



Following approval of the Young Professional Advisory Board (YPAB) Charter and supporting bylaw revision at the July 18, 2025, GSCO Board meeting, we are presenting the following to formally recognize the YPAB representation to the GSCO Board of Directors.

Proposed Amendment to Section 7.7 – Other Committees

Current Language:

Section 7.7. Other Committees.

The Board may designate such other standing committees, special committees, and/or task groups, as the Board shall deem necessary or appropriate. Once formed, the Board Chair shall appoint one or more Directors and/or other volunteers to serve on any such committee. Any such committee shall have the authority designated in the charge establishing such committee. Notwithstanding the foregoing, no committee shall have the authority to: (a) authorize distributions; (b) elect, appoint, or remove any Director; (c) amend the Articles of Incorporation; (d) adopt, amend, or rescind these Bylaws; (e) approve a plan of merger; or (f) approve a sale, lease, exchange, or other disposition of any of the Council's property. The Board may establish any requirements for the governance of such committees that comply with these Bylaws and applicable law.

Proposed Addition:

Section 7.7.1 Young Professional Advisory Board (YPAB) Representation.

The Young Professional Advisory Board (YPAB) may appoint up to two representative(s) to the Board of Directors. The YPAB representative shall:

- i. Serve a one-year term on the Board of Directors, without vote, renewable for up to three terms.
- ii. Be appointed in accordance with the YPAB charter.
- iii. Have the same privileges and responsibilities as other non-voting representatives to the Board.

Rationale for the change:

This addition will allow the YPAB to seat non-voting representatives on the GSCO Board of Directors in accordance with its approved charter. This will support the inclusion of young professional perspectives in Board deliberations and mirrors the existing structure for MCC Representation.

YPAB has selected officers to begin service at the upcoming 2025 GSCO Annual Meeting on October 3, 2025. Adoption of this amendment is necessary to facilitate their participation.