

RESOLUTION No. 3/73

IN MEMORIAM

With profound sorrow, the Directors of the Philippine Statistical Association, Inc. record the death first on May 16, 1973 of CESAR M. LORENZO and then on June 4, 1973 of DR. ENRIQUE T. VIRATA, both of them founding members and past presidents of the Philippine Statistical Association, Inc.

Professor Lorenzo and Dr. Virata, with their thorough mathematical background and rich administrative experience have each served the Association with devotion and distinction. They were mainly responsible for the organization of the Philippine Statistical Association in 1951, the creation in 1953 under the University of the Philippines of the Statistical Training Center with the aid of the United Nations, the establishment of the Office of Statistical Coordination and Standards in 1954 under the National Economic Council and the professionalization of the work of statisticians and the elevation of their pay classification. Even after their retirement from the Central Bank of the Philippines and the University of the Philippines, respectively, Professor Lorenzo and Dr. Virata continued to give their time and efforts, without any diminution, to help push forward the growth and progress of the Philippine Statistical Association, Inc.

Be it therefore resolved, as it is hereby resolved, that this expression of genuine appreciation and deepest sympathy be sent to the families of Professor Lorenzo and Dr. Virata. Their irreparable loss is also a permanent and great loss to the Association.



Mr. CESAR M. LORENZO
(1906-1973)
First President of PSA

CESAR M. LORENZO

1906 - 1973

Cesar M. Lorenzo, Founding Member and President of the Philippine Statistical Association from its organization in 1951 up to 1955, again from 1961 to 1963 and lastly from 1970 till 1972. He died at the age of 66 on May 16, 1973. We can, therefore, truthfully state that he was the father of the P.S.A.

Born in Mexico, Pampanga, on November 3, 1906 of Rufino Lorenzo and Maria Ordoñez, he first got in 1930 a BSE degree with major in mathematics and physics from the University of the Philippines and then the following year he graduated from the same institution with a BS in mathematics. From 1930 to 1933, Cesar served the U.P. as Instructor in Mathematics and Physics. He received his M.A. from the University of Sto. Tomas in 1933. In 1940, while working in the Bureau of Census and Statistics, he was selected by the Philippine Commonwealth Government as a scholar in General Business Statistics and sent to Washington, D.C., where he got an MA in Statistics in June, 1941, from the American University. He reported for work at the Bureau of Census and Statistics in 1941 as Chief of the Business Statistics Division. From 1947 to 1949, Cesar worked in Washington, D.C. as Statistician of the Food and Agriculture Organization of the United Nations (FAO) and it was during this period that he finished all courses at the American University for a Ph. D. in Statistics, except his thesis.

It was in Washington, D.C., where Cesar's skill with statistical analysis and economic research attracted the attention of Mr. Miguel Cuaderno who promptly pulled Cesar out of the FAO and recruited him for the Central Bank of the Philippines. Cesar was responsible for the organization of the Central Bank's statistical system, becoming its first Chief Statistician from May, 1949 to June, 1951 when he was drafted to be the Director of the Exchange Control Department of the Central Bank during those critical years in the economy of the Philippines when the monetary authorities had to keep a close watch on the foreign exchange transactions of the country. He handled this

job with such skill that he was promoted in June, 1954, to head the very important Import-Export Control Department of the Central Bank until February, 1955 when he resigned to join a group of friends to organize the Philippine Phoenix Surety and Insurance, Inc., becoming its General Manager till 1961 and next as President till 1967. In quick succession, other business activities and connections occupied Cesar's attention and time as those of the Liberty Mines, Inc., the Phoenix Press, Inc., the Phoenix Publishing House, the Pacific Manufacturing and Engineering Corporation, the Beta Construction Co., the R.C. Aquino Timber & Plywood Co., Inc., the Statistical and Actuarial Research Services, Inc. and many others.

Cesar was not only a professional statistician, professor and successful man of business, but he enjoyed giving his time and expertise to business and civic organizations. He was President of the Chamber of Commerce of the Philippines from 1955 to 1957, Vice President of the Philippine Insurers Club in 1955-1956, First Vice President of the Sales Executives of the Philippines, 1955-1957, and member during the same period of the Board of Travel and Tourist Industry, a Director of the Philippine Contractors Association, 1959-1962 and of the Home-owners Association of the Philippines, 1961-1968. Cesar also served for many years in some capacity or other the Community Chest, the Lions Club, the Philippine Council of Management, the Philippine Mental Health Association. Little known is the fact that Cesar was a Colonel, Infantry Reserve, in the Philippine Army. Cesar was known to many as Professor because aside from his stint as a U.P. Instructor in Mathematics and Physics, he was part-time Professor of the same subjects in the University of Sto. Tomas, 1930-1933, Professor of Mathematics, Mapua Institute of Technology and the Far Eastern University, 1946-1947, Professorial Lecturer in Advance Economic Statistics, Ateneo Graduate School, 1952-1953, and Professorial Lecturer in Economics and Advanced Statistics, University of the East, 1949-1960.

In spite of the demands of his business, academic and professional activities, Cesar always found time to devote to his family. He was a perfect husband: it was always a thrill to hear him sing a kundiman or a love song dedicated to his beloved wife Crispina de Borja. Cesar's wife, Crispina, is a business-woman of no ordinary talents in her own right. She is a Cornell product, but she glories more in her husband's distinguished career and thoroughly enjoyed her role as his companion and helpmate.

Cesar was a devoted father who gave his children the best education here and abroad. His eldest son, Cesar, Jr., a Columbia man, is Vice President for Marketing of the Bacnotan Consolidated Industries; his daughter, Cynthia (now Mrs. Ramon Picazo), a University of Pennsylvania graduate, is an Asst. Vice President of Bancom Development Corporation. His youngest son, Cecilio, is graduating this year from the Asian Institute of Management.

Cesar's colleagues in the Philippine Statistical Association and in his businesses and profession, not to mention numerous students with whom he continued contacts, suffered a grievous loss in his death.



Dr. Enrique T. Virata and Prof. Cesar M. Lorenzo (second and third from the left, seated) with the other members of the first Board of Directors, P.S.A.

A EULOGY FOR
CESAR M. LORENZO, SR.
1906-1973

IN BEHALF OF THE PHILIPPINE STATISTICAL
ASSOCIATION, Inc.

Delivered at the Premiere Chapel, Loyola Memorial Chapels, Inc.
Saturday, May 19, 1973 6:30 P.M.

by EXEQUIEL S. SEVILLA, Past President and Life Member

As we are gathered here this afternoon around the mortal remains of our dear departed CESAR, I would like to recall to your minds THE PARABLE OF THE THREE SERVANTS as given in the Gospel According to St. Matthew (XXV, 14-30). It is the story of a merchant who had to go away from his town for along time. He decided to entrust his money with his three servants, each according to his ability. To the first, he left 5 talents; to the second servant, he left 2 talents and to the third, 1 talent. (As many of you are statistically minded, a Hebrew gold talent contains 57.85 lbs. or 925.6 oz. of gold which in those days would be worth about \$32,640.00, but at this week's record price of \$128.00 to the ounce, the talent would have been worth around \$118,476.00). According to the story, upon the return of the merchant, the first servant proudly returned to him 10 talents or double what was entrusted to him. This pleased the merchant very much and he rewarded the first servant accordingly. The second servant likewise returned to the merchant 4 talents instead of only 2 which were left with him. He was also commended and rewarded by the merchant. But, alas, the third servant hid the one talent left with him in a hole in the ground instead of investing it. Consequently, he could return to the merchant only the one single left with him. In the case of our CESAR, he trebled the talent left to his trust, with the help, of course, of his beloved wife and lifetime companion. The three talents CESAR proudly presented to his Master are Cesar, Jr., Cynthia and Cecilio, each one of them good, well-balanced, cultured, God-fearing and successful.

It is, therefore, not surprising that the Master decided to call CESAR to Him early last Wednesday morning to inform CESAR of his promotion with the following biblical words:

“Well done, good and faithful servant,
You have been faithful in managing
small amounts, so I will now
put you in charge of larger amounts.
Come up into Paradise and share my happiness..”

The statisticians of the Philippines in particular are heavily indebted to Professor Cesar M. Lorenzo for his outstanding achievements in the field of Statistics. To go into specifics, CESAR played a leading role in:

1. The organization of the Philippine Statistical Association, Inc. in 1951;
2. The creation under the U.P. in 1953 of the Statistical Training Center with the aid of the United Nations;
3. The establishment of the Office of Statistical Coordination and Standards in 1954 under the National Economic Council;
4. The professionalization of the work of statisticians and the elevation of their pay classification;
5. The practice of holding periodical In-Service Training Programs for representatives of institutional members, private as well as Government, in such useful areas as quality control procedures, sampling, index numbers, etc.

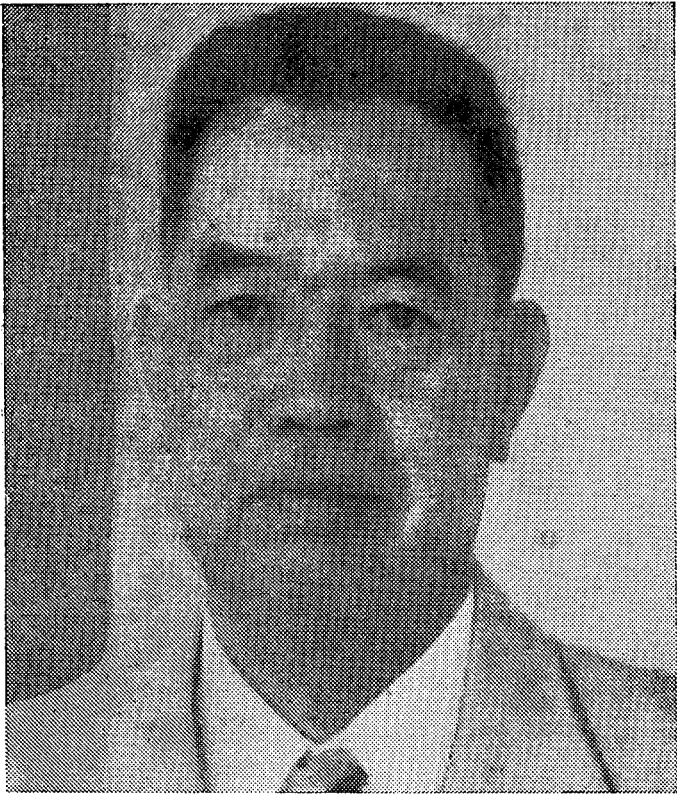
We, of the Philippine Statistical Association, Inc. therefore feel proud and privileged to have known and been associated with a true Filipino like CESAR.

In closing, may I be permitted to quote some words of comfort and consolation expressed by another widow, LADY BIRD JOHNSON, in a very recent interview to TIMES CORRESPONDENT Bonnie Angelo with the hope that they may perhaps serve to assuage the bereavement of CESAR's family in their irreparable loss: —

“When Lyndon died, my immediate response was almost anger: ‘No, not now, later!’ Then there was acceptance. You get to the point when you can say of his life, and your life with him: ‘Well, it was all rounded out.’”

“We lived so happily, especially these last four years. When I realized that he had 64 years and we had 38 of them together — when you have had so much, you can’t be so ungrateful as to be less than happy about what there was. YOU MUST THINK ABOUT WHAT YOU HAD, NOT WHAT YOU LOST.”

Thank you all.



DR. ENRIQUE T. VIRATA
(1899-1973)
President, Philippine Statistical Association, Inc., 1955

DR. ENRIQUE TOPACIO VIRATA

(1899 - 1973)

When one hears the name Enrique T. Virata, the name is invariably associated with the University of the Philippines in general, and in the field of statistics in particular, for it is Dr. Virata who was instrumental in the establishment of the Statistical Center, one of the units of the U.P. J. Romero of the Bulletin has commented: "From the Center have graduated most of the living and past leading lights of the Philippine statistical fraternity... if a good statistical establishment is a handmaiden to economic development and a first-rate U.P. Statistical Center is a handmaiden to the development of the Philippine economy, then Mr. Virata was the mentor of a handmaiden of Philippine economic development."

Dr. Enrique T. Virata was born in Imus, Cavite on July 14, 1899. He is a "genuine" product of the public schools. He finished his elementary education right there in his hometown, started his secondary schooling there but transferred to the Manila High School where he graduated class valedictorian in 1918. During that time, the brighter students were allowed to start taking college courses while still in their senior year in high school; hence, Dr. Virata was able to obtain his first college degree a year after his graduation from high school. He graduated from the University of the Philippines in 1919 with an A.B. degree. In 1924, he obtained his bachelor of science degree at Harvard University, *magna cum laude*. A year later, he earned his Master of Arts degree, also from Harvard University. Another year later, in 1926, he finished his Ph.D. degree, this time, at John Hopkins University.

Dr. Virata began his service with the university in 1919. He rose from the ranks. His original appointment was as an assistant instructor in mathematics in 1919, instructor in 1920, assistant professor in 1927, associate professor in 1935 and professor in 1938. If his academic service were rendered with a sense of satisfaction and fulfillment, the administrative service he rendered was according to those who knew him well, even more enviable as a legacy. He started as acting secretary

and eventually secretary of the College of Liberal Arts, Head of the Department of Mathematics, Dean, College of Liberal Arts, Business Manager of the University, Dean of the Graduate School, Acting Director of the Extension Division, and Acting Director of the Statistical Center for almost ten years, and Executive Vice President — the last three positions he held at the same time. Dr. Virata was Executive Vice President since 1950, and was Acting President on at least six occasions, the longest of which lasted about two years. "Dr. Virata might have been U.P. President, just as Recto might have been R. P. President. But under the old values, it took more than scholarship, personal abilities, honesty and integrity to get places, and whatever else he was, Dr. Virata was not a political man."*

When he retired in 1964, the University conferred upon him the very rare academic distinction of University Professor, the first one so honored. In 1969, he was awarded the degree of Doctor of Laws, honoris causa, and shortly before his death, he was awarded the title of U.P. Vice-President Emeritus, also the first to be conferred the honor.

Understandably, with the qualifications and expertise such as those of Dr. Virata, his services went even beyond the confines of the University. In 1955, he was the head of the Philippine delegation representing the Philippines to the Regional Seminar on Population Problems in Asia and the Far East at Bandung, Indonesia. He was head of the Philippine delegation to the Second Conference of Asian Statisticians held at Bangkok, Thailand in 1958. He was member of the Advisory Board of the Demographic Institute at Bombay, India, in 1959; delegate to the Third Session of Asian Statisticians held in Thailand in 1960; represented the U.P. at the Conference of Heads of Asian Universities in Tokyo, Japan in 1960 and member of the Philippine delegation to the SEATO conference of Heads Universities in Pakistan in 1961. In 1962, he was commissioned by SEATO to make a study of the equivalence of university degrees granted by the Southeast Asian members of the SEATO. He was the Chairman of the Commission on Equivalence which drafted an agreement on equivalence (which was subsequently ratified) among the Philippines, Pakistan and Thailand.

* Remarks at the necrological services on June 5, 1973, by Dr. Arcellana, Chapel of the Holy Sacrifice, U.P. Diliman

Dr. Virata was a member of the Sigma Xi, Phi Kappa Phi, American Statistical Association, American Mathematical Society and the American Association for the Advancement of Science. He was a founding member of the Philippine Statistical Association; member and past vice president of the Philippine Columbian Association; President of the Association of Southeast Asian Institutions of Higher Learning, 1957-1958; and the Family Planning Association of the Philippines.

Among the U.P. units which he helped establish are the College of Public Administration, the Statistical Center, the Population Institute, the Science Education Center and the CDRC. His loss is deeply felt by those who were closely associated with him, as he was always ready to help with his ready advice when solicited. He was very practical in his approach to every problem presented to him.

For all these enviable record of accomplishments, Dr. Virata was listed in the Who is Who in American Education, Asia's Who is Who, the Philippines' Who is Who and the Directory of American Scholars.



**Dr Enrique T. Virata with Pres. Carlos P. Garcia
at the inauguration of the Statistical Center.**

REPUBLIKA NG PILIPINAS
KAGAWARAN NG KALAKALAN AT INDUSTRIYA
KOMISYON SA MGA PANAGOT AT PALITAN
(Securities and Exchange Commission)
Maynila

CERTIFICATE OF FILING OF AMENDED BY-LAWS

TO ALL TO WHOM THESE PRESENTS MAY COME,
GREETINGS:

THIS IS TO CERTIFY that the Amended By-Laws of the
PHILIPPINE STATISTICAL ASSOCIATION, INC.

copy annexed, adopted by the majority of the members on December 11, 1971, certified to by a majority of the Board of Directors and countersigned by the Secretary of the corporation, was filed in this Office on the 26th day of June, 1972 pursuant to the provisions of Section 23 of the Corporation Law, Act 1459, as amended, and attached to the other papers pertaining to said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Manila, Philippines, this 26th day of June, in the year of our Lord nineteen hundred and seventy-two.

(Sgd.) ARCADIO E. YABYABIN
Securities and Exchange Commissioner

AMENDED BY-LAWS
OF THE
PHILIPPINE STATISTICAL ASSOCIATION, INC.

Article I — MEMBERSHIP AND FORMATION
OF CHAPTERS

1. CLASSES — The membership of the Association shall consist of Founding Members, Charter Members, Members, Honorary Members, and Institutional Members.

2. FOUNDING MEMBERS, shall be those who formed and organized the Association on Saturday, December 22, 1951. admitted to membership in the Association on or before March 1, 1952.

3. CHARTER MEMBERS, shall be those who have been admitted to membership in the Association on or before March 1, 1952.

4. MEMBERS — A Member shall be a person interested in the objectives of the Association, who is elected by majority vote of the Board of Directors after March 1, 1952.

5. HONORARY MEMBERS — Persons of outstanding distinction in any field of statistics may be elected to honorary membership by a unanimous vote of the Board of Directors.

6. INSTITUTIONAL MEMBERS — Institutions, business enterprises, and other organizations interested in the objectives of the Association may be admitted to institutional membership by a majority vote of the Board of Directors. Each institutional member may nominate up to five individual representatives to membership in the Association.

7. FORMATION OF CHAPTERS — The Board of Director is authorized to set up PSA chapters in universities, colleges, research organizations and in other appropriate institutions, both in Manila, Manila suburbs, Cities and the provinces. It is further authorized to issue rules and regulations relating to the organization of these PSA chapters, including membership dues, officers of administration of the PSA chapters and other related aspects of the activities of the PSA chapters.

8. MEMBERSHIP YEAR — An application for membership received prior to October 1 in any year shall be dated back

to January 1 of that year, and any publication of the Association for the current year shall be sent to the member. An application for membership received on or after October 1 shall be dated forward to January 1 of the next year and all subsequent issues of the Association's publications for the current year shall be sent to the member gratis.

9. RESIGNATIONS — Any member may resign from the Association by notifying the Secretary-Treasurer. There shall be no reimbursement of dues under these circumstances.

10. MEMBERSHIP DUES — The annual dues of each Founding Member, Charter Member, and Member of the Association is ten pesos and a minimum of one hundred pesos for an Institutional Member. Honorary members shall not be required to pay dues.

11. LIFE MEMBERSHIP — Any member of the Association may elect by a single payment to commute his annual dues payments for life by applying to the Secretary-Treasurer for current rates for such commutation and making a single full payment in accordance therewith. Rates of commutation to single life membership shall be established by the Board of Directors.

Article II — BOARD OF DIRECTORS AND COUNCIL OF ADVISERS

1. MEMBERS OF THE BOARD — The Board of Directors shall consist of nine Members to be elected by the membership of the Association. Upon assuming office, the Director shall elect from among themselves, a President, a First Vice-President, a Second Vice-President, and a Secretary-Treasurer. The Immediate Past President shall be a non-voting ex-officio member of the Board.

2. POWERS AND DUTIES — The Board of Directors shall serve as the Governing Body and shall have the power to appoint the Editor or Editors of the publications of the Association, Associate Editors, and other necessary publications officers and personnel; to pass upon applications for membership; to establish policies and action which will promote the welfare of the profession; to fix the time and place of meetings of the Association; to administer, and if necessary, modify the Budget; and to discharge such other responsibilities as it may deem necessary.

3. DUTIES OF THE PRESIDENT — The President shall be the Executive Officer of the Association and shall be responsible for the effective execution of the policies determined by the Board of Directors.

The President shall preside at all meetings of the Board of Directors, and of the Association. He shall appoint, with the consent of the Board of Directors, all members of committees provided for by these By-laws and of committees which may be created by the Board.

4. DUTIES OF THE SECRETARY-TREASURER — The Secretary-Treasurer shall deposit all funds of the Association in a Bank to be designated by the Board of Directors, and shall make disbursements therefrom by checks signed by him as Secretary-Treasurer, and by the President of the Association.

5. DUTIES OF THE VICE-PRESIDENTS — During the absence of the President, the First Vice-President, or the Second Vice-President shall perform the duties of the President.

6. TERMS OF OFFICE — All members of the Board of Directors shall serve for a term of one year, provided that no member of the Board shall serve for more than two consecutive terms.

7. COUNCIL OF ADVISERS — All Past Presidents of the Association shall constitute a Council of Advisers to assist the Board of Directors or the Association whenever called upon to do so.

8. VACANCIES IN OFFICE — The Board of Directors shall fill any vacancy which may occur between elections. The First Vice-President shall succeed, and assume the duties of the President in case the position becomes vacant; the Second Vice-President shall then become First Vice-President; the vacancy thus created in the office of Second Vice-President shall be filled by the Board of Directors, by electing one among themselves, to serve the rest of the term; and the vacant position of Director thus created, may be filled by the Board of Directors, by designating one of the members of the Association as Acting Director or by a special election to be called for the purpose of electing a new Director.

9. MEETING OF THE BOARD — The Board of Directors shall meet at least four times a year. Meetings shall be held

at the call of the President or on written petition signed by at least three Members of the Board. Five members shall constitute a quorum.

10. MEETINGS OF THE ASSOCIATION — The Annual Meeting of the Association shall be held on the second Saturday of December. There shall be one or more special meetings of the Association each year to be held at such time and place in Manila as the Board of Directors may designate. At least twenty percent of the membership but not less than fifteen members shall constitute a quorum.

11. NOMINATING COMMITTEE — The Nominating Committee shall consist of three members appointed by the President at least two months before the annual election, with the consent of the Board of Directors, to serve until the next Annual Meeting.

12. COMMITTEE ON ELECTIONS — The Committee on Elections shall consist of three members appointed by the President with the consent of the Board of Directors, to serve until the next Annual Meeting.

All members of the Committee on Elections shall be selected from among the membership of the Association. No member of the outgoing Board of Directors shall be appointed Member of the Committee on Elections.

13. OTHER COMMITTEES — The Board of Directors may create such Committee as may be deemed necessary to carry out the objectives of the Association; the President shall appoint the Members thereof, with the consent of the Board of Directors, to serve until their successors are appointed, or until the purposes for which such Committees have been created, shall have been accomplished.

Article III — ELECTIONS

1. WHO MAY VOTE; WHO MAY HOLD OFFICE — Founding Members, Charter Members, and Members of the Association, whose annual dues have been fully paid, are entitled to vote, and be elected to hold office.

2. NOMINATIONS — During the month of November of each year, the Nominating Committee shall receive nomina-

tion for the election of nine Members of the Board of Directors, who shall serve during the ensuing year. Members of the Association may submit the names of their nominees, not later than November 10th; upon receipt of such nominations, the Nominating Committee shall screen the proposed nominees and shall exclude:

- a. Those who have not fully paid their annual dues.
- b. Those who are residents of foreign countries, or of places in the Philippines, far from the City of Manila where the headquarters of the Association are established, because if elected as Member of the Board of Directors, they would be unable to attend meetings of the Board.

3. **BALLOTS** — The Nominating Committee shall prepare and print or mimeograph the ballots which shall contain the names of all the fully qualified nominees.

4. **ELECTION OF MEMBERS OF THE BOARD** — At the Annual Meeting of the Association, the elections shall be held under the direction and supervision of a Committee on Elections. Ballots shall then be distributed among those present at the meeting, and collected immediately, the votes for each nominee shall be counted honestly and accurately and duly recorded and certified to the Board of Directors.

5. **OATH OF OFFICE** — The new Members of the Board of Directors shall assume and take their oath of office not later than January 10 of the year for which they were elected to serve.

The outgoing Board of Directors shall turn over to the incoming Board, all funds, properties, and any other assets of the Association, together with an audited Financial Statement showing all Receipts and Disbursements, Accounts Payable, Accounts Receivable, and Balances, as of December 31 of the year for which the Financial Statement is made.

Article IV — PUBLICATIONS

1. **AUTHORIZATION** — Journals, Reports, Monographs, Proceedings, or other publications may be authorized by the Board of Directors.

2. EDITORIAL BOARDS — Each periodical published by the Association shall have an Editorial Board, consisting of an Editor and such other personnel as may be appointed by the President, with the consent of the Board of Directors.

Each Editorial Board shall formulate publication policies. It shall survey all periodicals carrying material of interest to the profession and devise means of mutual aid and cooperation. Proposals for the publications of directories, special reports, books, or other professional material shall be referred to the Board of Directors for consideration and approval.

The term of office of Editors and personnel of each periodical publication shall be fixed by the Board of Directors.

3. PUBLICATION OF FINANCIAL STATEMENT — The Secretary-Treasurer shall publish the Financial Statement referred to in Article III, Section 5, of these By-Laws, together with the Report of the Auditors, and furnish a copy to the entire membership of the Association.

4. SUBSCRIPTIONS — The Board of Directors shall have the responsibility of drawing up the schedule of subscription rates, to its publications.

Article V — MISCELLANEOUS PROVISIONS

1. FISCAL YEAR — The Fiscal Year shall be the calendar year.

2. SURETY BONDS — The Board of Directors may require the Secretary-Treasurer and other personnel responsible for the receipt and disbursements of funds, to be insured by a surety and performance bond in amounts and in companies approved by the Board, the cost to be borne by the Association.

3. PROPOSAL FOR AMENDMENTS — Amendments to these By-Laws may be proposed by the Board of Directors, or by a petition signed by at least ten members of the Association.

An amendment originating by petition shall be referred to the Board of Directors for its recommendation as to ratification.

4. **RATIFICATION** — Following action by the Board, the Secretary-Treasurer shall publish a copy of the proposed amendment and the Board's recommendation in the communication inviting comment, addressed to members of the Association.

Unless the Board decided that the proposed amendment is of such urgency as to require a special meeting, the amendment shall be submitted to the members at the Annual Meeting. Ratification shall require an affirmative vote of a majority of the members.

5. **EFFECTIVITY** — The Amended By-Laws shall take effect upon approval.