

**Proposed Amendments USATF-NE Bylaws
2011 Annual Association Meeting – Waltham MA**

The following changes are proposed to the bylaws of USA Track & Field New England. These changes will be proposed by form of motion(s) at the 2011 annual meeting of the association on September 15, 2011, at the Doubletree Hotel in Waltham, MA. The business meeting will begin at 7:00 PM.

Guide to changed language: ~~Strike-Through~~ indicates removal of the struck through language from the current language of the bylaws. Underline indicates addition of the underlined language.

For your reference: The full text of the entire bylaws of USA Track & Field New England may be found at <http://usatfne.org/board/bylaws.html>.

Item 1 - Amend Article 5 – Meetings, as follows:

The annual meeting of members shall be held at a time and place designated by the Board of Governors, ~~on the third Thursday in September each year, in the month of September, not later than September 30~~ Special meetings of members may be held at any time called by the President, after the proper notification. A written notice of any meeting of members stating the time and place and the purposes thereof shall be given by mailing the notice to the Officers and Committee Chairpersons of USATF-NE and each member club in good standing at least thirty (30) days in advance of such meeting, and by posting said notice on the web site of USATF-NE at least thirty (30) days prior to the meeting. The presence of 25 members who are eligible to vote shall constitute a quorum at any meeting.

Rationale: Allow for flexibility in the date.

Item 2- Voting in the Association. - Election procedures. Amend article 6.B.3 as follows:

Credential disputes must be resolved before the election process is started with nominations and/or the report of the nominating committee. See Article 6.A.4 for details on voting eligibility.

Rationale: lead folks to the actual rules on eligibility.

Item 3: Voting in the Association. - Election procedures. Amend Article 6.B.5 as follows:

The President and Secretary of the Association must be elected by a majority of the ballots cast. If a run-off election is necessary, because either there is a tie or there is not a majority, there will be a second, and third, etc., vote as necessary. The notification requirement will be the same. Candidates may be allowed to speak or answer questions from the audience if so desired. The election format will be decided on prior to the election. For other board elected positions ~~other than national delegates, other than President and Secretary,~~ a plurality may be accepted, except in the first round of voting.

Rationale: Need to clearly state how we will operate if there are multiple ties. Allows specifying the actual format (question and answers) prior to the election.

Item 4: Voting in the Association. - Election procedures. Amend Article 6.B.6 as follows:

National ~~d~~Delegates shall be elected at the annual meeting of members. A plurality vote may be accepted for election. If a vacancy shall occur during the term of a ~~n~~National ~~d~~Delegate, the President may fill such

vacancy by appointment. Voting for National Delegates may be delayed until after voting for all Committee Chairs and Athlete Representatives.

Rationale: Para 6: need to align with how we currently do things

Item 5: Voting in the Association. - Election procedures. Amend Article 6.D.2 as follows:

Committee Chairs

1. All eCommittee eChairs, whether elected or appointed, must be at least 18 years of age and members of the Association. Chairs shall be elected or appointed for specific terms which are determined prior to the voting for the position.
2. Date, time and location for the election of sport committees shall be set separately from the general election, and shall be advertised to all member organizations in the Association active in the discipline. The election may take place at the posted time on the same date and at the same location, immediately following the general election. Voting for Committee Chairs may be held prior to voting for national delegates

Rationale: allow for committee chairs to be elected in general meeting

Item 6: Article 9 – Duties of Officers – President. Amend as follows:

The duties of the officers of the Association shall be those which are promulgated from time to time by the Board of Governors and, in addition, are as follows:

President. The President shall preside at all meetings of the Association and shall be an ex-officio member of all committees. Subject to the direction of the Board of the Association, the President shall manage and supervise the affairs of the Association; and select Committee Chairs and other such members that he or she is entitled to appoint as well as other appointments authorized by these Bylaws and the Operating Regulations of USATF after consultation with the other officers. He or she may likewise terminate such appointments for good cause upon written notice to such appointees and the other officers;

Rationale: provide a clearer description of duties, but not an exhaustive job description.

Item 7: Article 9.B - Duties of Officers –Vice President. Amends as follows:

Vice-Presidents. The Vice-Presidents shall perform such duties as shall be assigned to them by the President. In the temporary absence of the President from a meeting, the President, or the Board of Governors if the President is not available, shall appoint one of the Vice Presidents to be acting President during the meeting;

Rationale: provide a clearer description of duties, but not an exhaustive job description.

Item 8: Article 9.B - Duties of Officers –Treasurer. Amends as follows:

Treasurer. The Treasurer shall perform the following duties, including, but not limited to:

1. Receive and account for all funds of the Association.
2. Keep or cause to be kept a correct and complete record of account, showing accurately at all times the financial condition of the Association.
3. Have charge and custody of, and be responsible for, all funds, notes, securities, and other valuables which may from time to time come into the possession of the Association;
4. Deposit, or cause to be deposited, all funds of the Association with such depositories as the Board shall designate; i.e., Furnish or cause to be furnished at all meetings of the Board, or whenever requested, a statement of the financial condition of the Association;
5. Maintain investment accounts and, under policy determined by the Board, make investments in the

name of the Association in a prudent manner, taking into account the cash flow needs of the Association and other relevant factors; and

6. In general perform all duties pertaining to the office of Treasurer.

Rationale: provide a clearer description of duties, but not an exhaustive job description.

Item 9: Article 9.B - Duties of Officers –Secretary. Amends as follows:

Secretary. The Secretary shall make proper arrangements for: keeping the records of the Association, including all minutes of meetings of the Association and its Board, conducting all official correspondence of the Association and issuing official notices of all meetings of the Association.

Rationale: provide a clearer description of duties, but not an exhaustive job description.

Item 10: Article 10.C, Board of Governors –Managing Director

A Managing Director (hereinafter Director) may be hired to conduct the business of the association under the direct supervision of the President. The Director shall report to the Board of Governors monthly or more often if so requested.

The Managing Director shall perform the following duties, including, but not limited to:

1. Manage the office,
2. Attend association events, as necessary,
3. Manage the membership details of the association and process sanction events.

Rationale: provide a clearer description of duties, but not an exhaustive job description.

Item 11: Article 11 – Committees

Sport Committees. The Sport Committees are: race walking, cross country, track and field, youth athletics, master's long distance running, master's track & field, men's long distance running and women's long distance running, and mountain, ultra & trail running (MUT).

Item 12: Housekeeping – Correct Typographical errors, and capitalize all Officers and board member positions. Throughout document.

Rationale: Correct typographical errors, and consistently capitalize positions of officers and board member.