

To: The Members of the Lycoming Law Association
From: Lycoming Law Association Foundation Board
Date: January 4, 2021
Re: Lycoming Law Foundation Proposed By-Law Amendment

Background:

The LLA Foundation is a member owned 501(c)(3) charitable organization. Every member of the LLA is automatically a member of the Foundation. The Foundation is currently managed by a five-member Board of Directors elected by the Foundation members at the LLA Annual Meeting. Each director serves staggered four-year terms. Unexpired vacancies are filled by the remaining Board members.

The Board believes that expansion of the Board from five to nine members will help increase the Foundation's outreach efforts. Currently the LLA President is an Ex-Officio Member. The Board proposes adding the Current LLA President (or designee) and President Elect (or designee) as full voting members of the Foundation Board for the term of their office only and adding two additional board members with four-year staggered terms. The current By-Laws are available on the Law Association Web site: <https://www.lycolaw.org/lla-foundation>

Proposed Amendment:

The Lycoming Law Association Foundation hereby amends the By-Laws of the Foundation pursuant to Article XII as follows:

Article IV, Section 4.2 shall be replaced with the following language:

Section 4.2. The Board of Directors shall consist of nine (9) members, each of whom shall have one vote. Seven of the Board members shall be elected by the Foundation Members, each for a term of four calendar years. In addition, one of the board members shall be the President (or designee) of the Lycoming Law Association, and one board member shall be the President-Elect (or designee) of the Lycoming Law Association. The two LLA officers (or their designees) shall serve only during their term of office. Other vacancies created by the completion of the term of office of a Director shall be filled by election by the membership at the annual meeting. Directors whose term expires may serve until their successor is elected.