

Bylaws Impact 100 – Crawford County

Article I Membership

Section 1: Membership. Impact 100 – Crawford County (hereinafter referred to as “Organization”) shall consist of at least 100 individuals (hereinafter referred to as “Members”). Members are those who contribute the required gift of at least \$500.00 annually to the Organization. Members will initially sign up for three (3) years, and may renew their Membership thereafter on a yearly basis. Any Member may opt out of the Organization at any time. A Member may pre-pay additional years of Membership donations in advance. To be considered a full Member in good standing with voting rights, an individual must pay the required minimum gift of \$500.00 to “Impact 100 Crawford County” by no later than August 1 of each year. Any deviation of the minimum annual gift that makes an individual eligible for Membership must first be approved by the full Board of Directors. Should any individual wish to make an additional contribution to help defray the expenses of the Annual Meeting/Annual Awards Celebration, they may do so by adding the additional amount to their membership check. Additional contributions may be made anytime prior to the Annual Meeting

Section 2: Membership Funds. The Organization will place all Membership Funds in the Impact 100 Giving Circle account for the purpose of eventually granting the funds to eligible and deserving non-profit, educational, or government entities to improve the quality of life in the Crawford County area, more specifically described in Article VII - Organization Purpose and Goals. Membership Funds will not be used for operational expenses.

Section 3: Obligations of Membership. Individuals who contribute the required annual gift of at least \$500.00 to the Organization shall be Members in good standing and shall have full voting rights at the Annual Meeting. Once the annual gift or any portion of the annual gift is made to the Organization, the gift becomes the property of the Organization and, as such, is non-refundable.

Section 4: Partnership Members. In addition to individual Members, should any two individuals wish to serve together and pay the combined minimum donation of \$500.00, they may do so. However, only one vote may be cast by the Partnership. Partnerships are limited to two individuals.

Section 5: Friends of Impact 100. The Friends of Impact 100 shall consist of individuals who are not Members but wish to attend the Annual Meeting/Annual Awards Celebration, as well as any Members who wish to contribute additional money for the purpose of defraying costs associated with the Annual Meeting/Annual Awards Celebration. Anyone wishing to contribute may do so with a check made

payable to Impact 100 - Crawford County. All such funds will be maintained in an operational account.

Section 6: Transfer of Funds. Contributions made to Impact 100 excluding membership funds will be transferred to the Friends of Impact 100 bank account. Said funds to be used for administrative expenses, recruitment of members, and expenses related to the Annual Meeting/Annual Awards Celebration.

Section 7: Attendance. Members are encouraged, but not required, to attend the Annual Meeting/Annual Awards Celebration provided for in Article II. Members are also encouraged to participate in any other Membership meeting or Special meetings called by the Board of Directors.

Section 8: Voting. Each full Member in good standing has the right to cast one vote on each Motion made, or slate presented, at any Membership Meeting, Annual Meeting and Special Meetings. Any Member donating more than the annual required minimum of \$500.00, is still limited to the “One Member, One Vote Rule”. As stated in Section 4 above, any Partnership Members are limited to one vote between the Partnership.

Section 9: Voting Absentee. Absentee Voting shall only be allowed for the purpose of awarding grant money. Should any member be unable to attend the Annual Meeting/Annual Awards Celebration, they must arrange in advance, for a ballot listing all of the eligible candidates. The ballot must be returned to the Board of Directors by no later than the 24 hours before the Annual Meeting. All other voting by Members must be in person.

Section 10: Voting – Conflict of Interest. Each Member will be asked to sign a Conflict of Interest form prior to receiving her ballot. Since it is the expectation that a Member will not personally benefit from a Grant allocation, a Member may not vote for a Grant Recipient that will benefit her personally. In the event a Member discloses a “Conflict of Interest”, her ballot will be reviewed by the Treasurer and President to ensure that no personal benefit will occur. If the Member casts her ballot in a manner that benefits her personally, her vote will be disqualified and will not be counted. Should a Member be affiliated with any organization being considered for a grant, said affiliation, in and of itself, does not automatically result in a conflict of interest for that Member, especially if the grant does not personally benefit the Member. However, the Member should raise the potential conflict with the Treasurer and President of the Organization for ruling before any voting takes place.

Article II Members’ Annual Meeting and Annual Awards Celebration

Section 1: Annual Meeting of the Members. The Annual Meeting of the Members

of the Organization, shall be held each year on the fourth Thursday of September at a place proposed by the Annual Event Committee and approved by the Board of Directors, and Notice shall be issued to all Members. The primary purposes of the Annual Meeting will be to select the grant recipient(s), and to vote for Board Members to fill expired terms. The Board of Directors reserves the right to change the Annual Meeting date as necessary with the appropriate advance Notice to the Members.

Section 2: Annual Awards Celebration. Following the Annual Meeting of the Members of the Organization, the Annual Awards Celebration shall be held wherein grant award(s) shall be presented to the successful grant applicants.

Section 3: Notice. Notice of the Annual Meeting/Annual Awards Celebration and/or any special meeting of the Membership shall be given at least ten (10) days prior to the event by notice to each Member. Notice may be given personally, by traditional mail, by e-mail, facsimile or by telephone at the respective mailing address, e-mail address, telephone or fax number as they appear on the records of the Organization. Members shall be responsible for reporting any changes in her mailing address, e-mail address and telephone number to the Organization Secretary.

Section 4: Quorum. A simple majority of the Members in good standing shall constitute a quorum for the transaction of business, and the action of a majority of the Members at a meeting where a quorum is present shall be the action of the entire Membership. In the event that the outcome of a vote of the Members present should result in a tie, the separate vote of the Directors shall decide the outcome.

Section 5: Conduct of Meetings. Meetings of the Members shall be presided over by the President of the Board of Directors. In the absence of the President, the Vice President shall preside over the meeting. The Secretary of the Organization or, in her absence, a person chosen at the meeting, shall act as Secretary of the meeting.

Section 6: Proxy Voting. No proxy voting shall be allowed under any circumstances.

Article III Board of Directors

Section 1: General Powers. The affairs of the Organization shall be managed by its Board of Directors.

Section 2: Number, Tenure and Qualifications. The number of Directors on the board shall be not less than 5 and not more than 11. The number of Directors shall be fixed from time to time by the Board of Directors then in office, and the number so fixed shall comprise the entire Board of Directors.

Initially, the Board of Directors will be comprised of five (5) Members of the Organization. Three Members shall serve an initial two (2) year term; and (2) individuals shall serve an initial three (3) year term. A full term of a Director shall be three (3) years. A person who has served two (2) consecutive three (3) year terms as a Director is not eligible to serve on the Board of Directors for a period of at least one-year. Those serving an initial two (2) year term, shall remain eligible to serve up to two (2) consecutive three (3) year terms immediately thereafter without the one-year interruption of service.

Directors shall be Members in good standing. The initial five (5) Board members shall be selected by the Board of Directors of the Crawford County Foundation, and shall be ratified by a vote of the Organization Membership at the first Annual Meeting. They shall begin their respective terms at the September meeting of the Board of Directors. Each Director shall hold office until her successor has been duly ratified or until her death or until she shall resign.

Whenever a vacancy on the Board will occur as a result of the natural expiration of the term, the remaining Board Members shall submit a slate of at least one (1) individual for each vacancy, to serve for three (3) years, to be ratified by vote of the Membership of the Organization at the Annual Meeting of the Membership.

If a Board Member is serving as President in the sixth year of her two (2) consecutive three-year terms, that Board Member is eligible to stay on the Board for an additional consecutive one-year in the capacity of Past President, regardless of term limit status, but shall be a non-voting Member of the Board.

Section 3: Expansion of Board Members: In the event the existing Board of Directors deems it would be advantageous and in the best interest of Impact 100 to expand the number of Board Members, such as increasing the number of Impact 100 Members, the expansion shall be in increments of two (2) new Board Members. One of the new Board Members shall serve an initial two year term, and the second Board Member shall serve an initial three year term. Election of the new Board Member positions shall be held at the Annual Meeting.

Section 4: Vacancies. In the case of any vacancy, (other than an expired term), on the Board of Directors, either through death, resignation, disqualification or removal, the remaining Directors by an affirmative vote of a majority thereof, may ratify a successor to hold office until the expiration of the previous Board Member's term. Any Member fulfilling an unexpired term of less than two (2) years, will not be deemed ineligible to thereafter serve two (2) consecutive three-year terms.

Section 5: Removal. A Director may be removed for cause by a vote of two thirds (2/3) of all Directors then in office. Such action shall be taken at a regular meeting of the Board of Directors or at a special meeting called for such purpose, and the proposed removal shall be set forth in the notice of any such regular or special

meeting, sent at least ten (10) days prior thereto. As a matter of Due Process, prior to a vote on her removal, the individual facing removal shall have the opportunity to address the Board of Directors to plead her case. No further hearings shall be required before the Board votes on removal.

Section 6: Compensation. Directors shall not receive salary or compensation for their services.

Article IV Meetings of the Board of Directors

Section 1: Annual Meeting of the Board of Directors. The Annual meeting of the Board of Directors of the Organization shall be held at any place which may from time to time be selected by the Directors, on the date of each year designated by the Board of Directors and at the time stated in the notice thereof, for the purpose of ratifying new Board Members. Notice of the time and place of such Annual Meeting shall be given in the manner hereinafter provided.

Section 2: Regular Meetings. Regular meeting of the Board of Directors may be held at such time and at such places as may from time to time be determined by resolution of the Board, which resolution may authorize the president to fix the specific date and place of each regular meeting, in which case notice of the time and place of such regular meetings shall be given in the manner hereinafter provided.

Section 3: Special Meetings. Special meetings of the Directors may be called by the President, or may be called by either the President or Secretary at the direction of not less than two Directors then in office, or as may otherwise be provided by law. Any request for such a meeting shall state the purpose or purposes of the proposed meeting.

Section 4: Notice. Notice of the Directors' annual meeting, a regular meeting or any special meeting of the Board of Directors shall be given at least ten (10) days previously thereto by written notice to each Director at her address as shown by the record of the Organization. Notice may be given personally, by traditional mail, by e-mail, facsimile or at the respective addresses or telephone numbers as they appear on the records of the Organization. Directors shall be responsible for reporting any changes in her mailing address, e-mail address and telephone number to the Secretary for the Board of Directors.

Section 5: Directors' Quorum. Attendance of a simple majority of the Directors then in office shall constitute a quorum for the transaction of business. The action of a majority of the Directors present at a meeting at which a quorum is present shall be the action of the Board of Directors except as actions by a majority of Directors specifically required in the Bylaws, i.e., Article XI.

Section 6: Conduct of Meetings. Meetings of the Directors shall be presided over by the Board President. In the absence of the President, the Vice President shall preside over the meeting. The Secretary of the Organization or, in her absence, a person chosen at the meeting, shall act as secretary of the meeting.

Section 7: Action by Unanimous Written Consent. If and when the Directors shall severally or collectively consent in writing to any action to be taken by the Organization either before or after the action is taken, such action shall be as valid a corporate action as through it had been authorized at a meeting of the Directors and the written comments shall be filed with the minutes of the proceedings of the Board of Directors.

Section 8: Absentee Voting. A Director may participate in a Directors' meeting, record opinions and vote by telephone, e-mail, or facsimile provided she has received appropriate notice of the meeting and materials in support of the agenda items.

Section 9: General Powers as to Negotiable Paper. The Board of Directors shall, from time to time, prescribe the manner of signature or endorsement of checks, drafts, notes, acceptances, bills of exchange, obligations, and other negotiable paper

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or other instruments of the payment of money and designate the officer or officers, agent or agents who shall from time to time be authorized to make, sign or endorse the same on behalf of the Organization.

Section 10: Powers as to Other Documents. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any conveyance or other instruments in the name of the Organization and such authority may be general or confined to specific instances. When the execution of any contract, conveyance or other instrument has been authorized without specification of the officers authorized to execute, the same may be executed on behalf of the Organization by any two of the following Officers: President; Vice President; Secretary; or, Treasurer.

Article V Officers

Section 1: Officers. The Officers of the Organization shall be a President, a Vice President, a Secretary, a Treasurer and such assistant Secretaries or other Officers as may be elected by the Board of Directors. Officers whose authority and duties are not prescribed in these bylaws shall have the authority to perform the duties prescribed from time to time by the Board of Directors. Any two or more offices may be held by the same person except the offices of President and Secretary. The Board of Directors shall conduct an election of Officers each year at the first Board

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meeting following the Annual Meeting.

Section 2: Term of Office. The term of office for all Officers shall commence upon their ratification or appointment and shall continue until the first Board meeting following the Annual Meeting of the Membership. Should an Officer resign her position or be removed as an Officer, her successor shall be chosen at a special meeting called by the Board. An Officer may resign by written notice to the Board of Directors. The resignation shall be effective upon its receipt by the Board of Directors or at a subsequent time specified in the notice of resignation. The Directors shall have the power to fill any vacancies in any offices occurring for whatever reason. No person shall serve in the same office for two (2) consecutive years. A person who has served three (3) consecutive one-year terms as an Officer is not eligible to serve as an Officer for a period of at least one year.

Section 3: Compensation. The Officers of the Organization shall receive no compensation.

Section 4: Removal. The Board of Directors may remove any Officer, whenever in its judgment the best interests of the Organization would be served thereby.

Section 5: President. The President, elected by the Board of Directors, shall preside at all meetings of the Board of Directors, the Annual Meeting, the Annual Awards Celebration, and any other Meetings of the Membership. She shall have and discharge all duties incident to the office of President and such other duties that the Board of Directors shall assign to her from time to time. The President shall execute for the Organization any contracts, deeds, bonds, or other instruments that the Board of Directors has authorized to be executed.

Section 6: Vice President. The Vice President elected by the Board of Directors shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors shall prescribe. In the absence of the President, a Vice President and the Secretary or Treasurer may execute for the Organization any contracts, deeds, bonds, or other instruments that the Board of Directors has authorized to be executed.

Section 7: Secretary. The Secretary shall keep the minutes of the Annual Meeting/Annual Awards Ceremony of the Members and minutes of all meetings of the Board of Directors, and see that all notices are given according to the provisions of these Regulations and as required by law. She shall be custodian of the record. The Secretary has charge of the Membership register of the Organization and in general, performs all duties incident to the office of Secretary and such other duties as the Board of Directors or the President may assign her from time to time. In the absence of the President, the Secretary and the Vice President together, may execute for the Organization any contracts, deeds, bonds, or other instruments that

the Board of Directors has authorized to be executed

Section 8: Treasurer. The Treasurer shall receive and be responsible for all funds of and securities owned or held by the Organization and, in connection therewith, among other things: Keep or cause to be kept full and accurate records and accounts for the Organization; deposit or cause to be deposited to the credit of the Organization all monies, funds, and securities so received in such bank or other depository as the Board of Directors may establish from time to time; and disburse the funds of the Organization as may be properly authorized. She shall render financial and other appropriate reports on the condition of the Organization at any meetings or from time to time whenever the Board of Directors may require. She shall perform all the duties incident to the office of Treasurer and such other duties as the President or Board of Directors may assign to her from time to time. In the absence of the President, the Treasurer and the Vice-President together, may execute for the Organization any contracts, deeds, bonds, or other instruments, which the Board of Directors has authorized to be executed.

Article VI Committees

Section 1: Committees of the Board. The Board of Directors may designate one or more Committees, each of which will be comprised of Members selected by the Board of Directors, and each Committee shall consist of one or more Directors. Such Committees shall have and may exercise such powers of the Board of Directors in the management of the Organization as may be conferred or authorized by the resolutions appointing them; however, no Committee shall have the power to fill vacancies among the Directors. The Board of Directors shall have the power at any time to fill vacancies in, to change the Membership of, or to discharge any such Committee. Such Committees shall act subject to the direction of the Board of Directors. Acts of any Committee within the authority delegated to it shall be effective for all purposes as the act or authorization of the Directors.

Section 2: Term of Office. The term of office for a Member of a Committee is a minimum of one-year. At the conclusion of one year, if no successor has been appointed, the Committee Member shall continue until either her successor is appointed, she resigns from the committee, she resigns from the Organization, or until there is no longer a need for the Committee.

Section 3: Types of Committees: Committees to be formed shall include, but not be limited to the following: Marketing Committee; Donor Committee; Selection Committee; Recipient Committee; and, Annual Event Committee. At least one Board Member shall serve on each committee, but is not obligated to serve as the Chairman of the Committee. It will be the responsibility of the Board Member to see that each Committee meets, organizes and elects a Chair or Co-Chair; attend the Committee meetings; and, report back to the Board of Directors regarding Approved

Committee meetings and actions.

Section 4: Chairpersons. The Board of Directors shall assure that a Chairperson or Chairpersons have been designated for each Committee.

Section 5: Vacancies. Vacancies in the Membership of any Committee may be filled by appointments made in the manner as provided in the case of the original appointment.

Section 6: Quorum. Attendance of a simple majority of the whole Committee shall constitute a quorum, and the act of the majority of the Members present at a meeting at which a quorum is present shall be the act of the Committee.

Section 7: Absentee Voting. A Committee Member may participate in a meeting; record opinions and vote by telephone, e-mail, or facsimile provided she has received appropriate notice of the meeting and materials in support of the agenda items.

Section 8: Proxy Voting. No proxy voting shall be allowed under any circumstances.

Section 9: Rules. Each Committee may adopt rules of its own governance not inconsistent with the bylaws or with rules adopted by the Board of Directors. A majority of the Members of any Committee may fix the time and place of its meeting.

Article VII Individual Committee Responsibilities

Section 1: Donor Committee. The Donor Committee shall have the following responsibilities:

- * Secure donors (women and friends)
- * Distribute membership application to prospective members of Impact 100
- * Conduct follow-up with donors
- * Continue to build membership by hosting small gatherings to explain the organization and the Giving Circle
- * Prepare individual information packets for Impact 100 members for Annual Meeting
- * Insert Ballots in the membership information packets
- * Prepare information packets for Friends of Impact 100
- * Prepare certificates for new Impact 100 members and for new Friends of Impact 100

Section 2 - Recipient Committee. The Recipient Committee shall have the Approved

following responsibilities:

- * Recruit non profits for the purpose of grant application
- * Explain the Letter of Intent process to potential grant applicants
- * Collect Letters of Intent and provide to the Selection Committee
- * Assist in the application process for the non-profits (501c3) and agents of Crawford County Foundation for grants in the charitable areas of focus
- * Provide information to potential applicants
- * Maintain a record of the disbursement of all grants
- * Request written reports from the non profits that were awarded grants at the previous Annual Meeting
- * Keep records (including pictures) of the completion of all grant projects

Section 3 - Marketing Committee. The Marketing Committee shall have the following responsibilities:

- * Maintain and make updates to the Impact 100 Crawford County website (see Rob Viehman)
- * Promote Impact 100 on social media
- * Maintain the Facebook page for Impact 100
- * Prepare news articles and submit to newspapers in the county for publication
- * Advise potential members that donations are tax deductible
- * Promote the Annual Meeting/Annual Awards Celebration both before and after the event

Section 4 - Selection Committee. The Selection Committee shall have the following responsibilities:

- * Review all Letters of Intent and determine qualification of potential applicants
- * Mail grant applications to qualified non profits
- * Read grant applications and select the grant finalist who will then be invited to make their presentation at the Annual Meeting
- * Schedule on-site visits to applicants as needed
- * Notify the grant finalist as well as the remaining applicants who are not finalist
- * Prepare information packets for grant finalist for the Annual Meeting
- * Prepare and mail to members a summary of each finalist prior to the Annual Meeting
- * Contact all grant finalist before the Annual Meeting to remind them of the meeting
- * Prepare ballot for Annual Meeting and give to the Donor Committee to put in the member packets

- * Follow-up with grant finalist and confirm their attendance at Annual Meeting

Section 5 - Annual Event Committee. The Annual Event Committee shall have the following responsibilities:

- * Plan the Annual Meeting/Annual Awards Celebration
- * Select Master of Ceremonies - Note: Scott Holland has been asked for 2018
- * Prepare Agenda of Annual Meeting for individual information packets and MC
- * Select a venue for the event
- * Secure a sound system
- * Obtain bids from caterers
- * Select the caterer and select final menu
- * Obtain door prizes for Impact 100 Members and Friends of Impact 100
- * Order presentation checks
- * Contact Marketing Committee about getting the news media for news coverage and arrange for pictures of attendees, grant finalist and grant recipients
- * Set up a reception table for the Annual Meeting
- * Check in attendees and hand out individual information packets at Annual Meeting
- * Introduce grant finalist and monitor their presentation
- * Collect and count ballots
- * Complete presentation checks
- * Assist with check presentation by President of Board
- * Arrange payment to venue and caterer

Article VIII Organization Purpose and Goals

Section 1: Goal. It is the goal of the Organization to raise a minimum of \$50,000.00 per year through the Membership donations, and to distribute all of the money raised from September 1 through August 31, through grants made to those eligible applicants selected by the Membership of the Organization at the Annual Meeting. The amount of each grant in a given year will be determined at the Annual Meeting. Although the minimum goal is \$50,000.00 per year, there may be times when the Organization has raised less than or more than \$50,000.00. If this is the case, the full amount raised shall be distributed in grant money.

Section 2: Applications. The Organization shall adopt a Grant Process for each year which shall detail the process of application, eligibility, review of application, selection of finalist, finalist presentations, selection of grant awards and reports and

evaluations. Each year the Board of Directors shall review the Grant Process and any changes must be approved by a majority of the Board Members then serving.

Section 3: Grant Eligibility. Organizations eligible to apply for the Impact 100 Crawford County Grant must be a 501C3 status organization operating in Crawford County. Any non-profit agency of the Crawford County Foundation shall also be eligible for a grant. Projects eligible for the Impact 100 Crawford County Grant must: Serve residents of Crawford; Provide a project budget; Expend grant funds within 12 months of award date; and, qualify in one of the focus areas.

Section 4: Focus Areas. Grant recipients must fall into one of the following focus areas:

- * Arts, Culture, Tourism - Initiatives that cultivate, develop and enhance the cultural and artistic and tourism climate of Crawford County;
- * Park, Recreation, Community Betterment - Initiatives that will restore, preserve, revitalize or enhance the facilities, surroundings and/or recreational opportunities of the Crawford County Area;
- * Education - Initiatives that further the educational process or improve access to education for children and/or adults in Crawford County;
- * Health and Wellness - Initiatives that improve the mental and/or physical well-being of people living in Crawford County; or
- * Youth and Families - Initiatives that strengthen and enhance the lives of youth and/or families living in Crawford County.

Each year at the Annual Meeting the Membership shall determine which categories shall receive a grant and the amount of that grant. It is not required that a grant be awarded in each category, and in some cases, it may be decided to award more than one grant in a given category.

Section 5: Grant Time Line. The following Grant Time Line shall be in effect until such time that the Board of Directors vote to change or otherwise amend said time line:

- * Letter of Intent (a one-page letter summarizing the project or program and the amount of the grant being requested); applicant must include a copy of the Department of Treasury Letter affirming tax exemption under section 501c3, or written confirmation that the applicant is otherwise eligible for a grant, such as an non-profit agency of the Crawford County Foundation; Letters of Intent must be received or postmarked on or before March 31st of each year. Any Letter of Intent received or postmarked after March 31 will not be eligible to file a grant application;
- * Upon review of the Letter of Intent by the Selection Committee, a grant application will be sent to those who will be asked to officially apply.

- * Letters and grant applications will be sent out by June 15 of each year;
- * Grant applications must be received or postmarked by no later than July 31 of each year. (Grant applications will not be accepted if received or postmarked after July 31;
- * To be eligible for a grant, projects must focus in the areas specified in Article VII, Section 4 herein, and must serve residents of Crawford County;
- * Notification shall be sent to Finalist and those who were not selected as Finalist by August 31 of each year;
- * Presentations by Finalist shall be presented at the Membership's Annual Meeting, followed by a vote of the Members; and,
- * Grant winners shall be announced following the vote.

Article IX Books and Records

The Organization shall keep correct and complete books and record of account and shall also keep minutes of the proceedings of its Board of Directors and Committees having any of the authority of the Board of Directors.

Article X Fiscal Year

The fiscal year of the Organization shall commence on the 1st day of September, and end on the 31st day of August.

Article XI Amendments

The powers to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given at least ten (10) days in advance. The bylaws may contain any provisions for the regulation and management of the affairs of the Organization not inconsistent with law and/or any local, state or federal regulations pertaining to organizations. A two-thirds (2/3) majority of the Directors then in office is required to alter, amend or repeal any bylaw, or to adopt any bylaw.