

Resolution 1: Amendment of the bylaws and articles to include 501(c)(3) related provisions

Approved by the Board of Directors: 8 yes, 0 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF GOVERNING DOCUMENTS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article VII:

Article VII

Amendments Miscellaneous

Section 1. Exempt Activities Limitations.

(a) Nonprofit Legal Status. The corporation shall be formed as a Kentucky nonprofit corporation and named "Kentucky Chess Association Incorporated."

(b) Exempt Activities Limitation. Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

(c) Distribution Upon Dissolution. Upon termination or dissolution of the KCA, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

Section 2. Conflict of Interest.

The board shall adopt and periodically review a conflict of interest policy to protect the corporation's interest when it is contemplating any transaction or arrangement which may benefit any director, officer, employee, affiliate, or member of a committee with board-delegated powers.

Section 3. Amendments.

Amendments to and revisions of these Bylaws shall be by written presentation to the Board; approval by the Board; and approval by the membership at its annual meeting or through a mail ballot. It shall take a majority of the members voting to approve any amendment to these Bylaws. In the case of membership approval at the annual meeting the proposed amendment shall be included in the printed notice described in Article III, Paragraph 2.

BE IT FURTHER RESOLVED that the above Amended Article VII § 1, ¶¶ b & c shall be included in the Articles of Incorporation as Article VIII in the event that this resolution passes by two thirds (2/3) or more of the members voting.

Resolution 2: Amendment of the bylaws to include a residency requirement for membership

Approved by the Board of Directors: 6 yes, 2 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF BYLAWS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members of this corporation:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article II:

Article II

Membership

Section 1. Members

The KCA shall have members and is open to any person regardless of residence, race, religion, national or ethnic origin, age, political affiliation, or sex.

Section 2. Types of Membership

Individual Members:

- (a) Regular, Patron, Life - Open to any individual;
- (b) Junior - Open to any individual who is 20 or under for the entire calendar year in which the membership is purchased ;
- (c) Senior - Open to any individual over the age of 55;
- (d) Sponsor - Open to any individual or institution.

Other types of membership may be created by the Board. ~~The KCA is open to any person regardless of residence, race, religion, national or ethnic origin, age, political affiliation, or sex.~~

Section 3. Voting Members

Each individual member identified above who is:

- (a) 16 or older,
- (b) a Kentucky resident, and
- (c) whose dues are current

shall have a right to vote, with one vote per individual member. No sponsor shall have a right to vote unless the sponsor is also an individual member.

**Resolution 3: Amendment of the bylaws to include procedures for membership termination,
expulsion, or suspension**

Approved by the Board of Directors: 8 yes, 0 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF BYLAWS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members of this corporation:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article II:

Article II

Membership

Section 5. Termination, Expulsion, or Suspension

No member shall be expelled or suspended, and no KCA membership or memberships may be terminated or suspended except pursuant to a procedure that is fair and reasonable and is carried out in good faith. The following procedures shall apply:

(a) Written notice. An intent to terminate, expel, or suspend a member shall be preceded by twenty (20) days written notice of the date when a hearing will be held to determine whether the member shall be terminated, expelled, or suspended. Such notice shall set forth the reasons therefor. Said written notice shall be given by email and first class or certified mail sent to the last address of the member to be terminated, expelled, or suspended, as shown on the KCA's records.

(b) Hearing. An opportunity shall be provided for the member to be heard, orally and in writing before an impartial hearing officer or officers appointed by the Board of Directors. The member shall be entitled to present and cross examine any witnesses.

(c) Liability. A member who has been terminated, expelled, or suspended may be liable to the KCA for dues, assessments, or fees as a result of obligations incurred or commitments made prior to termination, expulsion, or suspension.

(d) Challenges. Any proceeding challenging a termination, expulsion, or suspension, including a proceeding in which defective notice is alleged, must be commenced within one year after the effective date of the termination, expulsion, or suspension.

Resolution 4: Amendment of the bylaws to remove the Treasurer bond requirement

Approved by the Board of Directors: 8 yes, 0 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF BYLAWS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members of this corporation:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article IV, §4:

Article IV

Officers

4. Treasurer.

The Treasurer shall:

- (a) collect all dues;
- (b) have charge and custody of and be responsible for all funds of the Association, and shall deposit all such funds in a bank in the name of the KCA. No Kentucky Chess Association funds will be kept in any but KCA accounts for more than one week;
- (c) make disbursements as authorized by the Board;
- (d) make a financial report at the annual meeting of members and as directed by the Board;
- ~~(e) give a bond to assure the faithful execution of his responsibilities (The amount and nature of the bond shall be determined by the Board).~~

Resolution 5: Amendment of the bylaws to remove the non-statutory inspection right

Approved by the Board of Directors: 8 yes, 0 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF BYLAWS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members of this corporation:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article VI:

Article VI

Bookkeeping

The books of the Association shall be the responsibility of the Treasurer. ~~The Treasurer shall make said books available for inspection, upon request, by any member.~~ Checks for over \$500 shall require the signatures of two KCA officers, one of whom shall be the Treasurer. Subject to this condition, further policy on check writing may be formulated by the Board of Directors. The fiscal year of the Association shall be from July 1st to June 30th.

Resolution 6: Amendment of the bylaws to change the accounting period to the calendar year

Approved by the Board of Directors: 6 yes, 2 no, 1 non-vote

MEMBER RESOLUTION APPROVING AMENDMENT OF BYLAWS

WHEREAS, pursuant to Article VII of the Bylaws of the Kentucky Chess Association, it is desirable and in the best interest of this corporation that the following actions be taken by the Voting Members of this corporation:

NOW, THEREFORE, BE IT RESOLVED that the Voting Members of this corporation hereby consent to, approve and adopt the following amendment of the Bylaws, Article VI:

Article VI

Bookkeeping

The books of the Association shall be the responsibility of the Treasurer. The Treasurer shall make said books available for inspection, upon request, by any member. Checks for over \$500 shall require the signatures of two KCA officers, one of whom shall be the Treasurer. Subject to this condition, further policy on check writing may be formulated by the Board of Directors. The fiscal year of the Association shall be from ~~July 1st~~ January 1st to ~~June 30th~~ December 31st.