

March 31, 2011

Dear Fellow BIMC Members:

We are writing regarding proposed revisions to the BIMC's Articles of Incorporation and By-Laws. As they stand now, the Articles of Incorporation and By-Laws have generally served the BIMC well over the years. But, as recently noticed by many BIMC members, both documents are in need of some revisions in order to have them comply with Washington state statutes and to make them more consistent with the BIMC's makeup and objectives.

As just one example, the BIMC's Articles of Incorporation were filed in 1961 under RCW 24.04, Washington's non-profit corporation act then in effect. RCW 24.04 was repealed in 1969. Since RCW 24.04, is no longer in effect, the BIMC should update the Articles of Incorporation and By-Laws to ensure they are in compliance with RCW 24.03, the existing Washington Non-Profit Corporation Act.

The Board of Governors has undertaken a thorough review the Articles of Incorporation and By-Laws in recent months and settled upon a few proposed changes that we think would best serve the BIMC. The Board has unanimously adopted each of the proposed amendments to the Articles of Incorporation and By-Laws. The proposed revisions will now be presented to the membership for a vote at this July's annual meeting.

Included in your annual meeting packet are (i) the resolution that the Board passed regarding amendments to the Articles of Incorporation and By-Laws; (ii) Exhibit A, amendments to the Articles of Incorporation; (iii) Exhibit B, amendments to the By-Laws; (iv) Exhibit C, a revised version of the By-Laws incorporating each of the proposed amendments; and (v) a redline version of the By-Laws which identifies and incorporates each of the amendments to the By-Laws.

Please take some time to examine these documents and consider the possible revisions so that you are familiar with them prior to the annual meeting. If you have any questions about the proposed changes or just want to talk more about the BIMC's governing documents, please email (salelliman@hotmail.com) or call me at (360)375-6555 any time.

Thank you. I look forward to seeing everyone at this year's annual meeting.

Sally Elliman