

Proposed Changes to the PHA Bylaws.

Sec. 5. MEMBERS - ELIGIBILITY- APPLICATION: Any Pole, or any person of Polish descent or ancestry, male or female, regardless of age, who shall believe in the non-partisan aims of this Association, may become a member of this Association upon payment of the membership dues, as hereinafter provided. Any ~~other~~ person ~~of another nationality known to be a friend of the Polish people, and~~ who shall be voted acceptable for membership in this Association by said trustees, and who shall believe in the non-partisan aims of this Association, and who shall pay said membership dues, as hereinafter provided, may also become a member of this Association. Any other Polish organization, whether incorporated or un-incorporated, which believes in the non-partisan aims of this Association, and which shall have been voted acceptable for membership in this Association by said Members, and whose corporate or official organization name shall be signed by its president, (he/she being duly authorized to do so by his/her own said organization) and shall also pay the said annual membership dues, as hereinafter provided, may become a member of this Association. Applications for membership shall be made in writing and the applications shall be regarded as a guarantee on the part of the applicant of his/her interest in and sympathy with the purposes of the Association, and of his/her adherence if elected, to its by-laws.

Sec. 6. MEMBERSHIP UNITS: All original shareholders of the Polish Home Association have been awarded membership units in relation of one membership unit for each share of stock owned ~~as of October 14th, 1990.~~ These membership units may be voted by currently paid up members, ~~only in matters concerning final dissolution of Polish Home Association.~~ One membership unit being equivalent to one additional vote, ~~only in matters concerning final dissolution.~~

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Sec. 9. MEMBERS - ADDRESSES: Every said Member, if an individual or an organization, shall leave their last known residence or business post office address, ~~or electronic e-mail address~~ with the correspondence secretary of this Association, and shall promptly report any change in such addresses to said officer. Any said member, failing to do so, shall have no right to complain of any business transacted or any action taken at any meeting of said members for which notices have been mailed.

Sec. 13. TERMS OF OFFICE - ELECTIONS - WHEN - BALLOT: The term of office of all said officers shall be for a period of ~~one two~~ two calendar yearss. The terms of all said officers shall always continue until their respective successors are duly provided or duly elected. All officers of this Association shall be elected as provided for at the quarterly meeting of the members held in January ~~of the odd year~~ for the term of the ensuing two calendar yearss thereafter. Vacancies may also be filled by election by said members at

any said quarterly meeting for the un-expired portion of the term. All elections shall be by ballot.

Sec. 14. OFFICERS - REGULAR MEETINGS: The officers of this Association shall meet regularly at the time and date as determined by the President, in the main assembly room of this Association. Such meetings are open to members of this Association. Members' testimony will be allowed during a specified portion of the meeting agenda. The Association President has the authority to call the officers meeting into executive session. The Trustee President or his/her designated representative shall attend such meetings and shall have one vote (1) representing the Trustees. The Trustee's President or the designee shall have a veto power on supervisory and administrative matters that have been approved or mandated by the majority of the Board of Trustees. The Members of this Association can override the veto following procedures established in Article 6. Sec. 40. Of this Bylaws.

Sec. 19. PRESIDENT ~~AND~~ SENIOR VICE PRESIDENT & ~~VICE PRESIDENTS~~ - ELIGIBILITY: No person shall be eligible to the office of president, senior vice president, ~~or vice presidents~~ unless he/she shall be a member of this Association and either of Polish birth or ancestry, and also either a citizen or legal resident of the United States of America.

Sec. 23. CORRESPONDENCE SECRETARY - DUTIES: The correspondence secretary shall ~~mail notices provide written notices~~ for any special meetings (as described in sec.32 and sec.40)of the members and trustees, or any other mailing deemed necessary by the officers, Trustees or members and shall receive all correspondence of this Association, and shall keep an up to date record of the post office, business or residence or electronic address of each individual member and of the president and secretary or two other similar officers of each other Polish society or organization which may be a member in this Association: and shall perform all such other duties as may be required by the president.

Sec. 26. TERMS OF OFFICE - ELECTIONS - WHEN - BALLOT: The term of office of all said trustees shall be for a period of ~~one~~two calendar years. The terms of all said trustees shall always continue until their respective successors are duly provided or duly elected. All officers and trustees of this Association shall be elected as provided for at the quarterly meeting of the members held in January for the term of the ensuing two calendar years thereafter. The trustees and officers elections shall be staggered by one year. Officers will be elected in the odd years and trustees in the even years. Vacancies may also be filled by election by said members at any said quarterly meeting for the un-expired portion of the term. All elections shall be by ballot.

Sec. 31. TRUSTEES - REGULAR MEETINGS: Monthly meetings of the said board of trustees shall be held prior to the regular monthly meetings held by the officers of the Association. The Association President shall attend such meetings- and shall have one

~~(1) vote representing the Officers. In case of fifty/fifty (50/50) vote split, the Trustee President may cast an additional one (1) final decisive vote. Trustees shall have one (1) vote representing the Trustees at the regular meetings held by the officers of the Association.~~

Sec. 32. TRUSTEES - SPECIAL MEETINGS: Special meetings of said board of trustees may be held at any time when ordered and called in writing by either the Association president, Trustee President or by any three (3) of said trustees, such order to state the object or objects of said special meeting, and mailed at least ten (10) days before the date of holding such special meeting to the last-known post office residence ~~or send electronically to the last known e-mail address~~ of each said trustee. Such special meeting shall be held at the main assembly room of said Association, and such notice shall state the date and hour and place of said special meeting, and the object or objects of such special meeting. Only the business mentioned in said notice shall be transacted at said special meeting.

Sec. 39. MEMBERS QUARTERLY MEETINGS: Quarterly meetings of said members shall be held, in January, April, ~~June~~ July and October of each year.

Sec. 40. MEMBERS SPECIAL MEETING: Special meetings of said members may be held at any time when ordered and called in writing by either the Association President or Trustee President. ~~or by written petition signed by one third (1/3) of the members.~~ When so ordered, a written notice of such special meeting shall be mailed to each said member at least ten (10) business days before the date of holding such special meeting. Such notice shall state the object or objects or purpose or purposes of such special Meeting, in substance as mentioned in said written order, and the date of such special meeting, which shall be named in said written order, and the hour, and the place. No other business shall be transacted at any said special meeting except that mentioned in said notice therefore.

Sec. 55. CORPORATE SEAL AND EMBLE: The corporate seal of this Association shall contain the following words: Polish Home Association Incorporated 1918
Seattle, Washington

And the following is ~~an impression of such corporate seal~~ the Association's emblem:

~~ASSOCIATION SEAL~~



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Sec. 57. AMEND BY-BYLAWS: Section (2) of these By-laws shall never be amended or changed in any respect whatsoever. Amendments to any other of these By-laws by changing, altering or annulling the same or any thereof, or by adopting any new by-law or by-laws may be made at any quarterly or special meeting or by mail of said members by a vote of at least ~~two-thirds (2/3)~~ one half (50% plus one) of **all voting** Members of this Association, provided, such notice for such meeting shall have been given as is required for calling and holding special meetings of said Members; and, provided, further, that said ~~two-thirds (2/3)~~ one half (50% +1) or more of said Members shall be voted by dues paid Members.

These By-laws shall be reviewed at least every five (5) years and updated as necessary.