

River Acres WSC Approved Bylaws Amendments Proposal

Current Bylaws	Proposed Changes	Rationale for Changes
<p>7. ARTICLE IV. Section 2. Directors may be removed from office in the following manner, except as otherwise provided in Article V: Any Member or Director may present charges against a Director or Officer by filing charges in writing with the Secretary-Treasurer of the Corporation. The charges must be accompanied by a petition signed by at least ten (10) percent of the Members of the Corporation. Such removal shall be voted on at the next regular or special meeting of the Membership and shall be effective if approved by a vote of 2/3 majority of those voting if a quorum is present. The Director(s) against whom such charges have been presented shall be informed in writing of such charges at least twenty (20) days prior to the meeting and shall have the opportunity at such meeting to be heard in person or by counsel and to present witnesses; and the person or persons presenting such charges shall have the same opportunity. If the removal of a Director(s) is approved, such action shall also vacate any other office(s) held by the removed Director(s) in the Corporation. A vacancy in the Board thus created shall immediately be filled by a qualified person other than the removed Director upon a vote of a majority of the Members present and voting at such meeting, in accordance with the written annual or special meetings procedures as adopted by the Board. A vacancy in any office thus created shall be filled by the Board of Directors from among their number so constituted after the vacancy in the Board has been filled.</p>	<p>ARTICLE III. Section 3.08. Removal. Any Director may be removed without cause, at any time, by a majority vote of the entire Board of Directors, at a Regular or Special Meeting called for that purpose. Any Director under consideration of removal must first be notified about the consideration by written notice at least five days prior to the meeting at which the vote takes place. Such Director shall have the opportunity at such meeting to be heard in person and the person or persons presenting reasons for removal shall have the same opportunity.</p> <p style="padding-left: 40px;">The President of the Board shall preside at any meeting of the Members convened to consider removal of a Director unless the President is the subject of charges, in which event the Vice-President shall preside. In the event both the President and the Vice-President are the subject of removal, those Directors who are not the subject of removal shall appoint one of the other Directors to preside over the meeting. Any meeting convened to consider the removal of a Director shall be conducted in accordance with the procedures prescribed by the Board. A Director that has been removed under the provisions of this Article shall not be precluded from subsequent election to a position on the Board of Directors at the next Election of Directors.</p>	<p>In accordance with TBOC Sec. 22.211. A shorter and more flexible process.</p>
<p>8. None.</p>	<p>New Section.</p> <p>Section 6.06. Meetings by Conference Telephone. Any or all directors may participate in a meeting of the Board or a committee of the Board by means of conference telephone or by any means by which all participating in the meeting are able to communicate with one another, if an emergency or public necessity exists or the convening at one location of aquorum is impossible. Such participation shall constitute presence in person at the meeting.</p>	<p>In accordance with the TBOC Sec. 22.002 and the TX Open Meetings Act VI.(G.) To provide for emergency situations and to provide greater access to board members when there is difficulty in guaranteeing meeting requirements.</p>

