

Proposed Bylaws Changes, October 2018

With the adoption of the new bylaws at the 2017 ISMTA conference, we promised to correct two issues in the bylaws at the general meeting at the 2018 ISMTA conference. These revisions must pass before we elect the new president-elect and secretary. Language is taken from drafts of the bylaws from last year, and from the MTNA bylaws.

Here are the revisions:

1. Revise terms for President and President-elect to 2 years, to match other elected officers. In the bylaws, the president-elect assumes duties in absence of president, however ISMTA had a president-elect only a third of the time (the last year of a president's three year term). This revision corrects this issue. Now the elected officer will be president-elect two years, president two years, and past president two years.

2. Add secretary to Board of Directors. Secretary was assigned for one year to Vice-President of Local Associations to keep odd-number on the Board of Directors. With the addition of a president-elect at all times, we need to maintain an odd-number on the board in order to break ties in Board of Directors voting.

Changes are in *bold italics*.

1. Revise terms for President and President-elect to 2 years, to match other elected officers.

OLD:

Article VI Officers, Section 2 – Terms and Limits.

The president shall be elected for a three-year term beginning in 2017. Vice presidents shall be elected for two-year terms. The Vice President, Conferences, and the Vice President, Local Associations, shall be elected in odd numbered years; the Vice President, Membership, and the Treasurer shall be elected in even numbered years. The president-elect shall be elected one year before the start of the next term of the president and shall serve in that capacity for one year.

PROPOSED:

Each officer shall be elected for two-year terms. The President-elect, Vice President for Membership, and the Secretary shall be elected in even numbered years; the Vice President for Conferences, the Vice President for Local Associations and the Treasurer shall be elected in odd numbered years. The President-elect, upon completion of his or her term of office, shall automatically become President of the Association. Should the President-elect be unable to assume the Presidency, the President shall be elected, for that term only, in the same manner as the other officers.

2. Add secretary to Board of Directors.

Article V Board of Directors, Section 1 – Governance.

The governance of the Association shall be vested in the Board of Directors, which shall be composed of the President, President-elect, Immediate Past President, Vice President for Membership, Vice President for Conferences, Vice President for Local Associations, **Secretary**, Treasurer, Chairs of the Education/AIM and Competition Committees and one director at large. The Chairs of the Education/AIM and Competition Committees and the director at large shall be appointed by the President promptly after his or her election and shall serve one-year terms or until their replacements are appointed.

Article VI Officers, Section 6 – Vice Presidents.

The Vice Presidents shall assist the President in the discharge of the President's duties as the President may direct and shall perform such other duties as from time to time may be assigned to the Vice Presidents by the President or by the Board of Directors. ~~In the absence of the president or in the event of the President's inability or refusal to act, and when there is no President-elect~~ **If the President-elect is unable to preside in the absence of the President**, the Vice Presidents (in the order designated by the Board of Directors, by the President if the Board of Directors has not made such a designation, or in the absence of any designation, then in the order of seniority of tenure as vice president) shall perform the duties of the president and, when so acting, shall have all the powers of and be subject to all the restrictions on the president. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Association or a different mode of execution is expressly prescribed by the Board of Directors or these bylaws, the Vice President may execute for the Association any contracts, deeds, mortgages, bonds, or other instruments that the Board of Directors has authorized to be executed. ~~The Vice President, Local Associations, shall serve as secretary for the Association.~~

Addition: (renumber following sections in this Article)

Article VI Officers, Section 8 – Secretary.

The secretary shall (a) keep the minutes of the meetings of the membership, the board of directors, and committees of directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (c) be custodian of the Association's records; and (d) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to the secretary by the President or by the Board of Directors.