

A motion by Kansas, Arkansas, Indiana, Iowa, Kentucky, Michigan, Minnesota, Nebraska, Nevada, New Jersey, North Dakota, Ohio, Rhode Island, South Dakota, Tennessee, Utah, West Virginia, and Wyoming to amend the bylaws relating to membership:

**BYLAWS OF THE STREAMLINED SALES
TAX GOVERNING BOARD, INC.**

Article Three - Membership

Section 1. *Composition of the Governing Board.* The Governing Board shall be composed of Member States, Contingent Member states, and Associate Member States

Section 4. *Associate Member Status.* A state may be admitted to the Governing Board as a Contingent Member or an Associate Member pursuant to terms and conditions adopted and made part of the Agreement.

Section 5. *Annual Recertification.* Except as is provided for Contingent Member and Associate Member states, each ~~Each~~ Member State shall annually re-certify that such state is in compliance with all terms of Agreement pursuant to section 803.

~~Any state which is an Associate Member on January 1, 2007 will have until December 31, 2007 to come into compliance with the Agreement, at which time each such Associate Member's compliance with the Agreement will be evaluated unless the state had earlier been determined to be in compliance with the Agreement.~~

Section 6. *Payment of Annual Cost Allocation.* Member, Contingent Member and Associate Member States must pay the annual cost allocation, hereafter referred to as dues, adopted at an annual meeting of the Governing Board in order to remain in good standing.

Section 7. *Number of Representatives to Governing Board.* Each Member, Contingent Member or Associate Member State may appoint up to four representatives to the Governing Board as described in section 806 of the Agreement. Each Contingent Member, Associate Member or Member State shall have only one vote.

Section 8. *Expulsion or Withdrawal.* Any Member, Contingent Member or Associate Member State failing to properly comply with the terms of the Agreement or failing to pay the annual cost allocation may be expelled upon action of the Governing Board. Member States,

Contingent Member States or Associate Member States may also be permitted to withdraw from the Governing Board. Both expulsion and withdrawal are described in the Agreement, Section 808.

Article Four - Meetings of the Governing Board

Section 1. *Quorum.* A two-thirds majority of the membership shall constitute a quorum. A quorum is required to conduct the business of Governing Board at any meeting. For the purposes of determining whether a quorum is established, at least one representative of a Member, Contingent Member or Associate Member State (hereinafter referred to as “State”) must be participating in the meeting, either in person or electronically.