

Reasoning behind proposed by-law changes

Membership (A): removes Associative membership, everyone who donates \$10 or more already gets the newsletter.

Membership (B): language clarification.

Membership (C): in the past, persons donating money but who did not request membership were given automatic membership in the category that corresponded to the amount donated. Not everyone who donates to an organization wants to be a member. The membership check box is right there on the form along with the donation check box. If people want membership to be a part of their donation, all they have to do is check the box.

Membership (F): just adds a time frame in the last sentence.

Meetings (A): changes annual meeting to March. This gives us time to digest the previous year's financial report, that we usually don't get until a day or so prior to the January meeting. Also gives time to get a slate of new officers to be voted on if any are up for election.

Meetings (D): Just adds that there must also be a quorum of the board at a member meeting.

Meetings (E): Just took out the words "in the society" at the end of the last sentence.

Meetings (F): Under (a), adds that a roll call of Board members be taken and recorded at the start of every meeting.

Under (b), adds public comment. We do this a practice, it just wasn't reflected in the bylaws.

Under (g), adds "except during regular board meetings."

Under (h): same as (b).

Under Rules of Order, just streamlines the sentence by saying "all meetings."

Board of

Directors (C): Under the current bylaws, it seems it is only the question of humaneness that makes a person ineligible to serve on the board. By changing the wording a little and adding "or" it allows other conflicts of interest to be considered in rejecting a board candidate.

- (D): This paragraph would allow members to serve two consecutive terms on the board, not to exceed six years total, move from one officer position to another at the end of a term, and not come back on the board until one year has passed since going off the board due to having served two consecutive terms. Given our difficulty to find board members, and all the knowledge that needs to be gained about HSBC as a board member, two terms makes sense. It would give HSBC a more stable and knowledgeable board.
- (E): This just adds a common sense reason not to hold a meeting during inclement weather and recognizes there may be other reasons a meeting might be cancelled.
- (F): This allows, in the case of board vacancies, language to preserve the 3-3-3 year staggered terms on the board. For example, if a person leaves with a year and a half left on their term, their replacement would serve out that year and a half as their term. If we agree on the earlier proposal of a maximum of two consecutive terms, that person could then stay on three additional years before having to leave the board for at least one year.
- (G): This makes it clear that “attendance” does not have to mean in person. Technology allows people in different places to “attend” meetings.
- (H): This addition makes it necessary for a former employee to wait to become a board member if they so desire. For example, if an employee leaves their position on January 1, 2019, the next annual meeting would be in March, 2019. This means they could not assume a board position until April, 2020. I think space between employee and board member just makes good sense. Otherwise there are too many dynamics that could potentially come into play.
- Officers (A): This says that while officers may immediately move into a different office once a term of office expires, they cannot return to an office they have previously held until two years have elapsed.
- (B): Under (4) this language recognizes it is the accounting office, not the treasurer that actually tracks our finances. It is the treasurer’s job to maintain communication with the accountant, and have a full understanding of how those finances work. The last sentence just says what we are already doing, having financial reports available to all at monthly meetings.

Committees: The language for all listed committees has been greatly streamlined. The current language contains so many specific requirements of committees that given time constraints are not practically possible. In addition, the language in the Endowment committee recognizes that other endowments besides the Ritchie Fund may be created, and it would be the committees job to oversee them as well.

Amendment of By-laws This change would allow proposed changes to be made available either on line, in person at the shelter, or through the mail. This would require far less expense. Today's technology makes the use of "snail mail" to get the word out unnecessary in many circumstances. All appropriate people will still be notified in a timely fashion, just through a variety of methods.