

Proposed Amendment to Benton County Dems By-Laws

This last year has been a challenging one that has made the Board realize having additional flexibility in scheduling meetings would be useful, but would require accommodating changes in our By-Laws. Some additional changes are included to address several other issues. The Board wishes to submit an amendment to our By Laws to make changes as noted below (underlined text is added, over-struck text is deleted). Only those parts of the By-Laws affected or helpful in understanding the context of the changes is included. See our web site for the full text of current By Laws.

The proposed amendment makes changes in the following general areas:

- (1) Removing an absolute requirement for meeting every month (which historically has never been observed for December, and sometimes not for Little Flock month) and changing wording so that the only event firmly tied to a specific monthly meeting is the election of new officers in November;
- (2) Allowing for the optional temporary replacement of the Immediate-Past-President Board member position by some other Immediate Past Board member in the event the Past President moves out of NWA or is otherwise no longer able to participate in Board meetings;
- (3) Formalizing an exception to Art 5, Sec 2 officer requirements that we have found necessary in order to fill some officer positions; and
- (4) Cleaning up some unclear and contradictory wording in Article 5 related to non-voting Board attendees and to replacing elected versus appointed vacated positions.

This article is the written notification to membership of the proposed amendment. The plan is to formally present the amendment at the November 2020 meeting and then vote on it in January.

Joel Ewing, Social Media Chair

ARTICLE 1. Name

Sec. 1. The name of this organization shall be Benton County Dems, hereafter known in this document as the BCD.

A. Meetings will normally take place monthly as determined by the Board. The Board may elect to skip a General Meeting in a month in which other exceptional events or conflicts are occurring (such as December and the month of the Little Flock Picnic), or if unusual circumstances make a meeting impossible or unsafe (such as a pandemic)

B. Under circumstances where in-person meetings are impractical or unsafe (as determined by experts), the Board may elect to conduct meetings on-line using various applications suitable for that purpose.

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ARTICLE 5. Officers and Board of Directors

Sec. 1. The elected Officers of this organization shall be: President, Vice President, Secretary, and Treasurer. Their terms shall be from January 1 through December 31.

Sec. 2. Eligibility to be an Officer requires membership of one year and attendance at a minimum of

six general meetings within the previous year. If an office has no candidate meeting these qualifications and the Board believes another person to be capable in every other way, it may vote to make an exception for an individual for this specific nomination. When this candidate is presented in nomination to the general membership, the Board's reasoning must be explained at that time.

Sec. 3. Officers shall be eligible for re-election for the same office for one term.

Sec. 4. If a vacancy occurs in any elected office, it shall be announced via e-mail. The Board shall present a candidate at that time and if further nominations are received, those shall be publicized in the same manner. A vote of the membership shall be held at the following general meeting after possible further nominations from the floor.

Sec. 5. The Board of Directors shall be formed of the four elected Officers above, the Immediate Past President, Membership Chair, Social Media Chair, and Publicity Chair.

Sec. 6. ~~The non-elected members of the Board shall be appointed by the President and approved by the Officers.~~ If a vacancy occurs in any non-elected Board position as specified in Sec. 5 [Membership Chair, Social media Chair, Publicity Chair], the opening will be announced by email to the general membership and the Board shall select a replacement. Other appointed positions may be filled by the President with concurrence by the Board.

Sec. 7. ~~Members of committees~~ Other committee members not named in Sec. 5 may attend Board meetings but will not be able to vote.

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Sec. 9. ~~If a vacancy of any appointed Board member occurs, it shall be announced at the next general meeting and the Board shall fill the position at its following meeting. In the event that the Immediate Past President is no longer able to meet with the Board, and the current Board feels it lacks continuity with the previous Board, the Board may choose to fill a vacated "Immediate Past President" Board position with some other "Immediate Past Board Member".~~

Sec. 10. The Board shall meet, normally monthly, at a place or on-line, and at a time to be determined by the Officers.

ARTICLE 6. Committees ...

Sec. 3. The Nominating Committee shall consist of three non-Board members selected by the Board ~~after nominations from the floor at the May meeting-~~ from nominations from the floor at a prior General Meeting. The default General Meeting for those nominations will be May, but may be changed by the Board as long as the Nominating Committee has sufficient time to meet its deadlines.

A. The Nominating Committee shall ~~present a single slate of Officers at the last meeting prior to October and further nominations may be made from the floor at that time.~~ with prior announcement present a single slate of Officers at a General meeting designated by the Board, but no later than the November meeting, allowing further nominations from the floor. This report is usually at the August or September Meeting, but the Board may designate a later month of the year. Elections shall be held at the November meeting.