

FEBRUARY 2023 CHARTER AMENDMENT HIGHLIGHTS

Bylaws article 9 – eligibility for membership

Old Provisions	New Provisions
Businesses <u>located in Akumal Norte</u> are eligible for membership	Businesses <u>that own property in Akumal Norte</u> are eligible for membership
Honorary members appointed by the board <u>may vote</u> [was an error]	Honorary members appointed by the board <u>may not vote</u>
Honorary members may be converted to full, voting membership by a <u>2/3 vote</u> of the board effective upon ratification by <u>a majority of members</u> at next Annual Meeting	Honorary members may be converted to full, voting membership by a <u>3/4 vote</u> of the board effective upon ratification by <u>75% of members</u> at next Annual Meeting

Bylaws article 10 – additional obligations of membership

New Provisions
Pay annual dues
Ensure contact information is up to date and accurate
Inform the association when a property is sold or transferred

Bylaws article 13 – meeting notices

Old Provisions	New Provisions
<u>No mention</u> of online tools for holding Ordinary and Extraordinary Meetings online	Ordinary and Extraordinary Meetings <u>must be held</u> online <u>and</u> in person
Ordinary and Extraordinary Meetings require 15 days notice by email <u>with acknowledgement required</u> and on website signed by president containing agenda, place and date, and requirements for accreditation of members	Ordinary and Extraordinary Meetings require 15 days notice by email with acknowledgement required and on website signed by president containing agenda, place and date, and requirements for accreditation of members
	In order to participate and vote in meetings, <u>members must be up to date in payment of fees</u>

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Bylaws article 14 – meeting quorum rules

Old Provisions	New Provisions
Quorum for Ordinary and Extraordinary Meetings is 51% of members	No change
If a quorum for an <u>Ordinary Meeting</u> is not reached, a second call can be made and the meeting may be convened without a quorum	<p>If a quorum for an <u>Ordinary or Extraordinary Meeting</u> is not reached, a second call can be made and the meeting may be convened without a quorum</p> <p><u>Changes to bylaws proposed in a second call for an Extraordinary Meeting require approval of 75% of participating members</u></p>

Bylaws article 17 – board of directors

Old Provisions	New Provisions
<u>A majority of board members, including the president and vice president, must be full time residents of Akumal during their terms</u>	<u>The president and vice president must be full-time residents of Akumal during their terms, as well as a majority of board members whenever possible</u>
	President must issue a call for candidates two months before the Annual Meeting
	Outgoing board members have two weeks following an election to turn over operations to the new board members
	Outgoing board members with signing authority may retain it four months following an election solely to ensure smooth operations of the Association

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Summary of regulations

Articles 1-3 are administrative declarations	Article 10 requires information supplied by members to be correct
Article 4 lists documentation required for membership: letter of accession, proof of address and ownership, (if requested) proof of migratory status and fiscal ID	Article 11 forbids voting on issues that have a direct personal or family benefit
Article 5 lists obligations of membership (similar to bylaws article 20)	Article 12 requires an independent director of elections who may not solicit proxies and establishes a nominating committee to report to members in accordance with a forthcoming Election Policy Manual
Articles 6 and 7 require payment of fees/dues to be a member in good standing who can participate in meetings and vote	Article 13 requires candidate bios to be published
Article 8 allows transfer of membership upon death of a member	Article 14 empowers the board to admit new owner members and appoint collaborators with immediate effect
Article 9 addresses virtual meetings (similar to bylaws article 13)	Article 15 protects member information and only permits mandatory information on the website.