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October 4, 2007

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**VIA MAIL & EMAIL [parafarm1@mindspring.com](mailto:parafarm1@mindspring.com)**

Ms. Mhari Peschel  
10220 WCR 1  
Longmont, CO 80504

**Re: NESSFTA By-Law Amendments**

Dear Mhari:

As you know, I agreed last year to prepare draft language to implement a possible By-Law Amendment, one to expand the number of Directors serving on the Board of the NESSFTA. Accordingly, I have prepared an appropriate Report and am enclosing it with this letter. As noted below, I am "cc'ing" Don Brunn and Bob Montler.

I do apologize, Mhari, in terms of getting this to you at the "last minute." Unfortunately, my "hobby" of practicing law sometimes slows down my work on Springer activities. Nevertheless, I am emailing this letter and the enclosed Report to you, which I hope you can post in time to meet the 30 day rule. (If there is any glitch in transmission, please call my Secretary—Connie Gioia 312/609-5526. Also note that Connie is sending the email copy of this letter and Report from her email address.)

See you next month!

Cordially,



David H. Hopkins

DHH/cg  
(with enclosures- via mail & email)  
cc: Mr. Don Brunn  
Mr. Robert Montler

**Report on Proposed Amendment to  
NESSFTA By-Laws to Expand Board**

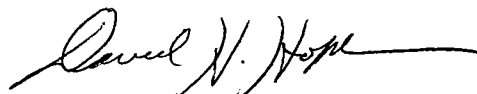
At the 2006 NESSFTA Delegates meeting, the undersigned suggested a modification to the existing By Laws (primarily *Article VIII, Section 1*) to expand the number of Directors so that the Board would include more persons than just the incumbent officers. The rationale was that, if several more Directors were added, for staggered three year terms, continuity in management would be enhanced. There appeared to be a positive reaction to the idea, and the undersigned agreed to prepare a report setting forth specific language for implementing the suggestion.

Subsequently, on closer review of the NESSFTA By-Laws Section relating to Directors, the undersigned became concerned about the specificity for “geographical balance” on the Board, as seemly required under the current *Section 1*. In all likelihood, such requirement has been ignored in some past years. Accordingly, an additional change to the key provision is set out below, so that the proposed language entails somewhat more flexible language as to the “geographical balance” concept.

In addition, in light of the suggested expansion of the Board, a correlative change to *Article IX, Section 4* is also submitted. This change is to mechanically revise the language relative to the annual election so that it refers to an election of both Officers and Directors, not just the former.

In light of the above points, the suggested “re-writes” of *Article VIII, Section 1 and Article IX, Section 4*, are set out in Attachment I (“Redlined” Version) and Attachment II (“Clean” Version), appended hereto.

Respectfully submitted,



David H. Hopkins

Redlined Version

Revisions to Article VIII, Section 1:

“SECTION 1. The control and general management of this Club shall be vested in a Board of Directors made up of the officers of the Club, plus three At Large Directors. One such director shall be selected from an area comprising all states on the Atlantic seaboard, the New England States, and the states of West Virginia and Pennsylvania. Another director shall be selected from the states west of the eastern boundaries of Montana, Wyoming, Colorado, and New Mexico. Another director shall be selected from the area comprising the remaining states. The balance of the directors may be selected without regard for domicile. Except as otherwise provided herein, each At Large Director shall serve a term of three years, with one At Large Director in each of three Classes, with staggered terms. A Class I At Large Director shall be one who (or whose predecessor) commenced a one-year term in the first full fiscal year of the Club commencing after adoption of this By-law; and, correspondingly, Class II and Class III At Large Directors shall be ones who (or whose predecessors) each commenced a two-year or three-year term in such first full fiscal year, respectively. After an initial term of one or two years, each Class I and Class II At Large Director shall serve a term of three years. To the extent practicable, the nominating committee each year, in determining its proposed slate, shall give substantial weight to maximizing geographical balance on the Board, in terms of the different regions of the United States in which field trials are held.”

Revisions to Article IX, Section 4:

“SECTION 4. Annual Meeting:

“ . . . .

“The fifth order of business shall be the election of officers and Directors. For this purpose, the retiring President shall appoint a nominating committee of five which shall be approved by the Board of Directors. Such nominating committee shall be appointed not less than sixty (60) days prior to the meeting. The delegates are to be informed of the nominees and the chair shall at that time entertain a motion from the floor for other nominees. After the close of the nominations, the President shall call for the vote which shall be by secret ballot. He shall appoint three (3) delegates to distribute, collect and tally the votes, and thereafter announce the newly elected officers, Directors and At Large Director(s), who shall be the directors of the Club taking take office January 1 of the succeeding year.

“ . . . .”

Clean Version

Revisions to Article VIII, Section 1:

“SECTION 1. The control and general management of this Club shall be vested in a Board of Directors made up of the officers of the Club, plus three At Large Directors. Except as otherwise provided herein, each At Large Director shall serve a term of three years, with one At Large Director in each of three Classes, with staggered terms. A Class I At Large Director shall be one who (or whose predecessor) commenced a one-year term in the first full fiscal year of the Club commencing after adoption of this By-law; and, correspondingly, Class II and Class III At Large Directors shall be ones who (or whose predecessors) each commenced a two-year or three-year term in such first full fiscal year, respectively. After an initial term of one or two years, each Class I and Class II At Large Director shall serve a term of three years. To the extent practicable, the nominating committee each year, in determining its proposed slate, shall give substantial weight to maximizing geographical balance on the Board, in terms of the different regions of the United States in which field trials are held.

Revisions to Article IX, Section 4:

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. . . .”