

A FUTURE WITH HOPE, Inc. (Change by-laws)

BE IT RESOLVED, that the following change to the By-Laws, ARTICLE IV: Board of Trustees, Section 2 should read (additions are underlined, deletions are have a line through the words):

All Trustees will be elected by the Greater New Jersey Annual Conference of the United Methodist Church (hereinafter "GNJAC") upon nomination by the GNJAC Nominating Committee as provided in Article VII Section 1. The Board of Trustees of the Corporation shall provide recommendations of candidates to the GNJAC Nominating Committee. There shall be no prohibition of paid employees of GNJAC to serve as Trustees. Unless elected to fill a vacancy, Trustees shall be ~~elected~~ nominated at the annual meeting of the Board of Trustees. In the event of a mid-year vacancy, the board of trustees may fill the vacancy. The board member must then be elected by the GNJAC in order to continue to serve. ~~the GNJAC nominating committee shall select a candidate who will be voted upon and elected by the Board to fill a vacancy shall serve until the end of the term of the Trustee being replaced.~~

BE IT RESOLVED, that the following change to the By-Laws ARTICLE V: Officers, Section 6 should read (additions are underlined, deletions are struck):

The officers of the Corporation shall be elected by majority vote (but not fewer than four) of the members present at the Annual Meeting which will be the first quarterly meeting of the year ~~held in the month of December each calendar year~~ and shall hold office for one year or until their successors have been elected, whichever is later.

BE IT RESOLVED, that the following change to the By-Laws ARTICLE VII: Meetings and Other Means of Conducting Business, Section 1 should read (additions are underlined, deletions are struck):

General Meetings for the transaction of corporate business shall be held at least quarterly unless the Board otherwise determines. ~~The December meeting~~ The first quarterly meeting of the year will be considered the Annual Meeting of the Corporation at which time ~~Trustees and the Officers shall be elected~~ and Trustees shall be nominated for the new term.

BE IT RESOLVED, that the following change to the By-Laws ARTICLE VIII: Amendments, should read (additions are underlined, deletions are struck):

Changes to by-laws articles I, II, III, IV, VIII, XII, and XVI, must be approved by GNJAC. All other ~~These~~ by-laws may be amended by the Board at any of its meetings by the vote of two-thirds of all Trustees in favor of the amendment, provided that a written notice of a proposal to amend the By-laws is sent out to all Trustees not less than ten days in advance of the meeting date. ~~No such amendment shall be effective without the prior approval of GNJAC.~~

The ARTICLES that need annual conference approval relate to the purpose and connection with GNJAC. This in affect requires the board to bring to annual conference any by-law changes that would change the purpose and connection to GNJAC.

ARTICLE I ORGANIZATION AND PURPOSE

ARTICLE II OFFICES

ARTICLE III MEMBERS

ARTICLE IV BOARD OF TRUSTEES

ARTICLE VII AMENDMENTS TO THE BY LAWS

ARTICLE XII DISOLUTION

ARTICLE XVI-FORCE AND EFFECT OF BY-LAWS AND COMPLIANCE WITH GNJAC REQUIREMENTS