

***The SAAGNY Foundation By Laws
Amended June 2022 - 2 -***

ARTICLE III - MEMBERSHIP

This Foundation shall have no general membership.

ARTICLE IV - BOARD OF TRUSTEES

1. BOARD'S NAME AND AUTHORITY

The Trustees shall have supervision, control, and direction over the affairs of the Foundation, shall determine its policies or changes therein within the limits of these Bylaws, shall actively execute its purposes, and shall have sole discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may in the execution of the powers granted to it, appoint such agents as it may consider necessary.

2. SELECTION

The Board of Trustees shall have thirteen members with twelve elected by the Board of Trustees and one appointed by the SAAGNY President annually. Four trustees shall be elected annually to three-year terms, such terms beginning on January 1 of that year and expiring on December 31, three years later. An elected Trustee may serve up to three consecutive three-year terms. An appointed Trustee may serve up to three consecutive one-year terms. After an absence of at least one year off the Board, a former Trustee may be elected or appointed to serve again.

3. QUALIFICATIONS

Members of the Board of Trustees shall be representatives or employees of a SAAGNY member company. The Board of Trustees may waive this requirement for up to three (3) members of the Board. All Trustees, regardless of whether they are an employee or representative of a SAAGNY member company, shall meet any other requirements or qualifications stipulated by the Board of Trustees. No more than two representatives/employees of the same company may serve as trustees simultaneously.

If a Trustee was an employee or representative of a SAAGNY member company at the time of his/her election and subsequently ceases to work