

**MICHIGAN SOCIETY OF ANESTHESIOLOGISTS**

**NOTICE OF SPECIAL MEETING OF THE MEMBERS**

**SATURDAY, MARCH 13, 2021, 10:00 AM EASTERN TIME  
DOUBLETREE HOTEL  
39475 WOODWARD AVE, BLOOMFIELD HILLS, MICHIGAN 48304**

TO: Members of the Michigan Society of Anesthesiologists

DATE: February 22, 2021

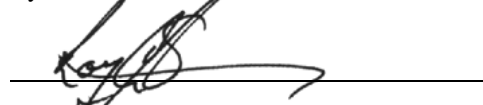
NOTICE IS HEREBY GIVEN that a Special Meeting of the Members of the Michigan Society of Anesthesiologists (the "Society") will be held on the day and time and at the location printed above (the "Meeting," including any adjournment or postponement) to approve the Society's Amended and Restated Bylaws and to transact such additional business, if any, as may properly come before the Meeting. The Amended and Restated Bylaws have been approved by the Society's Board of Directors and are subject to approval by the Society's voting Members, in order to become effective. In the event of an adjournment or postponement of the Meeting, notice of the updated Meeting day, time and location will be posted on the Society's website and/or will be emailed to the Members.

The Amended and Restated Bylaws document is available for review by the Members at [mysahq.org/bylaws](http://mysahq.org/bylaws) and will not be mailed.

Please note the following:

1. The Society had originally scheduled a meeting of the Members in the Fall of 2020 to vote on Amended and Restated Bylaws. That meeting was canceled to comply with State of Michigan COVID-19 orders and so that additional amendments could be included in the Amended and Restated Bylaws.
2. At the Meeting scheduled for March 13, 2021, a quorum consists of the on-site, physical presence of at least 25 voting Members. The Amended and Restated Bylaws will be adopted and become effective upon the affirmative vote of two-thirds of the voting Members present on-site and voting at the Meeting.
3. The Meeting is structured to comply with State of Michigan Department of Health and Human Services COVID-19 orders and related Michigan Occupational Safety and Health Administration workplace meeting standards, is not a social gathering, and is necessary because the Society's existing bylaws do not permit action other than by votes cast by each voting Member on-site at the Meeting. Accordingly:
  - a. If you wish to attend the Meeting on-site, you are required to RSVP by March 10, 2021 at [mysahq.org/bylaws](http://mysahq.org/bylaws).
  - b. Attendance on-site at the Meeting will be limited to no more than 45 voting Members. The Society will notify the first 45 Members who register to confirm that they have a reservation to attend the Meeting on-site. Members who register thereafter will be placed on a waiting list and will be notified, in order of registration, of the opportunity to attend the Meeting on-site if any of the first 45 registered Members notify the Society that they are canceling their reservation.
  - c. Members who are unable to attend the Meeting on-site may participate in the Meeting via Zoom. Due to restrictions in the existing bylaws, participation via Zoom will not qualify for purposes of achieving a quorum or for voting, although the Chair of the Meeting intends to call for an advisory vote on the Amended and Restated Bylaws by those Members participating by Zoom. Members may register to participate via Zoom at [mysahq.org/bylaws](http://mysahq.org/bylaws).
  - d. Members attending on-site will be required to successfully complete customary COVID-19 screenings, including a temperature check, confirmation of lack of symptoms, etc., to be admitted to the Meeting room. Face coverings must be worn at all times while on-site.

By Order of the Board of Directors,



Roy Soto, M.D., FASA, President