

2024 Proposed Amendment to the Bylaws

Introduction

One proposed amendment to the Bylaws is presented in this section. The proposed changes are introduced with a title contained within a box. The titles are the same as those used on your ballot. The existing language proposed to be deleted is in ~~[brackets and struck through like this]~~. The proposed language to be added is in **bold typeface and underlined like this.**

Reduce the number of board meetings directors are compensated per year.

Board of Directors and Bylaws Committee recommendation:

The Chugach Board of Directors is submitting the following amendments to reduce the number of meetings to be compensated per year.

The Chugach Board of Directors unanimously approved the amendments during the Regular board meeting on January 24, 2024.

Your Board of Directors and the Bylaws Committee recommend a “Yes” vote on this proposed Bylaw amendment.

Amend the Bylaws as follows:

ARTICLE IV DIRECTORS

SECTION 9. Compensation. Directors shall not receive any salary for their services as directors and except in emergencies, may not receive salaries for their services in any other capacity without the approval of Association members. The Association may not provide health insurance for directors or insurance for risks except those incurred in their capacity as directors. By resolution of the board of directors, directors may be allowed a fixed fee and expenses of attendance, if any, for each day of attendance at each meeting of the board of directors, or a meeting of a committee thereof, or when a director is otherwise representing the Association in an official capacity and for each day of necessary travel in connection therewith. No attendance other than regular or special board or committee meetings shall be reimbursed unless authorized by a majority vote of the board. A director may not be compensated for more than **one (1)** ~~[two]~~ regular board meetings per month, **except in the month of the annual meeting of the members, in which a director may be compensated for one additional regular board meeting,** and an additional **six (6)** ~~[12]~~ special board meetings per year. The total compensated meetings shall not exceed **fifty-five (55)** ~~[70]~~ meetings per year for a director, and **sixty (60)** ~~[85]~~ meetings per year for the chair of the board. In addition, a director may be compensated for up to **twenty (20)** days of attendance per year at conferences or educational seminars where the director is representing the Association in an official capacity.