



IFM - Feeding Families, Fueling Hope

Phone: 530 265-8132
E-mail: info@interfaithfoodministry.org
Web: www.interfaithfoodministry.org

Interfaith Food Ministry
440 Henderson Street
Grass Valley, CA 95945

To: IFM Board Members
From: Bob Thurman, IFM Board President
Date: January 11, 2016

Subject: Voting Requirements and Bylaws

At our upcoming Annual Meeting on Tuesday, January 26, 2016, your church or organization and the other "Member Churches" of IFM will be asked to vote to approve new Bylaws. A formal "Member Church" vote such as this is rare since the Bylaws give most decisions to the officers and/or directors (aka church representatives). However, IFM's Bylaws require a 2/3 majority vote by the Member Churches to approve Bylaw changes.

To make that January meeting vote possible, please print and complete the attached "Appointment of Member Church Voting Representative" form by January 20. I will contact each of you to pickup the completed form. In many cases, Member Churches will appoint as their voting representative the same person who serves as their IFM church representative/director. Other Member Churches may choose to appoint their pastor or other leader who is planning to attend the January 26 Annual Meeting. In any event, it is critical that your organization appoint someone who can attend the January Annual Meeting so that we will have a quorum and can obtain that needed vote.

The new proposed Bylaws were presented to the IFM board of directors at our November meeting. The church representatives/directors were asked to take those Bylaws, along with a much more "reader-friendly" summary of the changes (in a Memorandum dated November 13, 2015), to their "Member Churches" for review and approval. We realize that different churches and faith communities have different management systems. In some cases there may be a formal process to obtain approval, while in other cases approval can simply be given by the pastor or other leader, or even by the IFM church representative/director. If needed or helpful, we are glad to provide someone to field any questions or concerns you may have. All "Member Churches" need to complete whatever process is necessary to approve the new Proposed Bylaws in advance of our January meeting.

It is key to note that nothing in the new proposed Bylaws changes the way IFM is governed, nor the rights to its assets, nor the relative power and control by the member churches, directors, and officers. Instead, the motivating reason for restating the Bylaws is to create a set of "working Bylaws" that reflect applicable law, along with existing director and church rights and duties, for easy reference. These new Bylaws have been recommended by IFM's legal counsel, and have been reviewed and approved by IFM's executive committee. The substantive changes to the Bylaws are explained in the second page of the previously mentioned November 13 Memorandum.

We appreciate your cooperation and help with this important matter!

Blessings,
Bob Thurman



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Appointment of Member Church Voting Representative

For purposes of the January 26, 2016 Annual Meeting of the Member Churches

of Interfaith Food Ministry of Nevada County, we, _____

_____ (name of "Member Church"),

appoint _____ (name of person)

to vote on our behalf.

Dated: January _____, 2016

(signature)

(print name)

(title)