

Proposed change to Bylaws- replace paragraph D with new Paragraph D

Why make the change?

A board member could spend a couple of years as a non-officer director and then assume more responsibilities with an officer position. They could be severely limited to move to an officer position if limited to maximum four consecutive years. The change to the bylaws would not count service in an officer slot against the maximum four consecutive years. In order to encourage new directors and try and avoid never changing leadership, a maximum of 6 years consecutive that does include any service as an officer would be added.

Current-

D. Term of Office: Term of office shall be one year (12 months), beginning with January 1 of the following club fiscal year after the annual membership meeting where board members are elected and approved. The exception to this is the initial year where elected board members will serve from November 1 2024 through the club fiscal year of December 31st 2025. Any Board of Director Member may serve up to a maximum of four years on the board and then must take a year off of the Board . The Board will appoint any board seat vacated during a term within 60-days of resignation of the seat. Appointed terms will end with the term of the seat, which is at the close of the annual membership meeting.

Proposed-

D. Term of Office:

- **Definition of Club Fiscal Year:** For the purposes of these bylaws, the "club fiscal year" is defined as the period from January 1 through December 31 of each calendar year.
- **Term of Office Overview:** Each Board member's term of office shall be one year (12 months), commencing on January 1 of the club fiscal year immediately following the annual membership meeting at which the Board member is elected and approved.
- **Non-Officer Term Limit:** Any Board member serving in a non-officer director position may serve a maximum of four (4) consecutive years in that capacity. After reaching this limit, the member must take a one-year break from Board service before being eligible for re-election or appointment as a non-officer director.
- **Officer Service Exception:** Service in an officer role—including Secretary, Treasurer, Vice President, President or Immediate Past President—does not count toward the four (4) consecutive year maximum for non-officer director service.
- **Overall Maximum Service:** No individual may serve more than six (6) consecutive years on the Board, inclusive of any combination of non-officer and officer roles.
- **Vacancy Appointment:** If a Board seat is vacated during a term, the Board shall appoint a replacement within sixty (60) days of the resignation. The appointed member's term will conclude at the close of the next annual membership meeting.

Example Scenario:

1. Director A is elected as a non-officer director and serves for two years (2026–2027).
2. Director A is then elected to officer roles (e.g., Secretary, Treasurer, Vice President, President) and serves in officer positions for two consecutive years (2028–2029). Officer service does not count toward the four-year non-officer limit.
3. After officer service, Director A returns to a non-officer director position and serves for two more years (2030–2031).
4. Director A's total consecutive Board service is six years (2026–2031). However, as the overall maximum allowable consecutive service is six years, Director A must step down after six consecutive years (by the end of 2031) and take a one-year break before being eligible to serve on the Board again.