

ARTICLE X

AMENDMENT OF BY-LAWS

- 10.1 Voting Requirements.** An Amendment to the By-Laws shall require the favorable vote of a majority of all of the Directors; however, any such Amendment shall be automatically repealed, with prospective effect only, if it is not confirmed by majority vote of a quorum present at the next annual meeting of Members.
- 10.2 Notice.** Notice of any meeting at which an amendment to the By-Laws is proposed shall be sent by mail to each Director at the address on file with the Executive Director no fewer than 10 nor more than 60 days before the date of the meeting, accompanied by a copy of the proposed amendment.