

[From Spring 1998]

Proposed CNHA By-Law Changes

Bold Italics =proposed additions

[**bold in brackets**] =proposed deletions

ARTICLE II. Purpose

The ***primary*** purpose of this Corporation is to promote a better understanding and appreciation of the natural history and natural environment of the Virginia Eastern Shore and Assateague Island, in particular, the areas of the Chincoteague National Wildlife Refuge and the Eastern Shore of Virginia National Wildlife Refuge. ***Secondarily, other refuge needs may be considered.*** In this connection, the Corporation will enter into an agreement with the U. S. Fish and Wildlife Service to:

ARTICLE III. Membership

2.Classes of annual *personal* membership are as follows:

Individual - Family - Contributing - [**Supporting**] - Benefactor - [**Patron**] - Life

3.Classes of annual business membership are as follow:

Basic - Contributing - Business Leader - Business Patron

6.Voting privileges

A. For all classes of *personal* membership (except individual), each household member 18 years and older shall be allowed one vote.

B. All classes of business members shall have one vote.

ARTICLE V. Board of Directors

2.Duties of the Board of Directors shall be:

d. If gross sales are over \$100,000.00, appoint an independent auditor who is not a member of the Board [**at least two weeks prior to the annual meeting**] to audit the Corporate accounts and to report to the annual meeting.

3. Affirmative agreement of **[50%] the majority** of Board members ***with a reasonable effort to contact all Board members*** by phone or other personal contact may also constitute Board approval, with the item approved to be suitably described and recorded as a Board minutes including the name of all the Board members contacted, the date contacted, and how they voted.

4.If a Board member misses three consecutive meetings, the President ***or designee*** will ***make a reasonable effort*** to contact the Board member to determine whether the Board member **[wishes to] shall** continue on the Board.

5. There shall be an Executive Committee of the Board consisting of the President, Vice-President, Secretary, and Treasurer. **[This committee carries the full power of the Board of Directors between designated Board meetings.]** If any decisions are made by the Executive Committee, the President or other designated officer shall ***inform obtain approval of the majority of Board members as designated in Article V, Section 3.*** **[Other members of the board of directors.]**

ARTICLE VI. Officers

1.... Officers ***or Board members*** shall serve until their successors are chosen or until their term as director expires, ***or they may be removed by the Board.***

5.Duties of the Treasurer:

b. Counter-sign all checks ***over \$2,000*** issued by the Corporation.

ARTICLE VII. Operating Staff

2.The Board of Directors **[may] shall**, through the President, assign a specific ***written job description [responsibilities]*** to **[any] each member of the** operating staff **[as the board may so desire] and provide a written annual evaluation and a 6-month oral evaluation.**

ARTICLE IX. Amendments

Any ***proposed*** amendments submitted to the Secretary in writing and signed by at least three members shall be considered.