

PROPOSED BYLAW CHANGES FOR ANNUAL MEETING, FEBRUARY 17, 2001

ARTICLE III - BOARD OF DIRECTORS

All paragraphs are designated as Sections and numbered sequentially.

Section 5 - The Board has the responsibility to establish committees and appoint committee members as deemed necessary for the orderly functioning of the Association. ~~Committee Members shall not be Board Members. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint an executive committee. Such a committee shall consist of two (2) or more directors and shall have and exercise such authority of the Board of Directors in the management of the corporation as may be specified in said resolution. However, no such committee shall have the authority of the Board of Directors to amend, alter or repeal the Bylaws; elect, appoint or remove any member of any such committee or any director or officer of the corporation; amend the Articles of Incorporation; adopt a plan of merger or adopt a plan of consolidation with another corporation; authorize the voluntary dissolution of the corporation or revoke proceedings therefore; adopt a plan for the distribution of the assets of the corporation not in the ordinary course of business; or amend, alter or repeal any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation of authority to it shall not operate to relieve the Board of Directors or any individual director of any responsibility imposed upon it, him or her by law.~~

Section 6 - The Board ~~shall~~ may meet ~~at least~~ quarterly at a place and time to be selected by the President of the Board.

ARTICLE V - DUTIES

All paragraphs are designated as Sections and numbered sequentially.

Section 6 - Committees ~~shall~~ may be appointed for a specific purpose and for a specific period of time. Board Members may serve as Committee Chair with Association members as Committee Members.

ARTICLE VII - ELECTIONS

Section 1 - The Board ~~will~~ may appoint a Nominating Committee not less than 30 days prior to an Election/Association Meeting. The Nominating Committee ~~shall~~ may be composed of representatives from as many graduation classes as possible. The Nominating Committee ~~shall~~ may be responsible to review the positions to be filled and find willing and capable nominees. The slate ~~will~~ may then be presented to the Association

for election. Nominations from the floor ~~will~~ may be accepted as long as representation from a variety of graduation classes exists.

Section 2 - For meetings of the Board, tThe method of voting will be by ~~mail~~ ballot, any electronic medium, or show of hands. For meetings of the Association Members, the method of voting will be by ballot or show of hands of those Members in attendance.

ARTICLE X - MEMBERSHIP DUES

~~Association dues shall be \$5.00 per individual annually. Association Membership shall be solicited for a nominal fee of \$5.00 per year per individual Member to help defray the cost of publishing and delivering the Association newsletter. Payment or nonpayment of such nominal fee does not affect the membership and voting rights of each Association Member. Graduating students will receive free membership for a period not to exceed four (4) years.~~ Funds in excess of operating expense shall be used for such purposes as deemed necessary by the Board of Directors and reported to the Association Members at the next Association meeting.