

January 14, 2021

Dear Angelica, April, Deborah, Judith, Laura, Lucy, and Than,

At the 2017 GA, restructuring of Grail governance was a topic of interest, but was not discussed as an agenda item. Over the past several months many Grail members have engaged a process to draft a new governance structure for members to discuss ahead of submitting it to the upcoming 2021 GA, and to the entire membership, for a formal vote.

We feel that the first thing which must happen is that membership, not Council, must be able to amend the Bylaws by a majority of voting membership who submit a vote. Currently the bylaws specify that only Council may review and amend the bylaws so we respectfully ask you to Consider an Initial Change, to allow this process of seeking further amendments to continue. We request an amendment to the Bylaws as follows:

ARTICLE II COUNCIL, C. RESPONSIBILITIES,

5. Arrange for a review of the Bylaws as needed, but at least annually, in their totality for correctness and completeness. 10% or more of voting MEMBERS MAY SUBMIT ADDITIONS OR REVISIONS TO THE BYLAWS. ANY PROPOSED AMENDMENTS TO THE BYLAWS WILL BE VOTED UPON BY VOTING MEMBERSHIP after an Open Forum to discuss the changes, AND APPROVED IF A MAJORITY OF THE VOTING MEMBERS WHO SUBMIT A VOTE AGREE.

In the event that you believe the foregoing proposed bylaw is not legally viable, please forward to the Grail's attorney, and share with us the legal assessment and opinion.

As we mentioned at the outset, we would like to have a more detailed description of the New Structure to bring to the members before the GA in November and this will entail a lot of work. Therefore, we specifically ask that you place this request (to amend bylaws Article II-C-5 as above) on the agenda for the Council's decision during the soonest possible 2021 meeting, in order for members to discuss next steps during the upcoming Pre-GA and Re-Visioning meetings.

I am available at your convenience to answer any questions regarding the above request.

Thank you for all you do for the Grail, and for your timely consideration.

Respectfully submitted,

Elizabeth Murphy

On behalf of the Re-Visioning Team