

Amendment No. 017/2020

These resolutions were proposed by the Board of Directors and were presented for the approval at the second General Body Meeting on March 8, 2020, which were accepted with majority consent. The resolutions were thus ratified by General Members and were adopted with immediate effect.

Section 4.3(b)(ii) of the Constitution :

Any BAGA member in good standing for at least 5 (five) consecutive years and participated actively for the benefit of BAGA objectives, but has no prior experience of working in Executive Committee (EC) or BOD, can also submit nomination for BOD. However, there should be no more than one (1) such candidate filing nomination in a year. Such a person, if elected, cannot become the BOD Chairperson during the current 2 (two) year term.

Section 4.3(b)(ii) shall be removed from BAGA bylaws.

Section 4.5 of the Constitution:

4.5 The Chairperson. The Board of Directors shall elect a Chairperson among themselves by a simple majority vote of all the Directors on yearly basis. Any director is eligible for the chairperson position regardless of previous designation or years in term; however one year prior experience as a BOD member is desirable for eligibility for chairperson. Also, the person elected based on section 4.3 (b) (ii) will not be eligible for this position. The Chairperson will coordinate the day to day activities; convene any meeting to govern and control and have an extra vote in case of a deadlock. The Chairperson shall preside over all Board meetings, act on behalf of the Board of Directors, and fulfill the *Objectives* stated in Section 2.3. In his/her absence, a Chairperson may designate a Director to temporarily preside over Board meetings. The Chairperson shall:

- (a) attend and keep minutes of all meetings of the Board of Directors' meetings in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with the provisions of these Bylaws as required by law;

- (c) be the custodian of the corporate records and of the seal, and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized;
- (d) keep a register of the post office address and telephone number(s) of each Director;
- (e) have general charge of the books and records of the Corporation; and
- (f) In general perform all duties incident to the office and such other duties as from time to time may be assigned to him or her by the Board of Directors.

Shall be replaced by:

4.5 The Chairperson. The Board of Directors shall elect a Chairperson among themselves by a simple majority vote of all the Directors on yearly basis. Any director is eligible for the chairperson position regardless of previous designation or years in term; however one year prior experience as a BOD member is desirable for eligibility for chairperson. The Chairperson will coordinate the day to day activities; convene any meeting to govern and control and have an extra vote in case of a deadlock. The Chairperson shall preside over all Board meetings, act on behalf of the Board of Directors, and fulfill the Objectives stated in Section 2.3. In his/her absence, a Chairperson may designate a Director to temporarily preside over Board meetings. The Chairperson shall:

- (a) attend and keep minutes of all meetings of the Board of Directors' meetings in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with the provisions of these Bylaws as required by law;
- (c) be the custodian of the corporate records and of the seal, and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized;
- (d) keep a register of the post office address and telephone number(s) of each Director;
- (e) have general charge of the books and records of the Corporation; and
- (f) In general perform all duties incident to the office and such other duties as from time to time may be assigned to him or her by the Board of Directors.

Section 4.1(c)(ii) of the constitution:

Voting:

Voting for any issue including Election by the Election Committee 4.3(a) or any amendment of By Laws (Article XIII), if needed, shall be by secret ballot in person or electronically if applicable for maximum participation. Individual identity of each voter will be preserved.

Shall be replaced by:

Voting:

Voting for any issue including Election by the Election Committee 4.3(a) or any amendment of By Laws (Article XIII), if needed, shall be by secret ballot in person.

Section 4.3(a)(v) of the Constitution:

Voting: Voting shall be by secret ballot in person or electronically through a BAGA approved voting vehicle, if applicable. Individual identity of each voter will be preserved.

Shall be replaced by:

Voting: Voting shall be by secret ballot in person.