

Monson Arts Council Bylaw Revisions 2009 – Description of Recommended Changes

Article III – Membership

3.3 Removed the phrase “from time to time” here and throughout the document as it adds no useful meaning to the clause.

Article IV – Meetings

4.1 Deleted middle sentence that read “Other meetings may be held from time to time, their purpose and date to be determined by the Board of Directors.” This clause refers to the Annual Meeting specifically; the process by which other meetings are scheduled is addressed in item 4.3.

4.1 Changed last sentence to read “Twelve members shall constitute a quorum...” instead of fifteen.

4.2 Deleted “Roll Call” and “Officer Reports” from the order of business. The secretary notes those in attendance for the minutes of each meeting, and the officers never have anything to report beyond their contributions to the other agenda items.

Article V – Nominating Committee

5.1 Changed “A Nominating Committee of three members” to “A Nominating Committee of at least three members” to avoid excluding additional people who might wish to participate in the nominating process.

5.2 Changed “Election shall be made by ballot” to “Election shall be made by a majority vote” since there are rarely challenges to the slate proposed by the nominating committee. In the event of a challenge this wording allows for the use of paper ballots, but in the absence of a contest a voice vote is acceptable.

Article VI – Board of Directors

6.1 Changed from “There shall be a Board of Directors consisting of Officers and six other members...” to “There shall be a Board of Directors consisting of Officers and at least six but not more than ten other members...” to allow for some latitude in building an effective Board.

6.3 In the final sentence, after “Members who miss four consecutive meetings...” added “or six meetings in a 12-month period...” to encourage Board members to maintain an active presence in the governance of the organization.

Article VII – Officers and Responsibilities

7.1 Deleted “and Assistant Treasurer” because this position has never been filled and there are currently no plans to elect anyone to this office.

7.2 Added a second sentence: “The President is authorized to approve purchases up to \$250.” It is inefficient and unnecessary for minor expenses to be held for approval at the Board’s monthly meetings.

7.3 Deleted second half of the sentence: “...and shall be responsible for planning and scheduling the Council’s annual program of events.” The program of events are planned and scheduled by the individual committees.

7.4 Deleted from second sentence: “and for mailing of the Council’s Newsletter.” The Secretary/Clerk has not been responsible for this function for quite a while.

7.6 Changed wording from “...pay all bills when approved by the President...” to “...pay all bills when approved by the President or the Board...” to reflect the modification of item 7.2.

7.7 Deleted this item to reflect the modification of item 7.1 eliminating the Assistant Treasurer position.

7.7 Added a new clause:

“A majority of the Officers are authorized to make short-term decisions of a time-sensitive nature between meetings.” The prevailing belief seems to be that the President has the authority to make decisions of this nature but there is no provision for that in the current edition of the bylaws.

Article IX – Committees

9.1 Corrected typographical errors and eliminated ineffective language: “from time to time” and “such.”

Article X – Amendments

10.1 Changed from “...a vote of two thirds of the membership present...” to “a vote of a quorum of the members present...” to be consistent with the wording in item 6.3.

10.1 Changed the reference to notices of proposed amendments having been “given in writing to each member at least thirty days prior to a meeting” to “communicated to the membership at least fifteen days prior to the meeting.”

10.1 Added a clarifying sentence: “Approved amendments take effect immediately.”

Article XI – Adoption

Deleted this section because the bylaws were already adopted by the membership at the time of incorporation.

Article XII

Changed the article number from XII to XI to replace the deleted clause.

Added a title to the article: “Article XI – Purpose”

Numbered the paragraph 11.1, consistent with the numbering system used throughout the document.

Corrected typographical errors.

Article XIII –

Changed the article number from XIII to XII to reflect the deletion of Article XI.

Added a title to the article: “Article XII – Assets”

Numbered the paragraph 12.1, consistent with the numbering system used throughout the document.