

Explanation of By-Laws Amendment & Name Change proposal

By-Laws Amendment

During a recent evaluation of the Association By-Laws it was pointed out that there was no provision in the By-Laws for the removal of a Director. Association Attorney, Thomas H. Nelson, presented the Board with the proposed wording. At the November 20, 2008 Board of Directors meeting, the proposed By-Laws amendment was approved to present to the membership at the next Annual meeting.

Following is the proposed By-Laws Amendment as passed by the Board and presented to the membership for approval:

Proposed Amendment to RSHA By-Laws:

Article IV Directors

Section 4 (new): Removal of Directors. The Board may initiate removal action against a sitting Director who has not attended at least one (1) out of the preceding four meetings of the Board of Directors by sending to such Director a notice by certified mail, return receipt requested, informing such Director of the proposed action and informing such Director that the question of removal will be on the agenda of the next regular Board meeting. The Director receiving such notice may attend the next regular Board meeting and shall be given an opportunity to explain his or her absence. Following such discussion the Board of Directors (including the targeted member of the Board of Directors) shall vote on the question of removal. Such Director shall be removed from office if at least 2/3 of the members of the Board of Directors present and voting vote in favor of such removal.

Proposal for Name Change

In 1921 when the **Rhododendron Summer Home Association** was formed and the original Articles of Incorporation were adopted, the Rhododendron area was made up primarily of summer homes/cabins with few permanent residents. The Association not only provided water, but also a degree of protection to its members with a security detail that periodically checked on its members cabins when they were vacant during the winter months. Over the years, the Association has evolved into being primarily a water provider. As such, the name Rhododendron Summer Home Association, no longer adequately reflects the service provided. At various water conferences, the question is often asked, "What does the Rhododendron Summer Home Association do?" In an effort to better describe what service our Association provides, the Board is proposing that members approve a name change to **RHODODENDRON WATER ASSOCIATION.**