

## **Executive Summary of Proposed Changes to CCCAOE Bylaws**

The revised version of the Bylaws presented for your review is a pared down version from the one amended February 2006. Much of the detail was removed and integrated into a newly created CCCAOE Policies and Procedures (P & P) Manual. The purpose for this major change is twofold. The 2006 version of the Bylaws was too prescriptive, creating potential liability for the organization. On the other hand, it did not contain adequate detail to provide Board members with a clear understanding of the duties and responsibilities of their position. Expectations were unclear and information was casually passed to successive Board volunteers.

To review the major changes to the Bylaws please pay close attention to the following sections of the existing 2006 Bylaws, which will guide you to the changes in the proposed revision.

- *Article IV. Section 1, Membership.* Regular and Non-regular members.
- *Article IV. Section 3, Dues.* Establishes membership. See P & P Manual: Membership.
- *Article IV. Section 4, Voting Rights.* Integrated into Membership.
- *Article V. Officers of the Organization.* Removed. Content integrated into Governance.
- *Article V. Governance.* New section. Provides detail on the Board of Directors and Board procedure and the Executive Committee, as well as the content previously contained in Article V: Officers of the Organization.
- *Article VI Duties:* Contains the basic responsibilities of each of the Board positions and the contract position of Executive Secretary. The detail from this section was removed to the P & P Manual and expanded upon for each of the positions, with the exception of the Executive Secretary. The duties and responsibilities of the Executive Secretary are listed in detail in the annual contract. Additionally, the Secretary position was changed to Communications Officer and the duties for that position were expanded. In general, legislative advocacy was integrated and the duties and responsibilities in creating and carrying out the Association agenda. Immediate Past President will serve in the absence of the President.
- *Article VII Committees.* This section now allows committees to be created as needed to serve the needs of the Board.
- *Article VIII Expenses.* Added more detail in P & P Manual. Added Audit function.
- *Article IX Meetings.* More detail in P & P.
- *Article X Amendments to These Bylaws.*
  - Vote to change the Bylaws from mail ballot to vote at a General Meeting.
  - Change to Bylaws can be initiated by Board or petition from members.
  - Bylaws can be changed by Board of Directors. See Article X. Section 1. C. for details.

## **CCCAOE Policies & Procedures Manual**

The CCCAOE Policies and Procedures Manual is a new document created to operationalize the Bylaws and detail the roles, responsibilities and duties of the Board of Directors, as well as the rights and responsibilities of the membership.

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