

CHANGES TO THE ADSOEF BYLAWS

As with all newly formed organizations, the need to alter the structure of a group can arise early in its existence and that occurred for the Foundation. The ADSOEF Governance Committee, consisting of Chairman Karyn Kern-Lazear, Dr. Norma Kirby, Kathy McClendon, Jane Meese, and Joyce Jones-Weinkam, met several times since September 2019 to examine each section of the Bylaws to determine what amendments were needed. The Board of Directors approved the recommended amendments at their meeting on February 1, 2020, and the new document is posted on the ADSOEF website. Many of the changes were minor. If you have any comments or questions concerning the Bylaws, please contact Chairman Karyn Kern-Lazear at lazearkaryn@gmail.com or any member of the Governance Committee.

Significant content and format alterations were made to ARTICLE V – BOARD OF DIRECTORS. Since these alterations will affect the election at the 2021 Annual Meeting, the Directors of ADSOEF decided to summarize these now, and not wait until the Foundation’s rescheduled Annual Meeting on August 4, 2020.

The key changes are in ARTICLE V.

ARTICLE V – BOARD OF DIRECTORS and ARTICLE VI – OFFICERS were combined into a new ARTICLE V – BOARD OF DIRECTORS which then caused the renumbering of the succeeding Articles in the document.

The Board of Directors will be composed of ten (10) voting members, all of whom will be elected. The previous composition was for three (3) appointed Directors to the Board – the current President of OSO, the immediate Past President of OSO, and the OSO Treasurer, with the Treasurer being a non-voting member. The current OSO President will now serve as an ex-officio, non-voting member of the Board.

Each term of office will be for two (2) years as opposed to the previous term of four (4) years.

During the election of 2021, seven (7) Directors will be elected – five (5) for three-year terms and two (2) for two-year terms. This *one-time, three-year term* will be necessary to stagger the members of the Board of Directors so that five (5) new members are elected annually beginning with the 2023 election.

Directors are limited to three consecutive terms (totaling six years). The Directors who are elected to a three-year term in 2021 could serve a total of seven (7) years and would be the only Directors who could do so. Previously, Directors could serve two (2) consecutive terms for a total of eight (8) years.

The rewriting of ARTICLE V affected ARTICLE VI – COMMITTEES, Section A. The amended Section A is written as follows – “The Board of Directors shall be empowered to establish standing committees including a Nominating Committee and special committees as are deemed necessary to carry out the mission and purposes of ADSOEF.” On February 1, 2020, the Board approved the Nominating Committee Policy which charges the Chairman of the Board to appoint two (2) current Directors and three (3) non-Directors to serve on the Nominating Committee no later than September 30th in odd-numbered years. The Nominating Committee will present a slate of Directors for election and not rely on the OSO Nominating Committee.

How do these changes affect the membership of ADSOEF? The Chairman of ADSOEF has appointed members to the Nominating Committee. All members of ADSOEF need to be aware that a slate of seven (7) members will need to be nominated for the 2021 elections. The work of the Board demonstrated the need for all Directors to successfully carry out the mission and purposes of the Foundation. Elected members are needed for these positions to ensure the success and the future of our Foundation. If you are interested in serving the Foundation as a Director or on a committee, please contact a member of the current Board or a member of the Nominating Committee. The work of the Foundation is **important** and the need for members actively working for ADSOEF is **essential**.

Karyn Kern-Lazear, Gamma Phi – Governance Committee Chairman

ADSOEF 2019-2021 Governance Committee: Chair Karyn Kern-Lazear, Gamma Phi, lazearkaryn@gmail.com; Dr. Norma J. Kirby, Alpha Delta nkkirby@roadrunner.com; Joyce Jones-Weinkam, Gamma Xi ajjones1@twc.com; and Jane Meese, Alpha Xi janee.meese@gmail.com

ADSOEF 2019-2021 Nominating Committee: Chair Dr. Norma J. Kirby, Alpha Delta nkkirby@roadrunner.com; Karyn Kern-Lazear, Gamma Phi lazearkaryn@gmail.com; Barbara J. Smith, Zeta rbhisci36@gmail.com; Sally Gillmore, Sigma sallygillmore@hotmail.com; and JoAnn Ingram, Omicron jo500@suddenlink.net

Note: ADSOEF Bylaws approved by the Board on 02.01.20 may be compared with ADSOEF Bylaws 02.18.19 by going to adsoef.weebly.com and looking under the OFFICIAL DOCUMENTS tab.