

ARTICLE 8 MEMBERSHIP

The members of this corporation (if any) shall consist of all persons who have paid all current fees, dues and/or assessments of this corporation as assessed by the Board of Directors, which membership shall be evidenced by a receipt for the fees and dues aforesaid. Each member shall have one vote and all members shall have equal rights and privileges, provided, however, in no event shall there be more than one vote per member.

The amount of the levy and the method of collection of fees, dues and/or assessments shall be fixed by the Board of Directors from time to time. Membership shall be canceled for failure to pay fees, dues, and/or assessments after reasonable notice from the Board of Directors.

ARTICLE 9 VOTING; PROXIES

A member may vote in person or by proxy appointed in writing not more than eleven (11) months prior to the date the vote is taken.

ARTICLE 10 DIRECTORS

The powers of this corporation shall be exercised by a Board of Directors which shall consist of not less than three (3) nor more than seven (7) members in good standing of the corporation. All directors shall be appointed by the Board of Trustees of the University of Louisiana at Lafayette Foundation.

The Board of Directors shall elect a President, Vice President, Secretary and such other officers as the Board may authorize from the Board's membership annually to serve until the next board shall be duly elected as herein provided; provided, however, that the first Board of Directors of this corporation shall be those persons stated in Article 13 hereof and they shall serve until the first annual meeting to be held as set out herein.

ARTICLE 11 MEETINGS

The annual meeting of the voting members of the corporation shall be held on the third (3rd) Tuesday of the month of March, or in the event that date is a legal holiday, on the first (1st) Tuesday thereafter which is not a legal holiday. It shall be the duty of the President, and upon his or her failure or neglect, then of the Secretary or any officer or member, to mail notices at least ten (10) days prior to this annual meeting to all members entitled to be present; provided, however, that the Board of Directors may by two-thirds (2/3) vote elect to conduct the business