

Amendment /change #1

Article VII: Board of Directors

**To be removed statement:**

Tamkeen shall be governed by a Board of Directors (the "Board") which shall have all the rights, powers, privileges, and limitations of liability of directors of a non-profit corporation organized under the Non-profit Corporation Act of Washington.

The Board shall establish policies and directives governing business and programs of Tamkeen and shall delegate to the Executive Director and Tamkeen staff, subject to the provisions of these Bylaws, authority and responsibility to see that the policies and directives are appropriately followed.

**New statement:**

Tamkeen shall be governed by a Board of Directors (the "Board") and two administrative committees (the boys admin committee and the girls admin committee). The board shall have all the rights, powers, privileges, and limitations of liability of directors of a non-profit corporation organized under the Non-profit Corporation Act of Washington.

The Board shall establish policies and directives governing business and programs of Tamkeen and shall delegate to the Executive Director, the two administrative committees, Tamkeen staff and any future to-be established committees, subject to the provisions of these Bylaws, authority and responsibility to see that the policies and directives are appropriately followed.

Amendment /change #2

Article VII: Board of Directors

**To be removed statement:**

The Board shall have up to 10, but no fewer than 3, Board members. The number of Board members may be increased beyond 10 members or decreased to less than 3 members by the affirmative vote of a simple majority of the then serving Board of Directors. A Board member need not be a resident of the State of Washington.

In addition to the regular membership of the Board, representative of other organizations or individuals as the Board may deem advisable to elect shall be Ex-Officio Board Members, which will have the same rights and obligations, including voting power, as other directors.

**New statement:**

The Board shall have up to 5, but no fewer than 4, Board members. A Board member need not be a resident of the State of Washington. The president of the organization must be a male. The president serves as the chair of the boys admin committee.

Amendment /change #3

Article VII: Board of Directors

**To be removed statement:**

The Board shall receive no compensation other than for reasonable expenses. However, provided the compensation structure complies with Sections relating to “Contracts Involving Board Members and/or Officers” as stipulated under these Bylaws, nothing in these Bylaws shall be construed to preclude any Board member from serving Tamkeen in any other capacity and receiving compensation for services rendered.

**New statement:**

The Board shall receive no compensation other than for reasonable expenses.

Amendment /change #4

Article VII: Board of Directors

**To be removed statement:**

Board Elections

The Board members shall present nominations for new and renewing Board members at the board meeting immediately preceding the beginning of the next fiscal year. Members can also submit nominations for Board members. All recommendations shall be made known to the Board in writing before nominations are made and voted on by all board members. New and renewing Board members shall be approved by a majority of those Board members at a Board meeting at which a quorum is present.

**New statement:**

Board Elections

The boys administrative committee will present nominations of male candidates and the girls administrative committee will provide nominations for female candidates to the board one month before the beginning of the next fiscal year. All board candidates must have been active members of the administrative committees for at least one year. All recommendations shall be made known to the Board in writing either by mail or email before nominations are voted on by all board members. New and renewing Board members shall be approved by a simple majority of those Board members.

Amendment /change #5

Article VII: Board of Directors

**To be removed statement:**

Any vacancy on the Board may be filled by vote of a simple majority of the directors then in office, whether or not the number of directors then in office is less than a quorum, or by vote of a sole remaining director. No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires.

**New statement:**

Any vacancy on the Board may be filled by accepting nominations from the boys or girls administrative committees followed by vote of a simple majority of the directors then in office, whether or not the number of directors then in office is less than a quorum, or by vote of a sole remaining director. No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires.

Amendment /change #6

Article VII: Board of Directors

**To be removed statement:**

Voting

Each Board member shall only have one vote.

**New statement:**

Voting

Each Board member shall only have one vote. Voting can be made during a board meeting, whether the meeting is in personal or online. Voting can also be done outside meetings according to the following process. First, an email is to be sent with the motion to be voted on along with a link to the online voting survey to the board members' email group. The chair of board is responsible to establish an email group that includes all the emails of board members. Forty eight hours at least are given for the vote. For transparency, no anonymous votes are accepted.

Amendment /change #7

Article VII: Board of Directors

**To be added:**

The president has the responsibility of establishing and chairing the boys administrative committee. In addition, the president has the responsibility of nominating a girl leader to the girls administrative committee. The administrative committees are authorized by the board to run the usual organization activities. The rules that govern the administrative committees are to be established by the committee members, and to be reported to the board. In case of a direct conflict between the rules of the administrative committees and this bylaws. This bylaws shall be prevailing.

Amendment /change #8

Article VIII- Officers

**To be removed statement:**

“The Board of Directors may place the President under a contract of employment where appropriate.”



Amendment /change #9

Article IX: Committees

**To be removed statement:**

The Board of Directors may nominate and conduct a majority vote to create a committee, or include new committee members.

**New statement:**

The Board of Directors may nominate and conduct a majority vote to create a committee. The committee formation, responsibilities and its chairing personnel shall be subject to the resolution of the board.

Amendment /change #10

Article XVII: Arbitration

**To be removed statement:**

Any registered member of Tamkeen may bring charges of misconduct.

## Amendment /change #11

### To be added:

The president has the authority to act on behalf of TAMKEEN, make decisions and run the daily activities of TAMKEEN. However, a majority vote from the board members is always needed in the cases of:

- (1) Adding/Removing board members as described in these bylaws
- (2) Changing the bylaws
- (3) Any financial transaction that exceeds \$10,000

Any board member has the ability to make a motion for a vote on any issue outside the aforementioned three cases. If another board member second the motion, the motion needs to be discussed within the board and voted on. The discussion can be stopped by the president with a majority vote to stop the discussion and proceed to the voting process. The result of the vote is considered an obligatory resolution to all board members.