

Report of the Ad Hoc Committee on Bylaws Revision

Committee members: Andrew Cassidy-Amstutz, David D’Onofrio, Jim Gerencser, Lisa Mangiafico (Chair), Amy Schindler, and MARAC Chair John LeGloahec (ex-officio). MARAC Parliamentarian Dawn Fairchild serves the committee in an advisory capacity.

Since the conference in Baltimore, where an initial draft of revised governing documents was discussed in a Town Hall meeting, the committee has undertaken the following work:

- 1) Determined that over 60 individuals signed the petition to continue the process of revising the governing documents;
- 2) Conducted a survey (41 respondents) on the proposed initial revision draft presented at the Town Hall meeting for additional member comment;
- 3) By conference call, reviewed the results of the survey, other communications sent directly to the committee (1), and the minutes of the Town Hall and feedback during the Steering Committee meeting to determine what changes to make in the next draft;
- 4) In that same conference call, determined a set of “articles” and authors on various aspects of the revision process for member information, with all the articles to be edited by Jim Gerencser for release with the second draft for member comment;
- 5) By conference call, reviewed a next draft for additional changes before sending to the Steering Committee for review at their January meeting, for the purpose of creating a second draft for member comment at the Boston meeting;
- 6) Via email, responding to feedback from the January Steering Committee meeting to provide some options for consideration of the length of term for the chair and other changes .
- 7) Prepared Draft 2 for Member Comment and options chart for consideration of length of terms for chair and chair-elect.

Appreciation

The Ad Hoc Committee would like to extend its appreciation for all the feedback we have received thus far from our fellow members, and have continued to edit the proposed revisions based on this feedback, which is essential to the bylaws review and revision process. We look forward to receiving additional feedback on this second draft at the upcoming lunch discussion in Boston (Saturday 12:45-1:30 pm) by email, and via a new survey that will be posted to all MARAC members following the Boston meeting.

Please see the article on [Why Revise?](#) by Ad Hoc Committee Chair Lisa Mangiafico that addresses some of the comments brought forward during the Town Hall meeting in Baltimore about why this process is underway.

Significant Changes in Draft 2

- 1) Based on the feedback from members responding, many were not comfortable with a change in the nomenclature MARAC uses for its top leadership, chair vs. president. After discussion, and with the concurrence of the Steering Committee at their January 2015 meeting, the nomenclature in this draft has reverted to versions of “Chair. The Ad Hoc committee notes this is an outward- vs. inward-facing issue. For many outside of our organization, the term president conveys immediately that this is the presiding officer of the organization, while chair is a little more ambiguous. However, much of the feedback cited history and tradition in maintaining versions of “Chair” for the organizations chief elected leadership.

2) Vacancies have been addressed for elected positions by issuing a ballot within 30 days of the vacancy, except for a vacancy in the position of Chair. Please see the article on Leadership and Vacancies authored by Ad Hoc Committee member Amy Schindler for more information.

3) As a result of discussions, the Ad Hoc Committee was more comfortable with the Meetings Coordinator as an elected officer, rather than just as an elected committee chair. Based on the extraordinary pressures and risks that running the meetings entails, and the fiduciary responsibility of the position in signing contracts with hotels and other vendors, the Ad Hoc Committee believes this position should be an officer, and therefore a voting member of the Steering Committee. In this draft, the Meetings Coordinator has been included as an officer, and the various sections of the draft have been updated to reflect this change. What has not changed is the original suggestion that this position serve three (3) year terms. At their January 2015 meeting, the Steering Committee endorsed this rather substantial structural change.

4) In member feedback, there were comments that “hard coding” all of the committees into the bylaws seemed to be too restrictive, and does not provide the flexibility the organization might need to quickly respond to changing conditions without amending the bylaws in the future. This comment was discussed vigorously by the Ad Hoc Committee members, who in the end agreed with this assertion. The committee therefore removed from this draft all mentions of individual standing committees with the exceptions of those committees with chairs and/or members: Awards, Finance, Meetings Coordinating, and Nominations and Elections. In turn the bylaws draft stipulates that other than these committees, any additional special committees can be created by the Steering Committee.

During the January 2015 Steering Committee meeting discussion on this topic, Parliamentarian Dawn Fairchild pointed out that additional standing committees could be created by the members by resolution rather than amending the bylaws; this provision is in accordance with the parliamentary law found in Robert’s Rules of Order Newly Revised. As a result of this conversation, the Steering Committee did not have any objections to limiting the listed standing committees to those with elected members and/or chairs.

5) The Awards Committee structure received several comments supporting the statement from the Custer Committee (read at the Town Hall in Baltimore, and included in the Town Hall written minutes) and some who see the structure as too bureaucratic. This structure was one of the recommendations from the Working Group on Committees that was endorsed previously by the Steering Committee in 2014. The Ad Hoc Committee is sympathetic to the concerns brought forth, but has not changed that structure in this draft. Please see the article regarding Background on Committee Structures by Ad Hoc Committee member Andrew Cassidy-Amstutz.

However, this draft does suggest a change from the previous draft: to elect a chair of the Awards Committee, and to have the Immediate Past Chair of the Conference continue serving only as the chair of the Distinguished Service Award committee.

6) At their January 2015 meeting, the Steering Committee took up a lengthy discussion of the length of term for the Chair-elect/Chair/Immediate Past Chair. The Steering Committee asked for options, and these will be discussed at the March 2015 Steering Committee. They also are available for member comment as well.

Next Steps

- 1) At the Boston conference, members in attendance have the opportunity to participate in a lunch-time discussion of the draft on Saturday (12:45-1:30 pm) with members of the Ad Hoc Committee.
- 2) Following the Boston meeting, members will once again have the opportunity to respond to the draft with written comments via a survey.
- 3) Based on that feedback, the Ad Hoc Committee will create another draft for the Steering Committee to review at its Summer meeting, and based on that discussion, will prepare the Final Draft for discussion and vote in Roanoke.