



Part of the business of the annual meeting will include ratification of amended bylaws. The changes are described below.

This year’s annual meeting will be held on April 22, 2026, at 4PM at the Best Western Premier, 800 E. Park Dr., Harrisburg, PA.

BYLAWS CHANGE NOTICE

We are making updates to our Bylaws to improve governance of the credit union. The amendments include: 1) minor technical adjustments; 2) migrating to an appointed Supervisory Committee; and 3) eliminating nominations by petition. On December 22, 2025, the Board of Directors approved the amendments to the bylaws which were approved by the Pennsylvania Department of Banking and Securities. The bylaw amendments will be presented to the membership for ratification at the annual meeting scheduled for April 22, 2026.

Please note that the changes are tracked with underlined font to represent new language or a ~~strikethrough~~ to represent a deletion.

ARTICLE II MEMBERSHIP

Section 1 ~~The membership of this Credit Union shall be limited to the field of membership as set forth in the Articles of Incorporation filed in the office of the Secretary of the Commonwealth of Pennsylvania.~~

ARTICLE IV ELECTIONS

Section 2.2 ~~That nominations for vacancies may also be made by official petition signed by one percent of the members or 400 members, whichever is less. To be effective, nominations by official petition filed with the Board Secretary shall be accompanied by each nominee’s biographical data and a signed certificate from the nominee stating that the nominee is agreeable to the nomination and will serve if elected to office.~~

Section 2.3 ~~The closing date for receiving nominations by official petition. Nominations by official petition may be submitted during a time period that shall extend at least 30 days from the date of the notice.~~

Section 3 ~~Official petitions for nominations shall be filed with the Board Secretary at least 40 days prior to the annual meeting, by either mail or electronically. The Secretary shall cause such nominations, along with those of the Nominating Committee, to be posted in a conspicuous place in each Credit Union office at least 35 days prior to the annual meeting.~~

Section 4 ~~All elections shall be determined by plurality vote and shall be conducted by any combination of mail or electronically ballot, except where there is only one nominee for each position to be filled.~~

Section 5 ~~When only one member is nominated for each position to be filled, whether by the Nominating Committee, or by official petition, or by any combination of these, the Board Chair may take a voice vote or declare each nominee elected by general consent or acclamation at the annual meeting.~~

Section 6 ~~The Board of Directors shall consist of a minimum of seven to a maximum of eleven members. The Supervisory Committee shall consist of a minimum of three to a maximum of five members. All terms of office of all directors and committee members shall be for three years and shall be so fixed that an approximately equal number of terms shall expire at each annual meeting.~~

Section 7 Members of and nominees to the Board of Directors and the Supervisory Committee shall be limited to members in good standing for the previous 12 months prior to submitting name in nomination. As used in these Bylaws, good standing shall be defined to mean that, for such member, all loans with the Credit Union are current and the Credit Union has suffered no losses as a result of the charge off or discharge in bankruptcy on any loans or other obligations to the Credit Union. The Board Secretary shall investigate the standing of all nominees for office and the Secretary's decision shall be binding.

Section 8 Any vacancy occurring on the Board of Directors or the Supervisor Committee between annual meetings shall be filled by a majority vote of the remaining directors. Each person so elected shall be a director or committee member until a successor is elected by the members at the next annual election. At the next annual election, a director or committee member shall be elected to serve for the unexpired term of such vacancy. When terms of unequal length are being filled at an election, terms from the longest to the shortest shall be awarded to those elected according to the highest number of votes received. When two or more persons tie for terms of unequal length, the terms shall be determined by the Board of Directors.

Section 11 Except as provided in this Article IV, all elections shall be by either any combination of mail or electronic ballot, subject to the following conditions:

Section 11.2 If sufficient nominations have been made by the Nominating Committee or by official petition to provide more than one nominee for any position to be filled, the Board Secretary shall, at least 30 days prior to the annual meeting, send ballots to all members eligible to vote.

Section 11.3a One ballot, clearly identified as such, on which the names of the candidates for the Board of Directors and the candidates for other separately identified offices or committee shall be listed. The name of each candidate shall be followed by a brief statement of biographical data [not to exceed 100 words] in such form as shall be approved by the Board of Directors.

Section 11.5 Ballots must be received by the tellers of election no later than midnight five days prior to the date of the annual meeting. Voting shall be closed at this midnight deadline.

Section 11.6 The vote shall be tallied by the tellers of election. The result shall be verified at the annual meeting. The Board Chair or any designee of the Chair shall make public the result of the vote at the annual meeting. If there is a tie vote that would affect the outcome of the election, the election shall be determined by the Board of Directors.

ARTICLE V DIRECTORS AND OFFICERS

Section 13 The Board may appoint alternate Supervisory Committee members to act on the Supervisory Committee.

ARTICLE VI SUPERVISORY COMMITTEE

Section 1 The Supervisory Committee shall be appointed by the Board of Directors from the membership. The Supervisory Committee shall consist of a minimum of three to a maximum of five members. The Board may appoint alternate Supervisory Committee members or other associate volunteers to provide for appropriate succession in the event of vacancies.

Section 2 Terms of Supervisory Committee members shall be for three years. Terms will be staggered to the extent possible such that a majority of members is not up for reappointment at any one time.

Section 3 Vacancies occurring in the membership of the Supervisory Committee shall be filled by vote of the Board of Directors. A vacancy filled in this manner shall be for the remainder of the current term. In the case of a tie, the Board Chair shall cast the deciding vote.

Section 7 If the Supervisory Committee fails to perform the duties required by law, the Board of Directors shall remove the members from office and appoint a new Committee. The Board of Directors may fill such a vacancy pursuant to Section 3 of this Article. Vacancies occurring in the membership of the Supervisory Committee shall be filled by vote of the Board of Directors. In the case of a tie, the Board Chair shall cast the deciding vote. Any member of the Supervisory Committee failing to attend three successive meetings of the committee without cause may be removed by the Board of Directors and the vacancy shall be filled as provided in Section 3 of this Article. shall be filled as provided in Article IV, Section 8 of these Bylaws.