

BYLAWS
OF
NATIONAL LITIGATION SUPPORT SERVICES ASSOCIATION

ARTICLE I - PURPOSE

The purposes of the corporation are as stated in its Articles of Incorporation as amended from time to time.

The corporation also has such powers as are now or may hereafter be granted by the General Not For Profit Corporation Act of the State of Illinois.

ARTICLE II - OFFICES

Section 1. Classes of Members: There shall be two classes of memberships in the corporation: (a) founding members; and (b) general members. The founding members shall be: Berger Goldstein & Company, Correll Krywko Harrell Morgante & Button, Lazar Levine & Company, Swallen & Lewhun, Wilkerson Guthmann & Johnson, Ltd., Trien Rosenberg Felix Rosenberg Barr & Weinberg.

Section 2. Eligibility for General Membership: Any company shall be eligible for general membership if, in the opinion of the executive committee (as defined in Section 1 of Article VII of these bylaws) as set forth in Section 4 of this Article III, such company is engaged in providing accounting services to law firms in the area of legal support and has demonstrated active involvement, capability and commitment in providing and promotion of such services to law firms.

Section 3. Definition: A “company” is any corporation, partnership, sole proprietorship, or other entity organized for profit.

Section 4. Application and Admission of Members: Application for general membership in the corporation shall be made to the executive committee in writing on application forms provided for that purpose. Such application for membership shall be reviewed by the executive committee and upon the approval of a majority of the members of the executive committee, such applicant shall become a member of the corporation.

Section 5. Voting Rights: Each founding and each general member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 6. Termination of Membership: The board of directors, by affirmative vote of a majority of all of the members of the board, may suspend or expel a member for cause, and may, by majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership.

Any member in default of payment of dues established under Article X of these bylaws shall be ipso facto suspended from all privileges for membership, and if, after written notice,

such default be not cured within a period of sixty days, the membership of such member shall automatically cease and terminate.

Section 7. Resignation: Any member may resign by filing with the executive committee a written resignation stated to take effect not sooner than ninety days, and any founding member may resign during its first year of membership by filing with such committee a written resignation which may take effect immediately, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid or which shall become due prior to the effective date of such resignation.

Section 8. Former Members: Upon written request signed by a former member and filed with the executive committee, the executive committee may, by the affirmative vote of a majority of the members of such committee, reinstate such former member to membership upon terms as such committee may deem appropriate.

Section 9. Transfer of Membership: Membership in this corporation is not transferable or assignable.

ARTICLE IV - MEETINGS OF MEMBERS

Section 1. Annual Meeting: An annual meeting of the members shall be held each year on such date as the board of officers shall fix, for the purpose of electing officers and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held the next succeeding business day. If the election of officers shall not be held on the day designated for any annual meeting, or any adjournment thereof, the board of officers shall cause the election to be held at a special meeting of the members as soon as thereafter as conveniently may be. Members of each class shall be invited to and shall receive notice of each meeting of the members.

Section 2. Special Meetings: Special meetings of the members may be called by the president, the executive committee, or not less than one-fifth of the members having voting rights.

Section 3. Attendance of Guests: Guests may attend any meeting of the members on the invitation or approval of the president or executive committee.

Section 4. Place of Meeting: The executive committee may designate any place, either within or without the State of Illinois, as the place of meeting for any annual meeting or for any special meeting called by the executive committee. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Illinois; but if all of the members shall meet at any time and place, either within or without the State of Illinois and consent of the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 5. Notice of Meeting: Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, personally, via e-mail or FAX, or by mail, to each member entitled to vote at such meeting, not less than five nor more than sixty days before the date of such meeting, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or by these bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

Section 6. Informal Action by Members: Any action required by law to be taken at a meeting of the members, or any action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by the members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to vote thereon were present and voting. Such consent shall be effective only if: (a) at least five days prior to the effective date of such consent, a notice written of the proposed action is delivered to all of the members entitled to vote with respect to the subject matter thereof and (b) after the effective date of such consent, prompt notice in writing of the taking of the corporate action without a meeting is delivered to those members entitled to vote who have not consented in writing.

Section 7. Quorum: The members holding a majority of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 8. Proxies: At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

ARTICLE V - BOARD OF DIRECTORS

Section 1. Number, Tenure and Qualifications: The number of directors shall be equal to the number of members of the corporation. Except as otherwise provided herein, each director shall hold office until his or her successor shall have been appointed by the member firm; provided, however, that the term of office of any director shall terminate when and if the member having elected such director ceases to be a member of the corporation.

Section 2. Election of Directors: At each annual meeting of the members each member shall be entitled to appoint one director who is a representative of such member's management to represent such member on the board of directors of the corporation.

Section 3. Failure to Attend Meetings: The term of office of any member of the board of directors shall automatically terminate if and when such director has failed to attend three consecutive meetings of the board of directors. For the purposes of this section, all meetings of the board of directors held during the general meeting of the members are considered as one meeting.

Section 4. Annual Meeting: An annual meeting of the board of directors shall be held without prior notice immediately following the annual meeting of the members for the purpose of electing officers and for the transaction of such other business as may come before the meeting.

Section 5. Special Meeting: Special meetings of the board of directors may be called by or at the request of the president or a majority of the appointed directors from those member firms in good standing. The person or persons authorized to call special meetings of the board may fix any place, either within or without the State of Illinois, as the place for holding any special meeting of the board called by them.

Section 6. Notice: Notice of any special meeting of the board of directors shall be given at least fourteen days previously thereto by written notice delivered personally, or sent by mail, e-mail, FAX, telecopy or telegram to each director at his or her address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by telecopy, such notice shall be deemed to be delivered when transmission is confirmed by the sender. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegram company. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these bylaws.

Section 7. Quorum: A majority of the entire membership of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board, provided, that if less than a majority of the entire membership of the board of directors is present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 8. Manner of Acting: The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, except where otherwise provided by law or by these bylaws.

Section 9. Vacancies: Any vacancy occurring in the board of directors shall be filled by the board of directors. Any directorship to be filled by reason of the admission of a new member shall be filled by such member.

Section 10. Compensation: Directors as such shall not receive any stated salaries for their services, but by resolution of the board of directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each annual or special meeting of the board; provided, however, that nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensating therefore.

Section 11. Informal Action by Directors: Any action required by law to be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors entitled to vote.

Section 12. Advisors to the Board: The board of directors may elect persons to serve as advisors to the board, each such advisor to serve for a term ending at the conclusion of the annual meeting of the board of directors following such election. Advisors to the board shall have the right to receive notice of and to attend every meeting of the board and the members, and to participate in discussion at such meetings. Advisors to the board shall, however, have no voting rights whatsoever. Advisors to the board may be re-elected.

ARTICLE VI - OFFICERS

Section 1. Officers: The officers of the corporation shall be elected by the board of directors and shall consist of a president, one or more vice presidents, a treasurer and a secretary, Chair of the Education and Training Committee, the Chair of the Nominating Committee and such other officers as may be elected in accordance with the provisions of this Article VI. The board of directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the board of directors. Any two or more offices may be held by the same person, except the offices of president and secretary.

Section 2. Election and Term of Office: The officers of the corporation shall be elected annually by the board of directors at the annual meeting of the board of directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. The Executive Committee shall present to the assembled Board a slate of nominees recommended by the Nominating Committee and approved by the Executive Committee. Additionally, nominations may be put forth from any member of the Board of Directors prior to a call for the vote to approve the slate of offices put forth. If no nominations are put forth by a member of the Board, the Board shall vote on the recommended slate *in toto*. If a nomination(s) is/are put forth by a member of the Board, the vote for the office to which the nomination relates shall be conducted by secret ballot, with a majority of votes tallied declaring the winner. The Board shall vote on the remainder of the recommended slate *in toto*. Vacancies may be filled or new offices created and filled at any meeting of the board of directors. Each officer shall hold office until his or her successor shall have been duly elected and shall have

qualified; provided, however, that the term of office of any officer who is also a director at the time of his or her election shall terminate when and if such persons ceases to be a director.

Section 3. Removal: Any officer or agent elected or appointed by the board of directors or the Executive Committee may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

Section 5. President: The president shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. The president: (a) shall preside at all meetings of the members and of the board of directors; (b) may sign, with the secretary or any other officer of the corporation authorized by the board of directors, any deeds, mortgages, bonds, contracts, or other instruments which the board of directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors or by these bylaws or by statute to some other officer or agent of the corporation; and (c) in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

Section 6. Vice President: In the absence of the president, or in the event of his or her inability or refusal to act, the vice president, or the senior vice president in the event there is more than one vice president, shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. The vice president shall perform such other duties as from time to time may be assigned by the president or by the board of directors. In the event there shall be more than one vice president, a vice president designated by the board of directors shall be the senior vice president, or in the absence of such designation, the first vice president elected by the board of directors shall be the senior vice president.

Section 7. Treasurer: If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the board of directors shall determine. The treasurer: (a) shall have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipt for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositaries as shall be selected in accordance with the provisions of Article XI of these bylaws; and (c) in general perform all the duties as from time to time may be assigned by the president or by the board of directors.

Section 8. Secretary: The secretary (a) shall keep the minutes of the meetings of the members and of the board of directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation, if any, and see that the seal of the corporation is affixed to all documents, if required; (d) keep a register of the post office address of each member which shall be furnished to the secretary by such member; and (e) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the president or by the board of directors.

Section 9. Assistant Treasurer and Assistant Secretaries: If required by the board of directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine. The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned by the treasurer and the secretary or by the president or the board of directors.

Section 10. Officer Succession; Qualifications for Office:

- (A) Officer Succession: Upon the expiration of their terms of office, the vice president will automatically ascend to the office of president and the treasurer will automatically ascend to the office of vice president. The secretary shall automatically ascend to the office of the treasurer. The secretary and any vacancies created by resignation or removal of an officer(s) from the Executive Committee shall be elected annually. The immediate past president will remain on the executive committee until the adjournment of the following annual meeting.
- (B) Qualifications for Office: Candidates for the office of treasurer and secretary be recommended by the Nominating Committee and approved by the Executive Committee, or nominated and elected at large by the board of directors. previously have served at least a one-year term on the executive committee or as chair of an associate committee.

ARTICLE VII - COMMITTEES

Section 1. Executive Committee: An executive committee shall be constituted, consisting of the officers of the corporation elected by the board of directors. The executive committee shall consist of two or more directors and a majority of its members shall be directors. The president shall serve as chairman of the executive committee.

The executive committee shall have full power and authority to accept or deny membership in the corporation to any company that has applied for such membership pursuant to Section 4 or Article III hereof. The executive committee shall have and exercise all powers and authority of the board of directors in the management of the corporation to the extent to which such power and authority may be delegated by the law and subject to the bylaws of the

corporation. However, the executive committee shall, in the exercise of its powers hereunder, take no action which is inconsistent with a duly adopted resolution of the board of directors and shall report all of its actions to the board of directors.

Meetings of the executive committee may be called by the president from time to time or by any two members of the executive committee. Notice of such meetings shall be given to each member of the executive committee at least two days before the meeting, either orally or in writing, delivered personally or by mail, e-mail or FAX, telephone, telecopy or telegram.

A majority of the members of the executive committee shall constitute a quorum for the transaction of business at any meeting of the executive committee, and the act of a majority of the members of the executive committee present at a meeting at which a quorum is present shall be the act of the executive committee. If a proposal or motion is put to a vote of the executive committee and an equal number of members of the executive committee vote both for and against such proposal or motion, then the matter shall be referred to the board of directors for consideration and action at its next meeting.

Any action which may be taken at a meeting of the executive committee may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the executive committee entitled to vote.

Section 2. Newsletter Committee: A newsletter committee shall be constituted and shall consist of such persons as the board of directors shall determine. The newsletter committee shall design the corporation's newsletter and plan each issue of such newsletter. The newsletter committee shall from time to time consult with and assign various tasks to members of the corporation for the purpose of gathering technical advice and assistance in the production of the corporation's newsletter.

Section 3. Education and Training Committee: (need to define duties & responsibilities)

Section 4. Nominating Committee: (need to define duties & responsibilities)

Section 5. Additional Committee of Directors: Upon recommendation of the president, or upon its own initiative, the board of directors, by resolution adopted by a majority of the directors in office, may designate one or more additional committees, each of which shall consist of two or more directors and a majority of the members of which shall be directors. Such committees, to the extent provided in said resolution, and subject to limitations required by statutes, shall have and exercise the authority of the board of directors in the management of the corporation, but the designation of such committees and the delegation thereto of authority shall not operate to relieve the board of directors, or any individual director, of any responsibility imposed upon it, him or her by law.

Section 6. Other Committees: Upon recommendation of the president, or upon the invitation of the board of directors, other committees not having and exercising the authority of

the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation, and the president of the corporation shall appoint the members thereof.

Section 7. Term of Office: Each member of any committee shall serve at the pleasure of the board.

Section 8. Chairman: One member of each committee shall be appointed chairman.

Section 9. Vacancies: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 10. Quorum: Unless otherwise provided in the resolution of the board of directors designating committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 11. Rules: Each committee may adopt rules of its own government not inconsistent with these bylaws or with rules adopted by the board of directors.

ARTICLE VIII - TERRITORIAL RULES

The board of directors may authorize the organization of one or more regions or territories of the corporation's members and adopt rules and regulations with respect thereto.

ARTICLE IX - CERTIFICATE OF MEMBERSHIP

Section 1. Certificates of Membership: The board of directors may provide for the issuance of certificates evidencing membership in the corporation, which shall be in such form as may be determined by the board. Such certificates shall be signed by the president and any other officers designated by the president. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated or destroyed, a new certificate may be issued therefore upon such terms and conditions as the board of directors may determine.

Section 2. Issuance of Certificates: When a member has been elected to membership and has paid any initiation fee and dues that may be required, a certificate of membership shall be issued in its name and delivered to such member if the board of directors shall have provided for the issuance of certificate of membership under the provisions of Section 1 or this Article IX.

ARTICLE X - DUES

Section 1. Annual Dues: The board of directors may determine from time to time the amount of initiation fee, if any, and annual dues payable to the corporation by its members.

(A) As of (date) the revised dues structure will be as follows:

(B) Memberships may be sold on a non-exclusive territory in the following manner: A member in an open territory may join as either an exclusive or non-exclusive member. Should the prospective member *initially* join as a non-exclusive member, and subsequently the Association wishes to accept a firm’s application for exclusive membership, the non-exclusive member shall be required to surrender their membership. However, prior to acceptance of the second applicant, the current non-exclusive member shall be given the right of first refusal to convert their membership to an exclusive membership.

Section 2. Payment of Dues: Dues shall be payable one year in advance upon acceptance of membership and each year in advance thereafter or at such time or times the board of directors shall determine.

<i>Geographical Territories</i>	<i>Annual Membership License*</i>	
MSA Population	Exclusive ⁽¹⁾	Non-Exclusive ⁽²⁾
Ranks 1-33, > 1.6MM	\$3,500	\$2,800
Ranks 34-66, < 1.6MM, > 900K	\$2,500	\$1,800
Ranks < 66, < 900K	\$1,500	\$ 800

(A) Annual dues shall be billed in January to

all members for the coming year. New members shall be assessed dues for the current year in which their membership has been approved in accordance with the following schedule:

Calendar Quarter in Which Membership Is Approved	Portion of Annual Dues to Be Paid
<i>First</i>	100%
<i>Second</i>	80%
<i>Third</i>	60%
<i>Fourth</i>	30%

(B) Current member firms which have not yet been billed for 2004 fees shall be billed at the new rate, but at the above prorated schedule, for the balance of 2004, and will be billed in full in January 2005 for the 2005 membership fees.

(C) Tuition fees. In addition to annual membership fees, an advance tuition fee of \$325

is due and payable with the annual membership fee. There is no proration of the tuition fee, and it is applied to the cost of the Association annual conference regardless of whether or not the member firm sends an attendee to the conference. A member firm may send additional attendee to the annual conference for a tuition cost of \$300 per attendee.

Section 3: Member Firm Marketing Materials and Benefits.

(A) *From The Witness Stand*. A proprietary 4-page, 4-color newsletter for exclusive members customized with the firm’s information designed as a firm mailout to attorney clients, and offered at a 20% discount from the non-member price. The newsletter will be marketed in exclusive territories if the exclusive member declines to subscribe, and in open territories.

	Quarterly Cost (annual subscription required)			
	Number of Copies Requested			
	250	500	1,000	1,500
PDI’s <i>The Expert</i> to NLSSA Members	<i>Unknown</i>	\$1,100.00	<i>Unknown</i>	<i>Unknown</i>
<i>From the Witness Stand</i> - Non-Members	\$642.50	\$920.00	\$1,517.50	TBD
<i>From the Witness Stand</i> – NLSSA Members	\$512.50	\$737.50	\$1,215.00	TBD
Number of Members Subscribing	NLSSA Subsidy Per Quarter			
<5	\$1,000.00			
6-10	\$ 550.00			
11-16	\$ 250.00			
>16	\$ 0.00			

(B) *National Litigation Consultants’ Review*. A monthly 12-page newsletter including articles on business valuation for the litigation practitioner, practice tips, expert witness “war stories” and horror stories, and more. Directed exclusively to the testifying financial expert. Delivered monthly electronically in PDF format and fully word-searchable thereby allowing the creation of an electronic library.

<i>National Litigation Consultants’ Review</i>	Annual Subscription Fee
Non-credentialed non-member	\$249.00
Credentialed non-member	\$199.00
NLSSA member	\$179.00

(C) *Weekly E-letter, published 37 weeks per year* (summer months and Christmas holidays excluded when many readers are out of office.) Content for a single-subject (per letter) addressing litigation support, expert witness, damages, and business valuation issues designed to be formatted into HTML for electronic distribution to a firm’s

electronic distribution list. A firm formats an HTML shell with their logo, firm information, and other proprietary information into which the content may be inserted. Assistance with development of the HTML shell is available at no additional cost.

Weekly E-Letter	Annual Subscription Fee/Paid Monthly
NLSSA member (w/o NLSSA subsidy)	\$6,475.00/\$539.58
NLSSA member (w/NLSSA subsidy)	At the determination of the XComm

(D) *Attorney marketing seminars.* PowerPoint seminars with speaker notes, designed to demonstrate the presenter’s expertise as an expert witness in the fields of fraud detection, damages calculations, business valuations, and ethics. Courses have been approved for CLE in Florida, and assistance is available in obtaining CLE approval from the purchaser’s state Bar association. Not available for purchase in Florida.

Attorney Seminars	Price Per Each
General Public	\$995.00
Non-NLSSA members, but subscribers to <i>NLCR</i>	\$795.00
NLSSA members	\$650.00

ARTICLE XI - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts: The board of directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or executive and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confirmed to specific instances.

Section 2. Checks, Drafts, Etc.: All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors. In the absence of such determination by the board of directors, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or a vice president of the corporation.

Section 3. Deposits: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the executive committee may select.

Section 4. Gifts: The board of directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purpose of any special purpose of the corporation.

ARTICLE XII - BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its board of directors and committees having any of the authority for the board of directors.

ARTICLE XIII - FISCAL YEAR

The fiscal year of the corporation shall be as determined from time to time by resolution of the board of directors.

ARTICLE XIV - SEAL

The board of directors may adopt a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words Corporate Seal, Illinois.

ARTICLE XV - WAIVER OF NOTICE

Whenever any notice of whatever is required to be given under the provisions of the General Not For Profit Corporation Act of Illinois or under the provisions of the Articles of Incorporation or bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVI - AMENDMENTS TO BYLAWS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by a majority of the directors present at any regular meeting or at any special meeting, provided that at least ten days' written notice is given of intention to alter, amend or repeal or to adopt new bylaws at such meeting.