

RESOLUTION OF THE

BOARD OF DIRECTORS

WASHINGTON STATE SOCIETY OF HEALTHCARE ATTORNEYS

WHEREAS, the Board of Directors of the Washington State Society of Healthcare Attorneys (the "Board") amended the organization's Bylaws on April 28, 2006, and on May 28, 2014, and the Board adopted Amended and Restated Bylaws on May 31st, 2017, and these constitute all of the approved amendments to the Bylaws as of the date set forth below; and

WHEREAS, the Board wishes to further amend its Amended and Restated Bylaws, and may do so by the affirmative vote of a majority of the Board at any annual or special meeting;

NOW, THEREFORE, BE IT RESOLVED, that the Board intends to adopt and hereby does adopt the First Amendment to Amended and Restated Bylaws of Washington State Society of Healthcare Attorneys in the form attached hereto, effective upon the date set forth below.

Dated March 23, 2018



Secretary/Treasurer, WSSHA

FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS

OF

WASHINGTON STATE SOCIETY OF HEALTHCARE ATTORNEYS

THIS FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS OF WASHINGTON STATE SOCIETY OF HEALTHCARE ATTORNEYS (the "First Amendment") hereby amends the Amended and Restated Bylaws of Washington State Society of Healthcare Attorneys (the "Amended and Restated Bylaws"), and is in addition to, and does not replace, the Amended and Restated Bylaws of the Washington State Society of Healthcare Attorneys, a Washington non-profit corporation (the "Corporation"), except as provided herein.

1. **Membership Year.** Article 1, Section 1 of the Amended and Restated Bylaws is hereby amended as follows:

The sentence that reads, "For purposes of these Bylaws, a "membership year" shall be from May 1st through April 30th of each year" is deleted and replaced in its entirety by the following:

"For purposes of these Bylaws, a "membership year" shall be the membership year that is fixed by the Board by resolution."


2. **Termination of Membership.** Article 1, Section 3 is amended as follows:

Part (a) of the second sentence is amended in its entirety to read as follows:

". . . (a) automatically, effective as of the first (1st) day of the then-current membership year, in the event the Member's dues remain unpaid as of the first (1st) day of such membership year; . . ."

3. **Effect of First Amendment.** This First Amendment shall modify, but not supersede the Amended and Restated Bylaws of the Corporation. Except as specifically stated in this First Amendment, each and every term, covenant and condition of the Amended and Restated Bylaws shall remain in effect as if this First Amendment did not exist, and shall govern the modified terms contained in this First Amendment.

The undersigned, being the Secretary-treasurer of the Corporation's Board of Directors, hereby certifies that the foregoing First Amendment to the Amended and Restated Bylaws was duly adopted by the Board of Directors, effective as of the 23rd day of March, 2018.

Signature: 
Name: Taylor B. Riley
Title: Secretary-treasurer