



2024 Samena Bylaws Update: Summary of Proposed Changes

Item	Bylaws Section	Subject of Change	Item to be Changed
1	Article II, Section 7	Board candidate qualification	Remove the requirement that a Member must reside within 60 miles of the Club to be qualified as a Board candidate.
2	Article II, Sections 10 and 11	Notice of Meetings	Merge Electronic Notification language (Section 11) with Notice of Meetings section (Section 10).
3	Article II, Sections 12-16	Renumber Sections	Assuming deletion of current Section 11.
4	Article II, Section 12	Waiver of Notice	Clarify Waiver of Notice language.
5	Article II, Section 15	Trustee Resignations	Add that resignations shall be recorded in Board minutes.
6	Article II, Section 16 (new)	Trustee Liability	Trustee Liability Limitations language is now required by State of Washington for nonprofits.
7	Article III, Section 4	Corporate Seal	Outdated; remove reference to seal.
8	Article III, Section 5	Update Reference	Assuming deletion of current Article V Section 2.
9	Article III, Section 7	Officer Resignation	Align officer and trustee resignation processes and add that resignations shall be recorded in Board minutes.
10	Article V, Sections 1-5	Facilities Committee	Remove Facilities Committee as a required committee and renumber subsequent sections.
11	Article VI, Section 1	Dependents on a Family Membership	Update to say simply <i>"Family members up to age 26, or of any age who are considered dependents as defined by the Internal Revenue Code, may be included in a family's membership."</i>
12	Article VI, Section 4.3	Silver Members	Add <i>"Time spent with an 'inactive status' is not counted towards a member's Silver membership status."</i>
13	Article VI, Section 7	Nonresident Members	Remove this section; nonresident members may not claim <i>"inactive"</i> status.
14	Article VI, Sections 8 and 9	Renumber Sections	Assuming deletion of current Section 7.
15	Article VII, Section 3	Gold Membership Certificates	Delete this section; we have no mechanism to know when a member acquired a Membership Certificate. There are approximately 245 Gold Members.
16	Article X, Section 2	Update Reference	Assuming deletion of current Article II Section 11.

17	Article X, Section 3	Voting	Allow electronic ballots for Member votes and elections.
18	Article X, Section 6	Update Reference	Assuming approval of proposed change to Article II Section 10.
19	Article XII, Section 2	Provide Notice of Bylaws Changes	Updates the ways in which Members are to be notified of Board-approved bylaws revisions.
20	Article XII, Section 3	Procedure for Members to Overrule Bylaws Changes	Updates the way in which bylaws changes are approved or rejected.
21	Article XIV (new)	Indemnification	Indemnification for employees and Trustees for actions taken within the scope of their role. Language now required by State of Washington for nonprofits.
22	Article XIV, Section 1	Renumber Article	Renumber as Article XV, assuming addition of Indemnification article.
23	Article XIV, Section 1.c	Update Reference	Assuming approval of proposed change to Article II Section 10.
24	Article XIV, Section 6	Define "writing"	"Writing" is to include electronic transmissions.