

## **NOTICE OF SPECIAL MEETING – BY-LAWS CHANGE**

In accordance with Fayerweather By-Laws, Article XVI, you are hereby notified that there will be a Special Meeting on April 9, 2010 at 7:30 pm at FYC for a change to the FYC By-Laws. Specifically, the change is as follows:

Addition to the By-Laws:

### **Section XXIV – Indemnification of Officers and Board Members**

To the extent permitted by applicable law now or hereafter in effect, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was at any time a director or officer of the Club shall be indemnified by the club for judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred in connection with or as a result of such action, suit or proceeding, indemnification hereunder shall continue as to a person who has ceased to be a Board Member or Officer of the Club and shall inure to the benefit of the heirs, executors and administrators of such a person. The Club shall at all times carry errors and omissions insurance insuring all Officers and Board Members in a sum adequate to cover the total assets of the Club.