

**NOTICES
OF
EXCELSIOR-LAKE MINNETONKA CHAMBER OF COMMERCE**

PLEASE TAKE NOTICE that on October 15, 2018 the Excelsior-Lake Minnetonka Chamber of Commerce adopted a resolution approving amendment to the Bylaws of the Excelsior-Lake Minnetonka Chamber of Commerce, attached as Exhibit A, and the resolution approving amendment to the Bylaws of the Excelsior-Lake Minnetonka Chamber of Commerce is being given to you in accordance with Subparagraph 1 of Article 9 of the Bylaws of the Excelsior-Lake Minnetonka Chamber of Commerce.

PLEASE TAKE NOTICE that on November 15, 2018 at 8:30 a.m. at 37 Water St., Excelsior, MN 55331 the Excelsior-Lake Minnetonka Chamber of Commerce shall hold its annual meeting and at said annual meeting the Directors of the Excelsior-Lake Minnetonka Chamber of Commerce will approve amendment of the Bylaws. A statement of the current Bylaw provision and proposed amendment are attached as Exhibit B.

EXHIBIT A

**RESOLUTION APPROVING AMENDMENT
TO THE BYLAWS OF THE
EXCELSIOR-LAKE MINNETONKA CHAMBER OF COMMERCE**

WHEREAS, the Bylaws of the Excelsior-Lake Minnesota Chamber of Commerce were previously approved and adopted; and

WHEREAS, the Directors of the Excelsior-Lake Minnetonka Chamber of Commerce desire to amend subparagraph 1 of Article 9 of said Bylaws;

NOW, THEREFORE, BE IT RESOLVED, that the Directors of the Excelsior-Lake Minnetonka Chamber of Commerce hereby consent to, approve, and adopt the following:

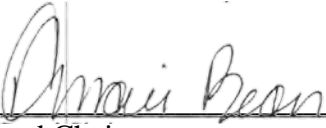
AMENDMENT OF THE BYLAWS:

BE IT FURTHER RESOLVED, that subparagraph 1 of Article 9 of the Bylaws of the Excelsior-Lake Minnetonka Chamber of Commerce shall be amended by deleting subparagraph 1 of Article 9 in its entirety and substituting the following therefor:

“1. Amendment - These Bylaws may be amended or altered by a two-thirds vote of the board of directors at any regular or special meeting, provided that notice for the meeting includes the proposals for amendments. Any proposed amendments or alterations shall be submitted to the board in writing at least 10 days in advance of the meeting at which they are to be acted upon.”

BE IT FURTHER RESOLVED that all other provisions of the Bylaws of the Excelsior-Lake Minnetonka Chamber of Commerce shall remain in full force and effect.

This Resolution is adopted as of the 15th day of October, 2018.



Board Chair



Secretary

EXHIBIT B

Current Version of Subparagraph 1 of Article 9

“1. Amendment - These By-Laws may be amended or altered by a two- thirds (2/3) vote of the entire Board of Directors. Notice of proposed amendments shall be given in the same manner as the Corporation notices the annual membership meeting and shall be given to every voting member of the record as of the date the Board adopts the Resolution of approving Amendment of the By-Laws. Said meeting Notice shall be given at least ten business days before the date of the annual meeting, and not more than 60 days before the date of the meeting and must contain the date, time, and place of the meeting, and advice that at said meeting the Board of Directors will approve amendment of the By-Laws. A statement of the current By-Law provision, if any, and the proposed amendment shall accompany the notice.”

Approved Amendment to Subparagraph 1 of Article 9

“1. Amendment - These Bylaws may be amended or altered by a two-thirds vote of the board of directors at any regular or special meeting, provided that notice for the meeting includes the proposals for amendments. Any proposed amendments or alterations shall be submitted to the board in writing at least 10 days in advance of the meeting at which they are to be acted upon.”