

1. **BY DIRECTORS.** The Board of Directors shall have power to make, alter, amend, and repeal the Bylaws of the Society by affirmative vote of a majority of the Board, provided however, that the action is proposed at a regular or special meeting of the Board and adopted at a subsequent regular meeting, except as otherwise provided by law. All Bylaws made by the Board of Directors may be altered, amended, or repealed by the members.

2. **BY MEMBERS.** The Bylaws may be altered, amended, or repealed at any meeting of members of the Society by a majority vote of all the members, represented either in person or by proxy, provided that the proposed action is inserted in the notice of such meeting.

## **IX**

### **EXEMPT ACTIVITIES**

Notwithstanding any other provision of these Bylaws, no member, director, officer, employee, or representative of this Society shall take any action or carry on any activity by or on behalf of the Society not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.