



EXPLANATION OF PROPOSED CHANGES TO THE BYLAWS OF  
THE DARTMOUTH CLUB OF THE UPPER VALLEY, JUNE 16, 2022

*Heading* – New logo, updated date.

*Section 2.1. Qualification for Membership* – Eliminates the Upper Valley residency requirement (we already have members whose primary residence is outside of the Upper Valley). Change “paid dues” to “met registration requirements” to recognize that recent alums (5 years out and younger) do not need to pay dues.

*Section 2.4. Annual Meeting, Section 2.5. Special Meetings* – Explicitly allow telecommunications, Zoom, etc. for meetings (like we did during Covid)

*Section 2.6. Notice of Meetings* – Explicitly allow meeting notices to be delivered via email (in addition to US mail, other carriers, or hand delivery) or in email/print newsletter.

*Section 2.7. Quorum* – Explicitly allow participants over telecommunications to count in the quorum. Reduce size from 25 to 20 (we barely met quorum at our Zoom annual meetings).

*Section 2.9. Conflict of Interest* – Gender-neutral language.

*Section 3.1. Composition – Grammar* – change “not less then” to “not less than”

*Section 3.3. Term* – Line up Director terms to coincide with the fiscal year. Allow two terms in a row (was one) to better reflect what has been past convention. Remove “agent” (here and elsewhere). Gender-neutral language.

*Section 3.5. Committees* – Simplify executive committee (Officers only).

*Section 3.6. Resignation, Section 3.7. Vacancies* – Gender-neutral language.

*Section 3.8. Meetings* – Explicitly allow telecommunications, Zoom, etc. for meetings (like we did during Covid)

*Section 3.9. Notice of Meetings* – Explicitly allow meeting notices to be delivered via email. Reduce lead time for US Mail notices (not used, anyway). Gender-neutral language.

*Section 3.10. Waiver of Notice* – Gender-neutral language.

*Section 3.14. Executive Committee* – Allow polling via email in addition to telephone. Reduce the Executive Committee’s ability to spend money without a full board meeting (\$2500 -> \$500).

*Section 4 Officers* – Remove agents, use gender-neutral language.

*Section 5.1. Execution* – Remove unnecessary authorizations (not buying real estate, etc.).

*Section 6.1. Personal Liability* – Add missing space between 6.1 and Personal

*Section 7.1. Amendments.* – Reduce required notice of amendments from ten days to five.

*Footer* – Update date in footer, change “Bylaws ” to “DCUY Bylaws” (remove trailing space).