

ANNEX E

A. Proposed Amendments to By-Laws

	Existing Provision	Amended Provision	Reason	General Effect
<p>Sec. 2 (b), Art. XII</p>	<p>House Committee. The House Committee with the approval of the Board shall make and promulgate rules and regulations for the management of the Club and the use of the Clubhouse and all facilities; regulate the prices of commodities and services within its jurisdiction; formulate policies on purchasing functions; and subject to its House Rules, may, in its discretion, recommend to the Board the suspension of any member, and exercise such other powers and perform such functions as may be authorized by the Board.</p>	<p>House Committee. The House Committee with the approval of the Board shall make and promulgate rules and regulations for the management of the Club and the use of the Clubhouse and all facilities; regulate the prices of commodities and services within its jurisdiction; <u>and</u> formulate policies on purchasing functions, and Subject to its House Rules, <u>it may also</u>, in its discretion, recommend to the Board the <u>imposition of any disciplinary action, sanction or penalty upon a member, including a reprimand, suspension or expulsion. of any member, and</u> The House Committee shall likewise exercise such other powers and perform such <u>other</u> functions as may be authorized by the Board.</p>	<p>To clarify that the House Committee has the authority to may recommend any form of disciplinary action other than suspension.</p>	<p>This amendment will not give rise to the exercise of a member’s appraisal right.</p>
<p>Sec. 1, Art. XV</p>	<p>Suspension and Expulsion. The Board of Directors, by a vote of at least five (5) of its members, may reprimand, suspend or expel a member on any of the following grounds:</p> <ul style="list-style-type: none"> (a) Violation of the Articles of Incorporation or the By-Law; (b) Violation of Rules and Regulations adopted by the Board of Directors; or (c) Acts or conduct of the member inimical to the interest and purposes of the Club. <p>The member concerned shall be informed of the charges against him in writing within ten (10) days from receipt thereof, the member concerned shall comment thereon. Not later than thirty (30) days thereafter, the Board of</p>	<p>Suspension and Expulsion. The Board of Directors, by a vote of at least five (5) of its members, may reprimand, suspend or expel a member on any of the following grounds:</p> <ul style="list-style-type: none"> (d) Violation of the Articles of Incorporation or the By-Law; (e) Violation of Rules and Regulations adopted by the Board of Directors; or (f) Acts or conduct of the member inimical to the interest and purposes of the Club. <p>The member concerned shall be informed of the charges against him in writing, wwwithin ten (10) days from receipt thereof, the member concerned shall comment thereon. Not later than thirty (30) days thereafter, <u>As soon as</u></p>	<p>Considering that an appeal to the shareholders of the Club within fifteen (15) days is unrealistic and impractical, the process is terminated by the filing of a motion for reconsideration (and the resolution thereof). The opportunity to file such a motion for reconsideration ensures that the requirements of due process are complied with.</p>	<p>This amendment will not give rise to the exercise of a member’s appraisal right.</p>

	<p>Directors shall convene and decide upon the matter. The member concerned shall be notified in writing of the decision of the Board of Directors.</p> <p>Should the Board of Directors decide to reprimand, suspend or expel a member, the member concerned may file a motion for reconsideration with the Board of Directors within fifteen (15) days from notice of the decision.</p> <p>A denial of said motion for reconsideration may be appealed by the member concerned to a general or special meeting of shareholders within fifteen (15) days from notice of such denial. For this purpose, the member concerned shall furnish the Board of Directors a notice of appeal within the said fifteen (15) day period, during which the decision to reprimand, suspend or expel shall be stayed.</p> <p>If the shareholders, by a majority vote of those constituting a quorum, shall approve the decision of the Board, the decision to reprimand, suspend or expel a member shall be executed immediately upon receipt by the member concerned of a written notice thereof. Failure by the member concerned to appeal to the shareholders within the fifteen (15) day period shall make the decision of the Board of Directors final and executory.</p> <p>The suspension or expulsion of a regular member shall automatically include the suspension or expulsion of the assignees or representatives of said member. If a nominee or representative of a regular member is suspended or expelled by reason other than</p>	<p><u>practicable</u>, the Board of Directors shall convene and decide upon the matter. The member concerned shall be notified in writing of the decision of the Board of Directors.</p> <p>Should the Board of Directors decide to reprimand, suspend or expel a member, the member concerned may file a motion for reconsideration with the Board of Directors within fifteen (15) days from notice of the decision. <u>Failure by the member concerns to file such motion for reconsideration within the said period shall render the decision of the Board of Directors final and executory.</u></p> <p>A denial of said motion for reconsideration may be appealed by the member concerned to a general or special meeting of shareholders within fifteen (15) days from notice of such denial. For this purpose, the member concerned shall furnish the Board of Directors a notice of appeal within the said fifteen (15) day period, during which the decision to reprimand, suspend or expel shall be stayed.</p> <p>If the shareholders, by a majority vote of those constituting a quorum, shall approve the decision of the Board, the decision to reprimand, suspend or expel a member shall be executed immediately upon receipt by the member concerned of a written notice thereof. Failure by the member concerned to appeal to the shareholders within the fifteen (15) day period shall make the decision of the Board of Directors final and executory.</p> <p>The suspension or expulsion of a regular member shall automatically include the suspension or expulsion of the assignees or</p>		
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	delinquency in the payment of accounts, only the erring nominee or representative shall be disciplined.	representatives of said member. If a nominee or representative of a regular member is suspended or expelled by reason other than delinquency in the payment of accounts, only the erring nominee or representative shall be disciplined.		
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