

Proposed Changes to SKLT By-Laws, last approved June 2023.

LTG, 5/20/24/24

When the SKLT By-laws were updated in 2019 a paragraph was omitted, likely inadvertently from the by-laws. This change is to address that as section as 3.2c

Article 3 BOARD OF DIRECTORS (BOARD)

Section 3.2 Number and Qualifications

(a) At no time shall the total number of Directors be fewer than eleven (11), nor shall the total number exceed seventeen (17). The Directors hereunder shall hold office until their successors are duly elected, or appointed, and qualified as hereinafter provided.

(b) In recognition of extended and extraordinary service to SKLT, the active directors at any meeting may in their discretion designate any former director as a "Director Emeritus". A Director Emeritus shall have the right to attend meetings of the trustees but shall not be entitled to vote and shall not count as an active Director for the purposes of paragraph (a) of this Section.

Section to be added:

(c) Only persons who are Members in good standing shall be eligible to hold the office of Director. Any Director who ceases to meet this requirement shall automatically, without any further action, cease to be a director hereunder.

APPROVED April 24, 2024 at a regular meeting of the Board of Directors.

This second update is to permit Emeritus Directors to chair committees.

Article 5. – BOARD COMMITTEES

Section 5.1 In General (current by-law)

Committees are to be chaired by Directors appointed by the Chair. Any Director, except the Chair, may chair more than one Committee. The Chair is considered an ex-officio member of all Committees but will not be expected to attend every meeting of the individual Committees.

Proposed change to Section 5.1 In General (in red):

Committee chairs are appointed by the Board chair. Committees are to be chaired by a Director or an Emeritus Director. Any Director, except the Chair, may chair more than one Committee. The Chair is considered an ex-officio member of all Committees but will not be expected to attend every meeting of the individual Committees.

APPROVED May 22, 2024 at a regular meeting of the Board of Directors.