2018 ELECTIONS AND PROPOSED BYLAW AMENDMENT OVERVIEW

Lynne Christensen
CRRC Board Secretary

Membership Meeting
Sacramento, CA
May 18, 2018


• Per Article 3, Section 3 of the CRRC Bylaws:

“Each member shall be entitled to one vote on all matters brought before the membership, except that a member and its employees and subsidiaries (if any and despite whether they have independently become members of the Corporation) shall only be entitled to one collective vote. However, multiple members that are direct or indirect subsidiaries of another member company are each entitled to a vote, provided that the parent company member does not also vote. Each member shall designate, in writing, one representative who shall exercise the member’s vote. Such designation may be changed by submitting a letter delivered to the Secretary of the Corporation.”
• Per Article 4, Section 3 of the CRRC Bylaws:

“In the event of a tied vote in the election of the Board of Directors that results in one or more Board of Director seats being unfilled, a tiebreaker election will be held to resolve the tie. The tiebreaker election will be conducted immediately if a quorum of members is present, or otherwise within 45 days of the initial vote. The tiebreaker election will be conducted to select from among the candidates that tied in the initial election, and will be subject to the same provisions as described by these bylaws. All eligible members may vote in the tiebreaker election, regardless if they voted or not in the original election.”
Class "A" Membership Candidates

- Jerry Beall, Seaman Corporation
- Jeffrey Blank, SR Products
- Mark Gallant, DECRA Roofing Systems, Inc.
- James R. Kirby, GAF *
- Comil Kohan, American Standard Coatings
- Hal Arthur Leland, Western Colloid

* Seeking election for term 2 of 3

Class "B" Membership Candidates

- Philip D. Dregger, Technical Roof Services *
- Richard Slomko, Atlas Material Testing Technology

* Seeking election for term 3 of 3
1. Extension of number of consecutive terms for Board Directors from three (3) to four (4)
   - Each term is three (3) years
   - Extends total service from nine (9) to twelve (12) years
   - Directors must still run for re-election with every term
   - After serving allowable terms, Directors must wait one election cycle before being eligible to run again

2. Clarification that only voting members of the Board are considered for quorum and decision making
   - No change to existing policy (clarification only)
3. Addition of Past Chairmen as non-voting Ex-Officio members of the Board of Directors
   - Any willing past Chairman may serve
   - Retains knowledge and continuity on Board of Directors

4. Update References from “Administrator” to “Executive Director” in multiple places in Bylaws
   - Reflects changes to management structure
Please submit ballots to staff by morning break (scheduled at 10:20 AM)
QUESTIONS?