

## **Bylaws Amendment Defining “designated agent” for Directors Inspections**

**Rationale:** The existing text does not define the eligibility of the designated agent, Article 12, Section 4 defines the inspection rights of members and is more limited than that of Directors. It stands to reason that the designated agent should be more clearly defined. This amendment specifies other current Directors and LSB members.

### Existing Text:

#### **Article Twelve, Corporate Records, Report and Seal, Section 3: Directors: Inspection Rights**

Every Director, or his or her designated agent, shall have the absolute right at any reasonable time to inspect and copy all of the Foundation's books, records and documents of every kind and to inspect the physical properties of the Foundation.

**Proposed Changes to Text: DELETED TEXT IN BRACKETS, ADDED, NEW TEXT IN CAPS:**

#### **Article Twelve, Corporate Records, Report and Seal, Section 3: Directors: Inspection Rights**

Every Director, or his or her designated agent, WHO MUST BE A CURRENT DIRECTOR OR LSB MEMBER, shall have the absolute right at any reasonable time to inspect and copy all of the Foundation's books, records and documents of every kind and to inspect the physical properties of the Foundation.

**PROPOSED TEXT AS AMENDED:**

## **Article Twelve, Corporate Records, Report and Seal, Section 3: Directors: Inspection Rights**

Every Director, or his or her designated agent, WHO MUST BE A CURRENT DIRECTOR OR LSB MEMBER, shall have the absolute right at any reasonable time to inspect and copy all of the Foundation's books, records and documents of every kind and to inspect the physical properties of the Foundation.

### **PROPOSED BY THE FOLLOWING PACIFICA NATIONAL BOARD DIRECTORS:**

Wesley Bethune  
Jim Brown  
Adriana Casenave  
Janet Kobten  
Tony Norman  
Michael Novick  
Margy Wilkinson