

By-Laws of the Mount Gretna Campmeeting Association, Inc.

Article VI: Management – Board of Managers

Section 21. Rules of Order.

The latest edition of *Roberts Rules of Order Newly Revised* shall govern the organization and conduct of all meetings of the Board of Managers unless the same are inconsistent with these By-Laws, in which case the provisions of these By-Laws shall govern.

Article XIII: Amendment of By-Laws

These By-Laws may be amended by the Board of Managers, after two readings at regular business meetings, by a two-thirds (2/3) vote of the Board of Managers.

Proposed Changes

Article VI: Management – Board of Managers

Section 21. Rules of Order.

The provisions of these By-Laws and the Pennsylvania Nonprofit Corporation Law, 15 Pa.C.S.A. § 5101 *et seq.*, shall govern the organization and conduct of all meetings of the Board of Managers. The Board of Managers may follow the procedural guidance of the latest edition of *Robert's Rules of Order Newly Revised*.

Article XIII: Amendment of By-Laws

These By-Laws may be amended or repealed, or new, amended or restated By-Laws may be adopted, after two (2) readings at regular business meetings, either

- (a) With respect to those matters that are not by statute committed exclusively to the MGCA Members, and regardless of whether the shareholders have previously adopted or approved the By-Law being amended or repealed, by a vote of two-thirds (2/3) of the Board of Managers.
- (b) With respect to those matters that are by statute committed exclusively to the MGCA Members, by a two-thirds (2/3) vote of the MGCA Members present, including MGCA Members present via telephone or other electronic technology which shall constitute presence in person at the meeting, at any duly-organized annual or special meeting of the MGCA Membership.

Any change in these By-Laws shall take effect when adopted unless otherwise provided in the resolution effecting the change.