DRAFT FOR REVIEW OF THE MANAGEMENT COMMITTEE JULY 24, 2003

Proposed Amendments to Article IV of the Management Committee By-Laws

4.17 The Chairperson, at his or her discretion, may propose, when the Management Committee agenda is posted, that a regular meeting of the Management Committee be converted to a conference call. The Chairperson shall consider comments of the Members, if any, in determining whether to convert a Management Committee meeting to a conference call. In proposing a conference call, the Chairperson shall consider the Management Committee's preference for in-person meetings and whether converting the meeting to a conference call would adversely affect the conduct of such meeting. The Chairperson shall provide Members with notice three days in advance of a Management Committee meeting if such meeting has been converted to a conference call.