

**COMMUNITY BOATING, INCORPORATED
ANNUAL MEETING OF THE CORPORATION
OCTOBER 19, 2020**

CALL AND NOTICE

Pursuant to Article IV, Section 3 of the bylaws of Community Boating, Incorporated, notice is hereby given of the 2020 Annual Meeting of the Corporation.

The meeting will take place on Monday, October 19, 2020, at 6:55 pm for Corporation Members. Our Open Meeting will commence at or about 7:30pm.

The meeting will be conducted virtually via Zoom.

ORDER OF BUSINESS

Corporation Members are invited to attend

ROLL CALL

APPROVAL OF MINUTES

2019 Annual Meeting

SPECIAL ORDERS

Election of Directors

NEW BUSINESS

Proposed By-Law changes.

Attached below;

- 1) Proposed Revisions to the CBI Bylaws to Allow Telephonic, Electronic or other Virtual Participation
- 2) Proposal to modify the last sentence in Article II, Membership in the Corporation, Section 2, Identity.

Other New Business from the Floor

OPEN MEETING

Non-Corporation members are invited to attend.

MOMENT OF SILENCE

PRESENTATION OF NEW MEMBERS

REPORTS

President

Treasurer

Executive Director

Q&A

ADJOURNMENT

PROPOSED CHANGES TO CBI BY-LAWS.

- 1) **Proposed Revisions to the CBI Bylaws to Allow Telephonic, Electronic or other Virtual Participation** [shown in **BOLD**]

ARTICLE III BOARD OF DIRECTORS

Section 1 POWERS: The general management of the affairs of the Corporation shall be vested in a Board of nine (9) Directors.

Section 2 ELECTION AND TERM OF OFFICE: The election of Directors shall be by secret ballot at the annual meeting of the Members of the Corporation, by repeated votes if necessary. A candidate shall be elected if his or her name appears on a majority of the valid ballots (i.e., ballots naming at least one candidate, but not naming more than the number necessary to fill the vacant seats). If more than the required number of candidates receive majority votes, those receiving the most votes on valid ballots shall be elected. If two or more of the candidates receiving majority votes are tied for the final place or places, another vote shall be held in which a plurality of votes on valid ballots shall be sufficient to be elected. **ADD: When the annual meeting of the Members is held, or participation is allowed, by telephonic, electronic or other virtual means, the election of Directors shall be conducted by secret ballot to the extent practicable.** All Directors must be Members of the Corporation. No person may be a regular full time or part time employee of the Corporation or a member of any Corporation employee's immediate family or household while serving as a Director. The term of office for each Director elected at an annual meeting of the Members of the Corporation shall run from the close of that meeting until the close of the third such annual meeting thereafter, except that the term of office for a Director elected to fill an unexpired term shall not run beyond the end of that unexpired term.

ARTICLE IV MEETINGS

Section 1 MEETINGS OF MEMBERS: **[ADD: Unless as otherwise provided below,]** the annual meeting of the Members of the Corporation shall be held at a location within ten (10) miles radius of the Boathouse, on the third Monday in the month of October in each year. Special meetings of the Members may be called by the President or by a majority of the Board of Directors, and shall be called by the President upon receipt of a petition signed by at least four (4) Members and stating the specific purpose for the meeting. Special meetings called by petition shall take place within thirty (30) days of the petition being received by the President. Business transacted at all special meetings shall be confined to the objects stated in the notice. **[ADD: The annual or special meetings of the Members may be held, or participation may be allowed, by telephonic, electronic or other virtual means at the discretion of a majority of the Board.]**

Section 2 MEETINGS OF THE BOARD OF DIRECTORS: The Board of Directors shall meet annually within ten (10) days of the annual meeting of Members, and shall meet thereafter at regular intervals not to exceed seventy (70) days from the last scheduled meeting, to be determined by each Board at their annual meeting. Special meetings of the Board of Directors

may be called by the President and shall be called by the President or by the Secretary upon the written request of five (5) members of the Board of Directors.

Section 3 NOTICE: Seven days notice shall be given of all meetings of the Members and three days notice shall be given of all meetings of the Board of Directors, in each case stating the date, purpose, time and place of such meeting. All notices required to be given to Members shall be **[DELETE: mailed to the Member's address] [ADD: sent electronically to the electronic address]** as it appears in the books of the Corporation **[ADD: unless notice by mail has been specifically requested]**.

Section 4 QUORUM AND VOTING: A majority of Directors shall constitute a quorum at all meetings of the Directors. Forty (40) Members or twenty-five (25) percent of the Membership, whichever is less, shall constitute a quorum at all meetings of the Members. When a quorum is present, voting at any meeting shall be by majority vote except as required by law, the Articles of Organization, or these by-laws.

Section 5 ACTION WITHOUT A MEETING: Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if every Director entitled to vote records his or her consent to the action in writing and the written consents are filed with the records of the Corporation. Such consents shall be treated for all purposes as a vote at a meeting.

Section 6 **[DELETE: TELEPHONIC]** PARTICIPATION IN MEETINGS: Members of the Board of Directors or any committee designated by the Board of Directors may participate in a meeting of the Board of Directors or such committee by means of a conference telephone call or similar **[ADD: telephonic, electronic or other virtual]** communications equipment by means of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

2) Proposal to modify the last sentence in Article II, Membership in the Corporation, Section 2, Identity.

Current wording: *Membership in the Corporation shall not be denied to any individual on the basis of race, sex, creed or national origin.*

Proposed wording: *Membership in the Corporation shall not be denied to any individual on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status.*

The purpose of this change is to ensure that our non-discrimination policy is wholly inclusive, incorporating current best practice for non-profit organizations.