

SUMMARY OF PROPOSED SAPOA BYLAWS REVISIONS

APRIL 2021

These proposed changes to the 2014 SAPOA Bylaws are a preliminary work-in-progress, intended to be turned over to a Bylaws Committee, when one is created.

Article I, section 1.1: addition of explanation for the inclusion of excerpts from historical court cases and amendments.

Section 1.2.1: further definition of SAPOA purpose.

Article II, section 2.1: further definition of SAPOA responsibility to members.

Section 2.1.1 and 2.2: aligning dues and votes.

Section 2.2: removing statement prohibiting proxy votes; see section 7.2.1 allowing proxies.

Article III, section 3.1: number of directors changed from five, to a range of five to seven, with staggered terms. The membership rather than the Board chooses officers.

Sections 3.4 to 3.8: duties of the Board and Officers moved from Rules, where they could be changed by the Board without membership approval, to Bylaws, requiring membership to approve all changes.

Article IV, section 4.4: additional procedures to fill Directors positions.

Article V, sections 5.1 and 5.3: ballot counting procedures moved from Rules to Bylaws.

Article VI, sections 6.1, 6.2 and 6.3: Board of Directors involvement in a recall, changed to a special Committee. Section 6.3 also limits when recalled directors may run again for election.

Article VII, section 7.1: number of General Meetings changed from two per year to a minimum of one per year; also specificity of language added.

Section 7.1.1: moved from Rules to Bylaws.

Article VIII, section 8.1: clean up a mistakenly duplicate of section 8.2, and add General Finances authority.

Section 8.2: eliminate unnecessary mailing of ballots.

Section 8.2.3: change approval of unbudgeted obligations over \$750 from Board of Directors to the membership.

Section 8.4: add "Restricted Funds" set-asides.

Article IX, section 9.1: define composition of Committees; change elimination of committee members from President to entire Board.

Section 9.1.2: add Recall to Special Committees.

Article XIV, section 14.1: include Plat issues for mediation; change to State mediation and arbitration laws and rules; move procedure to initiate mediation to Section 14.2.