annually prior to May 15 at a time and location decided by the Board. A written notice shall be sent to all members at least three weeks prior to the regular Annual Meeting and at least two weeks prior to an Extraordinary Meeting. In order for a proposal to be considered and acted upon at the Annual Meeting, it must have been submitted to the Board prior to March 1.</p>	<p>The regular Annual Meeting, the highest decision-making body of the Club, is held annually prior to May 15 at a time and location decided by the Board. A written notice shall be sent to all members at least three weeks prior to the regular Annual Meeting and at least two weeks prior to an Extraordinary Meeting. In order for a proposal to be considered and acted upon at the Annual Meeting, it must have been submitted to the Board prior to March 1.</p>
<p>The regular Annual Meeting shall cover the following Club business:</p>	<p>The regular Annual Meeting shall cover the following Club business:</p>
<ol style="list-style-type: none"> 1. Elect the President and Secretary for the meeting; 2. Establish an electoral register for the meeting; 3. Elect the person to check the minutes of the meeting; 4. Decide whether a proper notice has been given of the meeting; 5. Determine the agenda for the meeting; 6. a) The Annual Report of the Board for the previous year; b) The Financial Report of the Board (income statement and balance sheet) for the preceding financial year; 7. The Auditor's Report for the previous financial/accounting year; 8. The issue of discharge from liability of the Club's Board for the time period covered by the Auditor's Report; 9. The election of nominating committee; 10. The election of Club President for 	<ol style="list-style-type: none"> 1. Elect the President and Secretary for the meeting; 2. Establish an electoral register for the meeting; 3. Elect the person to check the minutes of the meeting; 4. Decide whether a proper notice has been given of the meeting; 5. Determine the agenda for the meeting; 6. a) The Annual Report of the Board for the previous year; b) The Financial Report of the Board (income statement and balance sheet) for the preceding financial year; d) The Auditor's Report for the previous financial/accounting year; e) The issue of discharge from liability of the Club's Board for the time period covered by the Auditor's Report; 7. <i>Disposal of the profit or loss of the Club;</i> 8. The election of nominating



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<p>a period of two years in the event his/her term had expired;</p> <ol style="list-style-type: none"> 11. The election of remaining Board members and possible deputy Board members for the following two-year period if their term had expired; 12. The election of auditor and, if necessary, of deputy auditor; 13. The determination of possible remuneration of the auditor; 14. The consideration of the motions or proposals submitted by the Board, as well as the proposals submitted to the Board prior to the specified deadline; 15. Miscellaneous questions. <p>Any decisions regarding amending the Club by-laws or decision-making on issues of great financial importance to the Club or its members cannot be made unless such amendments have been properly announced prior to the meeting by means of a notice sent out to all members.</p>	<p>committee;</p> <ol style="list-style-type: none"> 9. <i>The number of Board members and Deputy Board members to serve on the Board until the next Annual Meeting</i> 10. The election of Club President for a period of two years in the event his/her term had expired; 11. The election of remaining Board members and possible deputy Board members for the following two-year period if their term had expired; 12. The election of auditor and, if necessary, of deputy auditor; 13. The determination of possible remuneration of the auditor; 14. The consideration of the motions or proposals submitted by the Board, as well as the proposals submitted to the Board prior to the specified deadline; 15. Miscellaneous questions. <p>Any decisions regarding amending the Club by-laws or decision-making on issues of great financial importance to the Club or its members cannot be made unless such amendments have been properly announced prior to the meeting by means of a notice sent out to all members.</p>
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