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PLEASE SEE BELOW FOR THE UDIG NY, INC. BYLAW CHANGES BEING VOTED ON AT THE 2023 ANNUAL BUSINESS MEETING. CHANGES ARE BOLD AND IN GREEN TEXT. A BRIEF STATEMENT OF THE CHANGES FOLLOWS.

ARTICLE VIII – OFFICERS

Section 4. Vice President.

The Board of Directors shall determine the powers and duties of the respective Vice Presidents and may, in its discretion, fix such order of seniority among the respective Vice President, as it may deem advisable. The **Vice President** shall be the chief financial and administrative officer of the Corporation.

Brief statement of changes made:

Article VIII, Section 4 (addressing the role of the Vice President) is corrected to remove the word “Executive” from the last sentence. The Bylaws erroneously referred to the Vice President as the Executive Vice President. This corrects the error and will avoid creating confusion regarding the Vice President’s role and title.

Section 7. Executive Director.

The Executive Director shall be responsible for the day-to-day operations and activities of the Corporation and the Call Center. The Executive Director’s duties shall include the following:

- a) Managing all operational activities and administrative policies of the Corporation;
- b) Acting as principal public relations officer of the Corporation;
- c) Assisting in the development and execution of the Corporation’s strategic initiatives and objectives and the Corporation’s consolidated annual budget;
- d) **Executive Director to approve budgeted expenses and expenditures and non-budgeted expenses and expenditures of up to \$15,000.**

Brief statement of changes made:

Article VIII, Section 7(d) (addressing the role of the Executive Director) is amended to allow the Executive Director to approve budgeted expenses and expenditures and non-budgeted expenses and expenditures of up to \$15,000. The bylaws only allow the Executive Director to approve non-budgeted expenditures of up to \$10,000. This increases this amount to \$15,000. The Executive Director will bring such approvals to the Executive Committee’s attention by email and at the next Executive Committee Meeting.

- e) **The Executive Director will present to the Executive Committee for approval non-budgeted expenses greater than \$15,000.01 and up to \$50,000.**

Brief statement of changes made:

In accordance with the proposed change to Article VIII Section 7(d), Article VIII, Section 7(e) is also amended to reflect that the Executive Director will present to the Executive Committee for approval non-budgeted expenses greater than \$15,000.01 and up to \$50,000.

- f) Monitoring the cash flow, accounts receivable and accounts payable activities; and
- g) Providing the Board of Directors with monthly and annual financial reports. In addition, the Executive Director shall have such other duties as the President and/or Secretary may delegate and such other duties as the Board of Directors may prescribe.