

place of business or desires to establish a regular place of business, and such application shall thereupon be reviewed by such Loan Committee and promptly transmitted by it to the Board of Directors for final consideration, ~~along with the recommendations of such Loan Committee for final consideration,~~ along with the recommendations of such Loan Committee with respect thereto; provided, however, that where there is no member of such corporation in an economic region selected as above provided, such applicant may make his application through the Loan Committee for any other economic region. For the purposes of considering the approval or rejection of such loan applications, the Board of Directors may by a two-thirds vote delegate its functions hereunder and its final authority for such approval or rejection, to a Sub-committee consisting exclusively of members of said Board of Directors.

(e) In connection with the approval of loan applications, the Board of Directors shall adhere to the principle that the amount of loans outstanding in connection with properties or business operations in any economic region, expressed as a percentage of the total amount of loans outstanding in all regions, shall not be greater than three times the percentage relationship between the total value (at par) of the Corporation's capital stock which is registered in the name of persons, firms, or corporations having regularly established places of business in that region, and the total value (at par) of all of the Corporation's capital stock outstanding.

417. Voting Rights and Powers.

(a) The stockholders and the members of the corporation shall have the following powers of the corporation:

1. To make, amend and repeal by-laws;
2. To amend this charter as provided in Section 418;
3. To exercise such other of the powers of the corporation as may be conferred on the stock holders and or the members by the by-laws or this Article.

(b) As to all matters requiring action by the stockholders and the members of this corporation except as otherwise herein provided, said stockholders and said members shall vote separately thereon by classes; and, except as otherwise herein provided, such matters shall require the affirmative vote of a majority of votes to which the stockholders present or represented at the meeting shall be entitled and the affirmative vote of a majority of the votes to which the members present or represented at the meeting shall be entitled.

(c) Each stockholder shall have one vote, in person or by proxy, for each share of capital stock held by him; and each member shall have one vote in person or by proxy, except that any member having a loan limit of more than one thousand dollars shall have one additional vote, in person or by proxy, for each additional one thousand dollars which such member is authorized to have outstanding on loans to the corporation at any one time as determined under Section 420 of this sub-title.

418. Charter Amendments.

The charter may be amended by the votes of the stockholders and the members of the corporation, voting separately by classes, and