Proposal A:
ARTICLE XI : OFFICERS
SECTION D. DUTIES
4. Treasurer - The Treasurer shall have oversight of all funds and securities of the Corporation and shall have access to full and accurate accounts of receipts and disbursements in books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors. The Treasurer shall assist to disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the Board of Directors at its regular meetings, or whenever they may require it, a detailed record of all accounts, transactions and the financial condition of the Corporation. The Treasurer shall maintain oversight, either at the Principle Office of the Corporation or in an electronic repository whose account is owned by the Corporation, of organized documentation including original account statements, copies of checks, expense reports, and receipts for seven (7) years and make this available to Board Members or Finance Committee members upon request. The Treasurer shall have all powers and duties usually incident to the office of treasurer, except as specifically limited by a resolution of the Board of Directors. The Treasurer shall have such other powers and perform such other duties as may be assigned from time to time by the Board of Directors.

Proposal B:
ARTICLE XII: COMMITTEES
SECTION C. FINANCE COMMITTEE
2. (i) Duties – The Finance Committee shall have the power to buy, subscribe for, sell, exchange and transfer stocks, bonds, and other securities, and otherwise to invest and reinvest any funds of provide assistance to the Board of Directors in its oversight of the financial affairs of the Corporation, including the Corporation’s financial condition, financial planning, operational and capital budgeting, debt financing, investment policies, audit process, and other significant financial matters involving the Corporation. Policies of investment are subject to review by the Board. The Treasurer is authorized and empowered to execute on behalf of the Corporation when so directed by Without limiting the foregoing, the Finance Committee, such documents as may be necessary to effect the sale, exchange or transfer of securities shall review and recommend to the Board of Directors for approval an annual operating budget for the Corporation.

(ii) The Finance Committee should report to the Board at regular intervals, and a complete auditor’s report should be sent annually to all officers and made available to the Board of Directors.

(iii) The Finance Committee shall consider the details of the budget which is prepared by the Treasurer, Finance Chair, and the Executive Director (if an Executive Director is employed at the time) and presented to the Board with the Finance Committee’s recommendation.
The Board, in voting in a regular meeting shall determine the budget of the Corporation and the salary and bonuses of the Executive Director.

Proposal C:

ARTICLE XVII: INDEMNIFICATION OF OFFICERS AND DIRECTORS

SECTION A. LIMITED LIABILITY OF DIRECTORS

The liability of the Directors of the Corporation shall be limited in accordance with the provisions of Section Sections 14-3-830 and 14-3-842 of the GNCC, O.C.G.A. § 51-1-20, any other applicable provisions of federal and state law, and the Corporation’s Articles of Incorporation.

Proposal D:

ARTICLE XVII: INDEMNIFICATION OF OFFICERS AND DIRECTORS

SECTION F. INTENT

The intent of this Article is to require the Corporation to indemnify Directors and Officers of the Corporation to the fullest extent permitted by the GNCC. If the GNCC or, if applicable, the Georgia Business Corporation Code is amended to authorize the further elimination or limitation of the liability of directors or officers, then the liability of a Director or Officer of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended GNCC or the amended Georgia Business Corporation Code, as appropriate. The terms and conditions of this Article XVII shall be interpreted to include definitions and meanings contained in GNCC Section 14-3-580.