



Summary of the Bylaws revisions approved by the Mohave Board of Trustees on April 3, 2008

Article II

Title: Clerical change to correct the title.

Section 1. Class of Membership: Clerical change to capitalize references to members.

Section 2. Termination of Membership: Clerical change to capitalize references to members. Removed references to the Cooperative Purchase Agreement, which is not applicable to this section. Removed the provision for termination without notice. Added a provision for Member to challenge termination of membership.

Section 3. Annual Meetings: Made several correcting clerical changes.

Section 7. Business Transacted at the Special Meeting: Made a correcting clerical change.

Section 8. Voting Rights: Corrected an erroneous reference to Section 7. Removed the references to voting by proxy. Added a provision designating who is allowed to cast a member's vote. This is deemed necessary because the member is the entity, not an individual. Each member has a single vote. Additionally, the person voting should have the authority to cast the vote for the entity.

Section 9. Quorum: Removed the reference to voting by proxy.

Section 10. Adjournment of Meetings: Removed the references to proxy. Changed the provision for determining if a member is present at the meeting.

Article III

Section 1. Number and Qualification: Changed the provision for automatic removal from failure to attend three consecutive meetings to failure to discharge the duties of the office for three consecutive meetings. Board members are authorized for virtual participation (telephonic, video conference, etc.). The revision more appropriately addresses discharge of duties.

Section 7. Trustee Reimbursement: Deleted this section because the topic is addressed later in the Bylaws.

Article IV

Section 1. Meetings: Revised to allow out of state meetings.

Article V

Section 2. Waiver: Removed because the topic is addressed in Article VI.

Article VI

Section 2. Waiver: Revised to provision to the person authorized by the member. This is the same situation as was corrected in Article II.

Article VII

Section 3. Compensation: Revised to include provisions from the deleted Section 7 of Article III.

Article XI

Changed to limit Member liability should the corporation dissolve. Liability is now limited to compliance with the terms of a Member's purchase orders in effect at the time of dissolution.

Article XII

Corrected a numbering error.