

Northwest Telecommunications Association

AMENDMENT TO BYLAWS

Article II be amended in Section 1 to read as follows:

Section 1. Membership. The Association shall have two (2) classes of membership. Companies under common control must join the class that corresponds with their principal telecommunications business in Oregon, Idaho or Washington. The designation of such classes and the qualifications and rights of the membership of such classes shall be as follows:

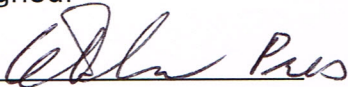
(a) Telecommunications Provider. There shall be one class of Telecommunications Provider members who shall be entitled to vote in all matters subject to vote by the membership. Any person, including any individual, partnership, corporation or trust, who is authorized to provide telecommunications services to end users in Oregon, Idaho or Washington as a competitive local exchange carrier approved by the Board shall be eligible to be admitted as a Telecommunications Provider member.

(b) Associate Members. There shall be one class of Associate membership. Any manufacturer, jobber, supplier, service firm, organization or individual who regularly furnishes either materials, supplies or services which are used and useful to a Telecommunications Provider and any person, including any individual, partnership, corporation or trust, which is described in Article II Section 1(a) and which does not provide service in the states of Oregon, Idaho or Washington shall be eligible to be admitted as an Associate member. Associate members shall have the privileges as set forth in these bylaws, not including the right to vote.

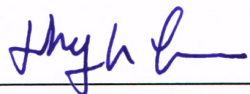
Section 2. Admission. Members shall be admitted by the Board of Directors. Prospective members shall submit an application for membership to the Association. An affirmative vote of a majority of the Directors shall be required for admission for Telecommunications Provider Class but not required for the Associate Member Class. The Board of Directors may from time to time proscribe the contents of such application, but if not so proscribed, it shall contain the name, address and telephone number of such prospective member and the individual authorized to vote for the prospective member. Acceptance of an applicant for membership is made on the condition that the applicant accepts the terms and conditions of membership and agrees to abide by these bylaws.

This Amendment was adopted by the NWTB Board of Directors at the April 10, 2013 board meeting.

Signed:



Greg Palser, President



Jeff Crews, Secretary