

Summary of Changes to Bylaws for 2017 Membership Vote:

- Article 3: Clarifies membership eligibility for both regular and associate members, as well as the procedure for new members to join TALHI. Clarifies that member companies can designate any employees (not just executive officers) as their representatives to TALHI.
- Article 5: Expands options for membership votes to be taken via mail or electronic means (in addition to in person meetings), eliminating the requirement for an in person annual membership meeting.
- Article 6: Adjusts “Board/officer year” to start June 1 instead of following the annual meeting (currently late September), giving new Board members more time to become familiar with the Board and TALHI operations before having to vote on major items such as the annual budget. Verbiage related to elections is updated here, reflecting changes to Article 5 that allow for mail/online voting.
- Article 7: Clarifies nominations procedure for Board, in accordance with “Board year” change in Article 6, allowing for Board nominations earlier in the year. Moves authority for filling Board member vacancies from the Board of Directors to the Regular Member Company of the Board member being replaced, and outlines those procedures. Clarifies procedures and reasons for termination of membership (i.e. non-payment of dues, or non-ethical/discrediting conduct).
- Article 8: Updates and cleans up section regarding indemnification, and expands protections for officers, directors, staff, and consultants.
- In General: Miscellaneous language clarifications and clean up and language changes in reference to the major changes listed above.

Click [here](#) for a document showing the full bylaws, with changes noted via Track Changes.