

RESOLUTION AMENDING THE BYLAWS OF
THE ONSLOW WATER AND SEWER AUTHORITY

WHEREAS, certain portions of the Authority's Bylaws need to be updated to comply with the North Carolina General Statutes; and

WHEREAS, N.C. Gen. Stat. § 162A-6(a)(1) provides for the adoption of bylaws by the Board of Directors; and

WHEREAS, the Board of Directors desires to amend the existing Bylaws to conform to State statute.

NOW, THEREFORE, THE BOARD OF DIRECTORS FOR THE ONSLOW WATER AND SEWER AUTHORITY DO TH RESOLVE:

1. The following Articles of the Bylaws of the Onslow Water and Sewer Authority are amended and rewritten to read as follows:

- a. ARTICLE III
MEETINGS

5. QUORUM – A majority of the membership of the Authority shall constitute a quorum, and the affirmative vote of a majority of all of the Directors of the Authority shall be necessary for any action taken by the Authority.

No vacancy in the membership of the Authority shall impair the right of a quorum to exercise all the rights and perform all of the duties of the Authority. Unfilled vacancies shall not be used to establish the absence of a quorum.

- b. ARTICLE VI
COMPENSATION: EXPENSES

1. COMPENSATION OF DIRECTORS — For their services as such, the Directors may be paid a per diem compensation set by the Board of Directors which shall not exceed the total amount of four thousand dollars annually.
2. EXPENSES — Directors shall be entitled to reimbursement for the amount of actual expenses incurred by them in the performance of their duties. The Directors may make policies concerning such reimbursement.
3. COMPENSATION OF PERSONS OTHER THAN DIRECTORS

— The Executive Director, officers, attorney, agents, and employees of the Authority shall receive such compensation and expense reimbursement as the Directors may approve by resolution or otherwise adopted. Compensation for employees shall be in accordance with a formally adopted pay and classification system.

c. ARTICLE XII
 AMENDMENTS

The Directors shall have the power to alter, amend, and repeal the Bylaws.

2. All the rest and remainder of the Bylaws shall remain in full force and effect as previously adopted.

3. These amendments shall be effective upon adoption.

This the 8th day of September, 2011.