

Bylaw Committee Report

April 20, 2013

Bylaw Meeting 4/17/13

Recommendations. The committee recommends the attached amendments to Article VII to the board for presentation to members for approval at the 2013 annual meeting. This article has been fully reviewed by counsel.

The committee has significantly rewritten Articles VII and VIII (which will be presented to the board after one last review by counsel). The revisions were made for both clarity and content. After contacting Beartooth members and members of other co-ops the committee found wide agreement that the language in the two articles, which was nearly identical to the language in most distribution co-op bylaws, was not understood by most readers. The changes in the attached version are extensive and if the board approves the revisions we will create the mark-up version for member approval.

The committee will correct spelling and grammar and make edits for clarity (not substance or content) as it prepares final copy for the bylaw approval by members. We would like the board's approval to do this without having to bring these kinds of changes back to the board for approval after the board has approved the articles.

Next Steps. The committee will present Article X next month along with suggested additions to the bylaws. We are working on a definition of fiduciary responsibility. Richard Peck helped the committee outline a method for including in the bylaws insurance that members have knowledge of and input to major financial decisions. The committee will draft a proposed addition to Article IV (addressing that matter) for presentation to the board next month.

Arleen Boyd, Chair, Beartooth Bylaw Committee