2026 GRANBY LAND TRUST BY-LAW REVISION
FOR GLT MEMBERSHIP CONSIDERATION ON 10/18/26

Creation of Director Emeritus Board Positions

3.10 Trustee Emeritus.

(a) **Appointment of Trustee Emeritus.** The Board of Trustees may nominate certain individuals as a Trustee Emeritus in recognition of their distinguished service to the Corporation. Criteria to be considered will include (1) the individual's past service to the Corporation as a Trustee, Officer, or in another leadership capacity with the Corporation which term has been completed with distinction; or (2) whether the individual has made substantial financial, professional, or philanthropic contributions to the Corporation or its mission. Trustees Emeritus serve in an honorary and advisory capacity but do not exercise the governance authority vested in regular Trustees. Designation as a Trustee Emeritus is not automatic upon completion of service as a regular Trustee or Officer and must be conferred through the appointment process.

(b) **Appointment Process.**

Any Trustee may nominate an individual for designation as a Trustee Emeritus by submitting a written nomination to the Nominating Committee of the Board of Trustees. The nomination must include the name and address of the nominee and a statement describing the basis for the nomination. If the Nominating Committee approves the nomination by a majority vote, the nomination shall be presented by the Nominating Committee to the Board of Trustees for approval by a majority vote of the Trustees in attendance at any regularly held meeting. If approved by the Board of Trustees, the nomination will be presented to the members for

approval by vote at the Annual Meeting. Designation as a Trustee Emeritus requires the affirmative vote of a majority of the members present at the Annual Meeting. Upon approval by the members, the Secretary shall provide written notice to the nominee informing them of their designation as a Trustee Emeritus.

(c) **Term of Designation.**

Unless otherwise specified by the Board at the time of designation, the term of a Trustee Emeritus shall be indefinite and continue until the resignation of the Trustee Emeritus, the removal of the Trustee Emeritus by a majority vote of the Trustees present at a meeting at which a quorum is present, or by the death of the Trustee Emeritus.

(d) **Rights and Privileges.**

Trustees Emeritus may, but are not required to, attend meetings of the Board of Trustees and its committees in a non-voting, advisory capacity. Trustees Emeritus may participate in discussions, provide counsel, and contribute their expertise to Board deliberations but shall not be counted for purposes of determining a quorum and shall not be entitled to vote on any matter coming before the Board or any committee. The Board may invite Trustees Emeritus to serve on advisory committees or working groups in a non-voting capacity. Trustees Emeritus may use the title "Trustee Emeritus" in connection with their affiliation with the Corporation. The Corporation may recognize Trustees Emeritus in official communications, publications, and public events.