

**PROPOSED AMENDMENT OF THE BYLAWS OF
CASS COUNTY FAIR ASSOCIATION**

(A Michigan Nonprofit Corporation)

ARTICLE IV, SECTION 4.2 - MEMBER NOMINATION AND ELECTION RIGHTS

Authority: Article X, Section 10.1 of the Amended and Restated Bylaws of the Cass County Fair Association.

RECITALS

WHEREAS, Article IV, Section 4.2 presently permits nominations by the Nominating Committee and from the floor at a meeting of Members; and

WHEREAS, the Members desire to preserve open nominations, objective eligibility requirements, and fair elections without discretionary exclusion of otherwise eligible candidates;

NOW, THEREFORE, BE IT RESOLVED that the Members amend Article IV, Section 4.2 by adding the following provisions immediately after its existing sentence governing nominations, without otherwise altering the number, terms, or staggering of Directors:

1. Eligibility. Any individual eligible for membership under Section 3.1 may be nominated and elected as a Director, subject to the Articles of Incorporation, these Bylaws, and applicable law. No Board policy, committee rule, or administrative procedure may impose additional substantive qualifications for election.

2. Floor Nominations. Any Member entitled to vote may nominate an otherwise eligible individual from the floor at the annual meeting. Floor-nominated candidates shall be considered on equal terms with candidates recommended by the Nominating Committee. The Board or any committee may not eliminate floor nominations by policy or resolution.

3. Applications, Interviews, and Screening. Candidate applications and interviews may be offered but shall not be conditions of eligibility. Background screening may be conducted for lawful organizational purposes, but no Board-adopted screening policy may independently disqualify a candidate. An arrest without conviction, pending charge, dismissal, or acquittal shall not alone establish ineligibility. Any disqualification must rest on a specific requirement of law, the Articles of Incorporation, or these Bylaws.

4. Equal Treatment and Nonretaliation. Election procedures shall be applied impartially and uniformly. No otherwise eligible candidate may be excluded because of lawful criticism of Association leadership, disagreement with incumbent Directors, submission of bylaw proposals, or exercise of membership rights.

5. Notice and Review of Disqualification. A candidate found ineligible shall receive written notice identifying the controlling legal or bylaw provision and the factual basis for the determination, together with a reasonable opportunity for impartial review before the election. No single Director or Officer may unilaterally disqualify a candidate.

Effective Date. This amendment shall take effect upon lawful approval by the Members and apply to subsequent elections.

REQUEST FOR ACTION. The undersigned Member requests that this proposed amendment be included in the notice of the next duly called Members' meeting at which it may properly be considered, distributed to Members entitled to notice, and presented for a vote in accordance with the Bylaws and applicable law.

Submitted by: Nickolas Dussel, Member

Signature: _____ Date: _____

Received by: _____ Date: _____