

By-laws main changes proposals 2022-12-31:

Article 3.1

Old: The numbers of director consist of **minimum 9 but no more than 13 members**.

New: The number of directors should be **minimum eleven (11) but no more than seventeen (17)**.

Approved: Yes or No

Article 3.2

Old: The Foundation shall invite several Honorary Directors with the approval of Board of Directors.

New: The Foundation shall invite several Honorary Directors with the approval of Board of Directors. Honorary Directors have no term limit nor voting right.

Approved: Yes or No

Article 3.4

Old: The candidate(s) of board member shall be approved by the Board. The term of Director shall be 4 years and can be re-elected. The Directors' term is staggered so half of Directors are up for reelection every 2 years.

New: The candidate(s) of Board Director(s) shall be approved by the Board with at least two thirds (2/3) of the **full Board**. The term of Director shall be four (4) years and can be re-elected once. The Directors' term is staggered so half of Directors are up for re-election every two (2) years. All Directors should keep their phone numbers and email addresses on file with the Secretary for correspondence of Foundation business.

Approved: Yes or No

Article 3.8

Old: The term of the Chairman shall be **two years** and can be re-elected.

New: The term of the Chairperson shall be two (2) years and can be re-elected once.

Approved: Yes or No

Article 3.9 to add Executive Board

Approved: Yes or No

Article 4.5 deletes the four specific committees, and the board has the power to assign new committees for specific tasks.

Approved: Yes or No

In general, election and removal of directors, honor directors and president shall be approved by the Board with at least two thirds (2/3) of the **full Board**.

Approved: Yes or No

Proposed on December 31, 2022 by

Director: Pochang Hsu _____

Endorsed by:

Director: William Yeh _____

Director: Alven Lam _____

Director: Li-Min Lee _____