

BY-LAWS  
of  
LEXINGTON COMMUNITY FARM COALITION, INC.

ARTICLE I

Mission

LexFarm is a thriving, sustainable community farm that fosters learning and connects people with each other and with the land, promotes environmental stewardship, and increases access to fresh, healthy organic food for all.

ARTICLE II

Organization

Section 1. Articles of Organization. All matters concerning the conduct and regulation of the business of the Corporation shall be subject to such provisions as are set forth in the articles of organization of the Corporation (the “Articles of Organization”).

Section 2. Name. The name by which this corporation shall be known is LEXINGTON COMMUNITY FARM COALITION, INC. (the “Corporation”).

Section 3. Location. The principal office of the Corporation shall initially be located at the place set forth in the Articles of Organization. The Corporation may also have offices at such other locations as may be fixed from time to time by the Board of Directors (as defined below).

Section 4. Purpose. The purpose of the Corporation shall be as set forth in the Articles of Organization.

Section 5. Corporate Seal. The Board of Directors may adopt and alter the seal of the Corporation.

Section 6. Fiscal Year. The fiscal year of the Corporation shall be from the first day of January through the thirty-first day of December.

## ARTICLE III

### Membership

Section 1. Classes of Members. The Corporation shall have one class of membership with such rights and responsibilities as are described in these By-Laws.

Section 2. Admission of Members. Membership in the Corporation shall be granted to any interested person that (i) subscribes to the purpose of the Corporation, as described in the Articles of Organization, (ii) pays the specified annual membership dues and (iii) fulfills such other qualifications for membership as are established from time to time by the Board of Directors (each such person, a "Member" and collectively, the "Members"). No person shall be denied membership in the Corporation on the basis of race, color, religious creed, national origin, ancestry, sex, age or disability.

Section 3. Annual Dues. Each Member shall pay annual membership dues of such amount as determined from time to time by the Board of Directors. Dues shall be annual covering the period of January 1 through December 31 of each year. A Member who has not paid dues prior to an annual or special meeting of members under Article IV shall be considered a Member not in good standing and shall not possess voting and other privileges until such time as the membership dues are paid in full. Upon payment of any outstanding annual membership dues for the current fiscal year, such a Member shall be considered a Member in good standing.

Section 4. Rights. Each Member in good standing may attend and vote at all regular and special meetings of the Members in person or be represented thereat by proxy. The right of a Member to vote and all his or her right, title and interest in or to the Corporation shall cease on the resignation or termination of his or her membership.

Section 5. Resignation of Membership. A Member may resign his or her membership by filing a written letter of resignation with the Clerk (as described below). Such resignation shall take effect at the time designated therein, or if no time be specified, then upon its receipt by the Corporation. As used here and elsewhere in the Bylaws, a "written" document shall include email communications.

Section 6. Termination of Membership. The Board of Directors may, by a majority vote of the Directors then in office, terminate the membership of any Member at any time for cause, as determined in the sole discretion of the Board of Directors after an appropriate hearing.

Section 7. Reinstatement after Termination for Cause. Upon a written request signed by a former Member and filed with the Clerk, the Board of Directors may, by a majority vote of the Directors then in office, reinstate such former Member to membership in the Corporation on such terms as the Board of Directors may deem appropriate.

## ARTICLE IV

### Meeting of Members

Section 1. Annual Meeting. The annual meeting of the Members shall be held each year between March 1 and March 31 at such place and time as determined by the Board of Directors. The annual meeting shall (i) elect the Board of Directors, (ii) elect the Officers (as defined below), (iii) hear the annual report of the Board of Directors and of any committees (iv) amend the By-Laws if special notice is given as described in Article XV and (v) attend to such other business as may properly come before the meeting.

Section 2. Special Meetings. A special meeting of the Members may be called at any time (i) by the President (as described below), (ii) by a majority vote of the Executive Committee (as defined below) or (iii) by a majority vote of the Board of Directors. A special meeting of the Members may also be called by the Clerk upon written application of ten (10) or more Members stating the time, place and purpose of the meeting.

Section 3. Notice. Reasonable notice of the time, place and purpose of any annual or special meeting of the Members shall be provided by first-class mail or e-mail by the Clerk or any other Officer to each Member at his or her address or e-mail address as it appears on the records of the Corporation. It shall be deemed reasonable notice of a meeting if such notice is provided to each Member at least seven (7), but not more than thirty (30), days before such meeting.

Section 4. Quorum. The presence in person or the representation by proxy at a meeting of Members of the lesser of (i) ten (10) Members entitled to vote thereat or (ii) twenty percent (20%) of the Members entitled to vote thereat shall constitute a quorum. Except as otherwise provided in these By-Laws, when a quorum is present at any such meeting, the votes of a majority of the Members present and voting shall be necessary and sufficient for the election to any office or the decision of any question brought before the meeting. The meeting may be adjourned from time to time by a majority of the votes cast upon the question, without notice other than by announcement at the meeting, and without further notice to any absent Member.

Section 5. Voting. Each Member, in good standing for a period of at least thirty (30) days prior to any meeting of the Members, shall be entitled to vote at such meeting. At any meeting of the Members, each Member entitled to vote may vote either in person or by written proxy, which proxy shall be filed with the Clerk before being voted. A written proxy shall be sent to each Member entitled to vote at least seven (7) but not more than thirty (30) days prior to any meeting of the Members. Upon the demand of any Member, the vote upon any question before the meeting shall be by ballot.

Section 6. Electronic Meetings. Meeting of Members may be held in person, via teleconference, via video call, or any combination thereof, so that all Members participating in the meeting can hear each other. Participation in a meeting so held shall constitute presence of the Members at the meeting.

## ARTICLE V

### Directors

Section 1. Numbers, Eligibility, Election and Term. There shall be at least five (5) and no more than thirty (30) directors on the Board of Directors (each, a “Director”), with such number to be determined from time to time by the Board of Directors; provided, however, that this number shall not be less than the minimum number required by Massachusetts law. The Board of Directors shall include, without limitation, (i) each of the Officers and (ii) one (1) or more Director at large.

Each Director must be a Member of the Corporation who is at least eighteen (18) years of age. Directors shall serve without compensation. No employee of the Corporation may sit on the Board of Directors; provided, however, that employees may from time to time attend meetings of the Board of Directors.

The initial Directors of the Corporation shall be as set forth in the Articles of Organization. After the initial Directors, the Officers shall be appointed to the Board of Directors by virtue of his or her election to such office. Each other Director shall be elected by ballot at the annual meeting of the Members, or at a special meeting held in lieu thereof, by a majority vote of those Members voting at such meeting in which a quorum is present. At each such meeting, the Members shall elect such Directors as are necessary to fill vacancies caused by the expiration of Directors’ terms as of that meeting. In the event that the Members shall fail to elect a Director to fill a vacancy on the Board of Directors, the Board of Directors may appoint a Director to fill such vacancy.

The term of each initial Director shall expire at the annual meeting of the Members to be held in 2012; provided, however, that in all cases, the initial Directors shall serve until their successors have been elected and qualified. Each Director after the initial Directors shall serve for a two-year term, with such term to begin upon the election of such Director; provided, however, that in all cases, the current Directors shall serve until their successors have been elected and qualified. For the avoidance of doubt, a Director appointed to the Board of Directors by virtue of being an Officer shall be entitled to serve as Director for a full two-year term, notwithstanding the fact that he or she does not maintain such office for the duration of his or her term as Director.

Section 2. Powers of Directors. The affairs of the Corporation shall be managed by its board of directors (the "Board of Directors"), which shall have and may exercise all of the powers of the Corporation to the full extent provided by Massachusetts law, the Articles of Organization or these By-Laws, including, without limitation, the power and authority (i) to establish, annually review and revise the policies which shall determine the work of the Corporation; (ii) to obtain financing as needed, review and approve financial plans or budgets and annually authorize and receive a financial audit of the Corporation's operations, assets and liabilities; (iii) acting alone or delegating such power to a committee, to enter into contracts, obtain bonds and insurance, and hire employees; and (iv) to hire an executive director and/or farm manager who will serve at the pleasure and direction of the Board of Directors. All proceedings of the Board of Directors shall be kept in writing, and minutes prepared and kept by the Clerk. The Board of Directors must annually evaluate its own performance, in accordance with these By-Laws and the initiatives of the Corporation, and include the evaluation in the annual report of the Board of Directors presented at the annual meeting of the Members.

Section 3. Regular Meetings. Regular meetings of the Board of Directors shall be held at least twice each year and with such additional frequency as the business of the Board of Directors shall require. Notice of the time and place of a regular meeting of the Board of Directors shall be provided by e-mail or first-class mail by the Clerk or any other Officer to each Director then in office at least seven (7), but not more than thirty (30), days before such meeting.

Regular meetings may be held in person, via teleconference, via video call, or any combination thereof, so that all Directors participating in the meeting can hear each other. Participation in a meeting so held shall constitute presence of the Directors at the meeting.

Section 4. Special Meetings. Special meetings of the Board of Directors may be held at any time and at any place when called by two (2) or more Directors. Notice of the time a special meeting shall be provided by e-mail, first-class mail or phone by the Clerk or any other Officer at least forty-eight (48) hours before such meeting.

Section 5. Quorum. A quorum at any regular meeting of the Board of Directors shall consist of a majority of the Directors then in office, no more than ten percent (10%) of whom, rounded up to the nearest whole number, may participate via any form of electronic media. A quorum at any emergency meeting of the Board of Directors, called in electronic form, shall be the same majority without the limitation on electronic media.

Section 6. Voting. Except as otherwise provided in these By-Laws, when a quorum is present at any meeting, the votes of a majority of the Directors present and voting shall be necessary and sufficient to decide any question brought before such meeting, except in any case where a larger vote is required by law, by the Articles of Organization, or by these By-Laws. A vote of at least two-thirds of the Directors then in office shall be required for the following: (a) to fill vacancies on the Board of Directors if required or to remove a Director and (b) to approve the budget, authorize borrowing, and approve all expenditures and obligations of ten percent (10%) or more of the preceding year's income. Directors may vote by written proxy on any question provided the proxy is not more than ten (10) days old.

Section 7. Action by Written Consent. Any action which may be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action, shall be signed by all Directors. For avoidance of doubt, written consent may be made by email.

Section 8. Emergency Electronic Meeting. The President (or Vice President when acting for the President) may certify that an emergency exists that requires an immediate vote of the Board of Directors but that it is impractical to hold a Special Meeting under Section 4 of this Article. For the emergency matter—and no other—the Board of Directors may meet, debate and vote using a form of electronic communication that is available to all Directors. For a matter to be adopted in an Emergency Electronic Meeting, a majority (or super majority where required) of the Directors then in office must vote in favor. The Clerk shall record the President's certification of the emergency in the books and records of the Corporation.

## ARTICLE VI

### Committees

Section 1. Committees. The Board of Directors may create such standing and special committees as it determines to be in the best interest of the Corporation, including, without limitation, an executive committee and a nominating committee. The Board of Directors shall determine the duties, powers and composition of each such

committee; provided, however, that the Board shall not delegate to any such committee those powers which by law may not be delegated. Each such committee shall submit to the Board of Directors at such meetings as the Board of Directors may designate a report of the actions and recommendations of such committee for consideration and approval by the Board of Directors. Any committee may be terminated at any time by a majority vote of the Board of Directors.

Section 2. Nominating Committee. The Board of Directors shall, not later than ninety (90) days prior to the annual meeting of the Members, or special meeting to be held in lieu thereof, appoint a nominating committee comprised of at least three (3) Members in good standing (the "Nominating Committee"). The Nominating Committee shall prepare a slate of nominees from among the membership to stand for election to the offices and positions on the Board of Directors to be filled at such meeting, and shall submit such slate to the Clerk at least forty-five (45) days prior to such meeting. The Members appointed to the Nominating Committee shall serve on the Nominating Committee until the completion of the election to be held at such meeting.

Notwithstanding the foregoing, any Member in good standing may make nominations for any office or position on the Board of Directors from the floor of the meeting at which such positions will be filled.

Section 3. Executive Committee. Collectively, the Officers shall constitute the executive committee (the "Executive Committee"), with such duties and powers as are set forth in these By-Laws or determined by the Board of Directors.

## ARTICLE VII

### Officers

Section 1. Number, Eligibility, Election and Term. The officers of the Corporation shall be a President, a First and Second Vice-President, a Clerk and a Treasurer, and such other officers as may be elected in accordance with the provisions of these By Laws (each an "Officer" and collectively, the "Officers"). One person may simultaneously hold more than one office if so elected by the membership; provided, however, that such person shall be entitled to only one vote for purposes of the Board of Directors or any committee upon which he or she is then serving.

Each Officer must be a Member of the Corporation who is at least eighteen (18) years of age.

The initial Officers shall be as set forth in the Articles of Organization. Each Officer after the initial Officers shall be elected by ballot at the annual meeting of the Members, or at any special meeting in lieu thereof, by a majority vote of those Members voting at such meeting in which a quorum is present. At such meeting, the Members shall elect such Officers as are necessary to fill vacancies caused by the expiration of

Officers' terms as of that meeting. In the event that the Members shall fail to elect an Officer to fill a vacancy, the Board of Directors may appoint an Officer to fill such vacancy.

The term of the initial Officers shall expire at the annual meeting of the Members to be held in 2012; provided, however, that in all cases, the initial Officers shall serve until their successors have been elected and qualified. Each Officer after the initial Officers shall serve for a one-year term, with such term to begin upon the election of such Officer at an annual meeting of the Members, or at a special meeting held in lieu thereof; provided, however, that in all cases, the current Officer shall serve until their successors have been elected and qualified. An Officer may serve for no more than seven (7) consecutive terms.

Section 2. President. The President shall be the principal officer of the Corporation, and shall in general supervise and control all of the business and affairs of the Corporation. The President shall preside at all meetings of the Members, of the Board of Directors, and of the Executive Committee unless unable to do so. The President (i) shall sign, with any other Officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated to some other Officer or agent of the Corporation; and (ii) in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

Section 3. Vice-President. There shall be two Vice-Presidents. In the absence or disability of the President or in the event of his or her inability or refusal to act, the First Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President, and the First Vice-President shall not be excluded from any additional duties to which he or she may be assigned by the Board of Directors. The Vice Presidents shall perform such other duties as from time to time may be assigned to them by the President or by the Board of Directors.

Section 4. Clerk. The Clerk (also known as the Secretary) shall maintain a permanent record of all votes of the Members, of the Board of Directors, and of the Executive Committee, in an electronic record to be kept therefore. The Clerk shall also attend and keep accurate minutes of all meetings of the Members, of the Board of Directors, and of the Executive Committee; provided, however, that in his or her absence from any such meeting, the Board of Directors may designate another Director to record the proceedings of such meeting. The Clerk shall keep or cause to be kept in his or her custody within the Commonwealth of Massachusetts, written records which shall contain (i) a complete list of all Members and their addresses for the inspection of the Members, (ii) the Articles of Organization and copies of amendments thereto, (iii) these By-Laws, with reference on the margin of these By-Laws to all amendments

thereof, and (iv) minutes of all meetings.

The Clerk shall have custody of the seal of the Corporation and shall be responsible for affixing it to documents. The Clerk shall also have the duty of giving notice of meetings of Members and of the Board of Directors as required by these By-Laws.

Section 5. Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; endorse for deposit or collection and give receipts for all notes, checks, drafts, and other obligations for the payment of monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. The Treasurer shall keep, or cause to be kept, accurate books of account, which shall be the property of the Corporation and at all reasonable times exhibit said books of account to the President or any Director and render periodic statements of account to the Board of Directors at least annually. In general the Treasurer shall perform all the duties incident to the office of Treasurer and such others as may from time to time be assigned to him or her by the President or the Board of Directors.

Section 6. Past-President Advisory Seat. On election of a new President, the immediate past-president can be appointed by the Board of Directors as Advisor to the Executive Committee for a period of at least one year. The Advisor is expected to attend meetings of the Executive Committee, provide support to the Executive Committee and perform such duties as requested by the President; however, the Advisor has no vote on the Executive Committee. The Advisor shall be a member in good standing of the Board of Directors. The advisory role is not an executive officer position and does not count towards Officer term limits.

## ARTICLE VIII

### Resignations, Removal, Vacancies

Section 1. Resignation. Any Director or Officer may resign at any time by giving written notice to the Corporation by delivery thereof to the President or Clerk. Such resignation shall take effect at the time designated therein, or if no time be specified, then upon its acceptance by the Board of Directors. In the case of a person serving concurrently as an Officer and Director, (i) a resignation in such person's capacity as an Officer shall not be deemed to be a resignation in his or her capacity as a Director unless specified in the written notice and (ii) in the case of an Officer, a resignation in such person's capacity as a Director shall be deemed to be a resignation in his or her capacity as such Officer whether or not specified in the written notice.

Section 2. Removals. At any meeting called for the purpose, the Members or Directors may, by vote of two-thirds of the Members or Directors, as the case may be, present and entitled to vote, remove from office any Director or Officer, with or without cause being shown. No Director or Officer shall be removed from office unless the notice of the meeting at which removal is to be considered states such purpose and an opportunity to be heard at such meeting is given to the Director or Officer whose removal is sought.

Section 3. Vacancies. If the office of any Director or of any Officer becomes vacant for any reason, it may be filled by vote of a majority of the Directors then remaining in office, though less than a quorum, unless such vacancy shall have been filled by vote of the Members. A successor Officer thus filling a vacancy shall hold the office for the duration of its unexpired term.

## ARTICLE IX

### Corporate Transactions

Section 1. Contracts. The Board of Directors may authorize any Officer or agent of the Corporation, in addition to the Officers so authorized by these By-Laws, acting alone or with other such authorized Officers or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined by specific instances.

Section 2. Indebtedness. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Corporation, shall be signed by the President or Treasurer, or such other Officer or agent of the Corporation as from time to time may be determined by the Board of Directors.

Section 3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, brokerages, or other depositories as the Board of Directors shall select.

Section 4. Contributions. The Board of Directors or any authorized Officer or agent may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation.

## ARTICLE X

Indemnification of Directors and Officers,  
Employees and Other Agents

To the extent permitted by applicable law and consistent with the Corporation's status as an organization qualified under Section 501(c)(3) of the Internal Revenue Code, the Corporation:

(1) shall indemnify and hold harmless each individual Member of the Corporation;

(2) shall indemnify and hold harmless each person elected or appointed a Director, Officer or member of any committee of the Corporation; and

(3) may indemnify and hold harmless any employee or agent of the Corporation and any person who serves the Corporation in a volunteer capacity (each such person described in subparagraphs (1), (2) and (3) of this Article X being hereinafter referred to as an "Indemnified Person");

against all expense actually and necessarily incurred by such Indemnified Person in connection with the defense of any action, suit or proceeding in which he or she is made a party or which he or she shall be involved or threatened with any settlement to which he or she may have become a party by reason of (i) being or having been an Officer or Director of the Corporation (in the case of each such person described in subparagraph (2) of this Article X) or (ii) serving or having served the Corporation; provided, however, that no such Indemnified Person shall be entitled to indemnification from the Corporation in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding to be liable for intentional, fraudulent or criminal conduct or unless in the case of a settlement, a majority of the disinterested Directors or Members of the Corporation shall determine that he or she has not acted in good faith in the reasonable belief that his or her actions were in the best interests of the Corporation. Such indemnification shall not be deemed exclusive of any other rights to which each Indemnified Person may be entitled under any agreement, vote of the Members, or otherwise.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of each Indemnified Person. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any Indemnified Person may be entitled.

This Article constitutes a contract between the Corporation and each Indemnified Person. No amendment or repeal of the provisions of this Article which adversely affects the right of an Indemnified Person under this Article shall apply to such Indemnified Person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

## ARTICLE XI

### Books and Records

The Corporation shall keep at the principal office of the Corporation correct and complete books and records of account; minutes of the proceedings of Board of Directors; a register of the names and addresses of the Directors of the Corporation; and a register of the names and addresses of the Members of the Corporation. All books and records of the Corporation may be inspected by any Director, or agent or attorney thereof, for any proper purpose at any reasonable time.

## ARTICLE XII

### Conflicts of Interest

Whenever a Director or Officer or any firm of which such Director or Officer may be a stockholder, director, officer, or employee has a financial or personal interest in any matter coming before the Board of Directors, the affected person shall (i) fully disclose the nature of the interest and (ii) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors in attendance at a regularly-constituted meeting determine that it is in the best interest of the Corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

## ARTICLE XIII

### Source and Investment of Funds

In addition to such powers as are provided by law, the Corporation shall, in furtherance of its purposes, have the power:

(1) to accept by gift, devise, bequest or otherwise, property of every kind or description, without limitation as to amount; and

(2) to purchase, take on, lease or otherwise acquire, hold, invest, re invest, use, mortgage, pledge, lease, exchange, sell, assign, transfer or other wise dispose of both real and personal property of every kind, nature and description and every interest in any property; and to exercise in respect of any and all property any and all rights and privileges of ownership in such manner as in the judgment of the Board of Directors will best promote the objectives of the Corporation.

#### ARTICLE XIV

##### Prohibition Regarding the Use of Funds and Distribution of Assets on Dissolution

The following provisions shall be in specific limitation of powers granted to the Corporation whether by law or by the Articles of Organization:

(1) No part of the net earnings, properties or other assets of the Corporation shall inure to the benefit of, or be distributable to any private person or individual including any incorporator, Member, employee, Officer, or Director of the Corporation except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

(2) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) Notwithstanding any other provisions of these By-Laws, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or Massachusetts law.

(4) On liquidation or dissolution of the Corporation, all properties and assets remaining after providing for all debts and obligations shall be distributed

to such other fund, foundation, or organization formed and operated primarily for charitable, educational, scientific, or similar purposes in the public interest which is not organized primarily for profit, and which shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or a court may determine.

## ARTICLE XV

### Amendments

These By-Laws, except so far as they embody requirements of the law or provisions of the Articles of Organization, may be altered, amended or repealed at any annual or special meeting of the Members at which a quorum is present by a vote of two-thirds of the Members present and entitled to vote, provided notice of the meeting specifies the subject matter of the proposed alteration, amendment, or repeal of the Articles of these By-Laws to be affected thereby, or at a regularly scheduled meeting of the Board of Directors at which a quorum is present, by a vote of two-thirds of the Directors present and entitled to vote, provided the notice of the meeting specifies the subject matter of the proposed alteration, amendment, or repeal of the Articles of these By-Laws to be affected thereby.

### AMENDMENTS MADE

#### Date Section(s) Changed Purpose

2015 III(3) Implement annual memberships 2016 V(5) & V(8) Allow emergency

Board votes by e-mail

2017 V(1), VII(1), VII(3) & VIII(1) Add a First and Second Vice-President

2025 III(5), III(6), III(7), IV(6), V(2), V(3), V(5) V(7), VII(1), VII(3), VII(4), VII(6)