



# PGA

Connecticut Section

## PROPOSED RESOLUTION #1

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**Proposed by:** Board of Directors

**Subject:** To eliminate the restriction on voting if participating at Board Meetings via Conference Call.

**Proposal:** To eliminate the restriction of voting on the second and subsequent missed Board Meetings.

**Relevant Section:** **ARTICLE X – Board of Directors**  
Section 3. MEETINGS (a)

Current Reading:

- (a) The Board of Directors shall meet in regular session immediately prior to the Annual Meetings and at such other times as are determined by the call of the President. At all meetings of the Board of Directors, seven (7) members shall constitute a quorum.

Officers and Directors shall be allowed to attend Board of Directors meetings via conference call. Such attendees shall be allowed to participate in discussions, make and second motions, vote, and shall count towards a quorum as if they were actually present at the meeting. *Attendance via conference call shall be limited to three per calendar year. On the second consecutive meeting attended via conference call, the right to vote shall be revoked and the person shall not be counted in the quorum.*

**Discussion:** To take place at the Board of Directors meeting on February 6, 2017.

**Resolution:** To amend Article X, Section 3 (a) of the Section Constitution & Bylaws to read as follows:

- (a) The Board of Directors shall meet in regular session immediately prior to the Annual Meetings and at such other times as are determined by the call of the President. At all meetings of the Board of Directors, seven (7) members shall constitute a quorum.

Officers and Directors shall be allowed to attend Board of Directors meetings via conference call. Such attendees shall be allowed to participate in discussions, make and second motions, vote, and shall count towards a quorum as if they were actually present at the meeting.