

Proposed Amendments to the Holgate Taxpayers Association By-Laws – May 2025

The By-Laws Committee ensures that the By-Laws are accurately written to allow the HTA to operate efficiently and effectively, particularly with regard to the use of new communications/meeting technologies.

Below is a summary of the changes being proposed at this time.

1. **Number of Board Trustees:** Increasing the maximum number of Trustees from 12 to 15. This will enable a balanced workload for the HTA Board to deliver greater benefits to our Members.
2. **Candidate to become a Board Trustee:** Clarifies process for becoming a candidate for Trustee.
3. **Procedure for Resolving Trustee Election Tie:** The method used to break a tie between candidates who receive an equal number of votes in the election for a Board Trustee.
4. **Board Trustees Meetings:** Defines different methods for Trustees to attend a meeting.
5. **Quorum:**
 - a. Trustee meetings: A majority of the Trustees shall constitute a quorum.
 - b. Membership Meetings: 10% of the Membership in good standing shall constitute a quorum, which includes Membership online meetings/voting.
6. **Treasurer's Report:** Details the annual sharing of the HTA's financial status with the Membership.
7. **Expenditures:**
 - a. As approved in the annual budget by the Trustees.
 - b. Approval process for annual Committee budgets and for expenses outside of annual budget.
 - c. Any unbudgeted expenditure less than \$500 may be approved by the President and followed by Board notification. Unbudgeted expenditures of \$500 or more must be approved by the Board.
8. **Votes:**
 - a. Elections or other votes may be made via electronic means (e-mails, video conference, etc.) to allow more members to have a voice on important issues.
 - b. One (1) vote per Member (Membership) regardless of how many properties are owned or leased, and/or businesses that a member may own or lease.
9. **Amendment:** The By-Laws or the Certificate of Incorporation may be amended as follow:
 - a. By-laws may be materially amended, revised or repealed by the Board subject to approval by the Membership. Recommended material changes to appear on the HTA website and be distributed to all Members via provided email addresses at least thirty (30) days prior to the next regular Membership meeting, or a special meeting/vote called by the President. Participation/voting may be in-person or electronic (telephone, video conference, etc.). Proposed amendment(s) receiving a favorable vote of two-thirds (2/3) of those Members in good standing at that time shall be declared adopted and shall become effective immediately.
 - b. For an in-person vote, proposed changes will be distributed thirty (30) days prior to the announced meeting. Membership may comment on the proposed amendment(s) at the meeting prior to a vote by the Membership for adoption.
 - c. For an electronic vote, proposed amendments will be distributed via the HTA website and email. There will be a one-week comment period prior to the vote. Comments to appear on the HTA website for members to review. Following the comment period, an electronic vote will be conducted for the adoption of the amendment(s).