

Amendments to the following sections of the Destinations Credit Union By-laws were approved by the membership during the Annual Meeting held March 16, 2023 and subsequently submitted to the Office of the Commissioner of Financial Regulation for the State of Maryland.

The amendments* to the following Articles of the By-laws were granted final approval by the State and are in effect as of May 31, 2023:

ARTICLE VII – Board of Directors

Section 1. The Board of Directors shall consist of no more than nine (9) members and not less than five (5) members as may be designated by resolution by the majority of the entire Board of Directors. The term of office for existing Destinations Credit Union Directors remains unchanged at three (3) years.

ARTICLE VIII – Supervisory Committee

Section 3. The regular meeting of the Supervisory Committee shall be held quarterly at a minimum, but the Committee may meet as frequently as it deems necessary to carry out its duties and responsibilities.

ARTICLE X – Meetings of Members

Section 2. Notice of all meetings shall be given by the Secretary who shall at least seven (7) days before the date of such meeting: (a) Post a notice thereof containing the day, hour and place of the Meeting, in a conspicuous place in the office of the Credit Union and, (b) mail to or hand to each member a written notice thereof. This Credit Union may permit virtual attendance and participation in the annual meeting provided that an in-person meeting complying with the geographic requirements of this paragraph is also held.

Section 4. *Emergency exception to in-person quorum requirement.* This credit union may hold its annual meeting of the members, the required in-person regular meeting of the Board of Directors under Article VII, and special member meetings for authorized purposes under Article X of these bylaws, virtually and without an in-person quorum if all of the following conditions apply and are certified in meeting minutes by a resolution of the majority of a quorum of the Board of Directors:

- a) At least one of the following is located in an area where a federal, state, or local authority has declared a state of emergency or major disaster:
 1. all or part of a community the credit union serves; or
 2. the credit union's headquarters.
- b) The credit union has the technological capacity to facilitate virtual meeting attendance, voting, and participation.
- c) Members receive at least seven days' advance notice of the change of a member meeting to a virtual meeting format and appropriate instructions for how to join, participate, and vote during the virtual meeting.
- d) General or specific regulatory guidance has been issued notifying the credit union that it is appropriate to invoke this bylaw provision.

ARTICLE XIV – Amendment of By-Laws

Section 1. These By-Laws may be amended as allowed per MD Code, Financial Institutions §6-320, *Amendments to Articles of Incorporation*. If membership approval is required, proposed By-Law changes can be voted on by the members at an annual or special meeting called for the purpose, by a two-thirds vote of those present and entitled to vote, provided that a copy of the proposed amendments, together with a written notice of the meeting, shall have been delivered to each member either electronically or by U.S. mail at least seven days prior to said meeting. No amendments shall become operative until they have been approved by the Commissioner of Financial Regulation.

**This list only includes the specific portions that were amended and are not inclusive of the By-Laws in their entirety.*