

# Exhibit N — Remedy Proposal (Resolution Without Litigation)

**Purpose.** Provide a constructive off-ramp that protects the Club, restores fairness, and sets a clear policy going forward.

## Controlling authority (quotes):

“The Board shall maintain a set of **written rules and procedures**... A **2/3 vote** of the elected officers at a meeting is required to **adopt, interpret, amend, or repeal** such rules or procedures.”

*(SERC By-Laws, Oct. 27, 2022, Art. V §1.)*

“**Give each other the benefit of the doubt**... Board members can help facilitate dialog. **Observe** club policies, procedures, and regulations.”

*(SERC Procedures V2.5, Code of Conduct, p. 20.)*

## Proposed resolution:

1. **Withdraw** the 60-day suspension (no finding; remove any notation).
2. **Convert** the matter into a **neutral, non-disciplinary policy reminder** on door security (not for progressive discipline).
3. **Prospective rulemaking (if desired):**
  - Draft a **clear door policy** (e.g., “no leaving an exterior door unattended in a propped-open state”),
  - **Adopt** it by the required **2/3 Board vote** (By-Laws Art. V §1),
  - **Publish** via official channels (website + Direct-to-Member email), and
  - **Post signage** at the relevant entrances.
4. **Record clarity:** Enter into the minutes that the Board’s decision is based on **written, duly adopted standards** (or, if not, that no written standard exists—so the record is accurate).

## Why this protects the Club:

- **Legality & legitimacy:** Grounds discipline in **written** standards; avoids arbitrary enforcement.
- **Reputational safety:** Shows the Club acts by rule, not by ad-hoc analogy (“breaking a window”).
- **Cost control:** Minimizes exposure to **appeals and legal expense**; sets a durable, prospective norm all members can follow.

**Requested action:**

Approve the **resolution** above and close the matter; if not, please identify the **specific written rule** in force on Aug 19, 2025 that the Board believes was violated (by section number/text) so the basis for any decision is clear in the record.