

**Instructions:** Please indicate the Article #, Section #, (and paragraph # or letter, if appropriate) and associated text of the present Bylaws that is to be changed using the same font as in the Bylaws, “Garamond” size 11 or 12. If Garamond is not available use “Book Antiqua”. Words inserted or added are *in italics* and words removed are ~~struck out~~. If there are more instances (Articles, Sections) where the same type of change is required please repeat. All sections of the Bylaws affected by the proposed change MUST be included in the mark-up unless the change is something simple such as a word substitution. Non-related changes (separate topics) must be considered as separate amendments.  
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2 **Notice of Proposed Amendment to Bylaws**

In accordance with the bylaws, John Dunse hereby gives notice that the following Bylaws amendment will be offered for consideration at the NEXT membership meeting having an Organization Quorum.

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6 **Amendment 2008-011: Unopposed Nominee Requires Yes/No Vote by Members**

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10 **Proposal Summary:** At present, a person can elect (him/her)self by an unopposed self-nomination without a single vote being cast by the members. The proposed Bylaws change would require an unopposed nominee to stand for a “vote of confidence” with the members voting ‘Yes’ or ‘No’ to show their approval or disapproval. If the election fails, the office is considered vacant and a process already defined for a vacancy takes effect.

14 A ‘proviso’ motion, which is not part of the main motion, allows the Bylaws to be changed, but delays implementation until the officer elections for 2010. This motion must be passed before the main motion is passed otherwise the amendment changes the Bylaws and takes effect immediately which would be unfair to the nominees to be elected at the same time this amendment is considered.

20 (Details on next page)

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**Parliamentary information:** Primary and secondary amendments to these proposed bylaw amendments are in order only if they are *germane* to the proposed bylaw amendments and are *within the scope of the change proposed in the notice*. “Amendments” which do not seek to directly change the text of the proposed amendments within the limitations of germaneness and scope, but instead propose to amend other parts of the affected section amount to new bylaw amendments will be out of order. Notice of such new proposed bylaw amendments may be given when there are no other pending motions.

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**ARTICLE 8 – ASSOCIATION OFFICERS**

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**Section 5. Officers, General Aspects.**

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b. Nomination. Nominations from the floor for officers shall be opened at a General Meeting or Special Meeting immediately preceding the Annual Meeting. A Full Member in Good Standing may run for only one office and must accept or decline upon being nominated. A nomination requires no second (although it may be offered as a sign of membership support), and self-nomination is allowed. Nomination for each office shall be considered closed when no further nominees are forthcoming and at least two warnings of closure have been given.

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c. Nominee’s Right to Address Members.

After the nomination for each office has been closed, each nominee for that office shall be given the opportunity to address the members for a time up to three minutes. Up to three minutes more will be available for members to question the nominee, with no more than one minute per question and answer.

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d. Elections.

Election of officers to serve the following year shall take place at the Annual Meeting. Officers shall be elected, one officer at a time, in the rank order listed in these Bylaws, by majority vote of the members present and voting using secret balloting, ~~unless there is only one nominee for office.~~ Only nominated *and attending* candidates may be written on the ballot; no “write-in” candidate will be counted. ~~Any nominee running unopposed for a given office shall be considered elected without need for a ballot.~~ If more than two nominees are running for the same office, and none receive a clear majority vote, the membership shall vote until one person has obtained a majority. In case of a tie between two nominees, a decision by lot shall be made for any unresolved tie after three ballots.

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*The secret ballot for a nominee running unopposed shall be considered a ‘vote of confidence’, and the ballot must be marked with a “YES” (approve), or “NO” (disapprove); any writing on the ballot other than those words shall be a non-vote and not counted. A majority of “YES” elects the nominee, otherwise the election for that office fails and the office will be considered “vacant”.*

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*If an election failed, those officers that are newly elected shall employ the process defined under “Vacancies”, (Article 8, Section 5e), but must exclude from consideration the person already rejected by the members. Members shall vote by secret ballot upon the choice(s) at the next meeting (Standard Quorum) following the Annual Meeting. If confirmed, the elected person takes office immediately.*

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e. Vacancies.

If an officer is recalled, resigns, or becomes ineligible, the office shall immediately become vacant. *An office may also become vacant through a failed election.* If the office of president is vacant the vice-president shall immediately assume the duties of president until the expiration of the previous president’s term. An eligible member appointed by the ExecCom for the remaining period until the next annual election shall fill any other vacancy on the ExecCom. The appointed officer must be approved by a majority *secret ballot* vote of the membership at the next General Meeting, and will remain in office until the expiration of the original term of office.

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2 **Rationale for Change**

4 The Preamble of the Association Bylaws asserts that the authority to act for the Association comes from its  
6 members, and that the members do not yield authority by electing certain persons to represent, guide, or speak  
for the Association.

8 At present a person can become a candidate for office through self-nomination (without being ‘seconded’), and  
10 then, if running unopposed, become an officer of the Association without a single vote having been cast for or  
against the person. The (self-)nomination essentially becomes the election. Even if a majority of the members  
12 felt the unopposed candidate was a poor choice for the position, the membership could do nothing to stop that  
person taking office automatically. This is contrary to the assertion of the Preamble that leaders would be  
“elected” by the membership.

14 The proposed Bylaws change would require an unopposed nominee to stand for a “vote of confidence” with  
16 the members voting (by secret ballot) ‘Yes’ or ‘No’ to show their approval or disapproval. A procedure is also  
defined for situations when a candidate is not approved by the membership in such a vote and the office  
18 remains vacant.

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## **Subsidiary Motion**

### **Proviso Motion to Delay Implementation of Amendments to Article 8, Section 5d, 5e**

The above amendments become part of the published Bylaws upon their passage.

Provided this “proviso” motion passes, the implementation, however, shall be delayed until the meeting in which the officers for fiscal year 2010 are elected.

Further, this proviso motion shall be made part of the meeting record (minutes), but not part of the Bylaws text, except as a note in the “Bylaws Change Record” to indicate delayed implementation.

(Approved or Not Approved)