

OMIC BYLAWS CHANGE 9/13/2014

At the September 13, 2014, meeting of the Ophthalmic Mutual Insurance Company (A Risk Retention Group), the Board resolved to amend the Bylaws as follows to reflect the actual tasks of the Treasurer and Secretary:

VI.1.d. The Secretary. The Secretary, ~~or his or her designee~~, shall:

(1) Oversee the Company's Legal Counsel/Assistant Secretary, or his or her designee, in the discharge of the following duties:

- (a) Keep the minutes of the meetings of the Members and the Board of Directors in books provided for that purpose.
- (b) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.
- (c) Be custodian of the records and of the seal of the Company and see that such seal is affixed to all documents, the execution of which on behalf of the Company under its seal is duly authorized in accordance with the provisions of these Bylaws.
- (d) See that the books, reports, statements, certificates, and all other documents and records of the Company required by law are properly kept and filed.
- (e) Authenticate the records of the Company as necessary.

(62) In general, perform, or designate the performance of, all duties incident to the office of Secretary and such other duties as provided by these Bylaws and as from time to time may be assigned by the Board of Directors or Chair.

The term of office for Secretary shall be one year. The Secretary shall serve no more than three full one-year terms.

VI.1.e. The Treasurer. The Treasurer shall:

(1) Oversee the Company's Chief Financial Officer (CFO)/Assistant Treasurer, or his or her designee, in the discharge of the following duties:

- (a) Have charge and custody of, and be responsible for, all funds and securities of the Company.
- (b) From time to time render a statement of the condition of the finances of the Company at the request of the Board of Directors.

(c) Receive and give receipts for monies due and payable to the Company from any source whatsoever.

(42) In general, perform, or designate the performance of, all duties incident to the office of Treasurer, and such other duties as provided by these Bylaws and as from time to time may be assigned by the Board of Directors or Chair. The Treasurer may be required to give a bond for the faithful performance of his or her duties in such sum and with such surety as may be determined by the Board of Directors.

The term of office for Treasurer shall be one year. The Treasurer shall serve no more than six full one-year terms.



September 18, 2014
Date

Kimberly Wynkoop
Assistant Secretary