

Summary of Substantive Changes in Migrating C&B Provisions to the Policy Manual

Based on recommendations by the Constitution & Bylaws (C&B) Committee and/or the SGI Task Force.

In General

Citations were streamlined throughout the Policy Manual such that referrals back to the Association's Bylaws were limited to the relevant Article and referrals to other sections of the Policy Manual were by title, not the number, of the relevant section.

Index

While most sections of the Policy Manual are subject to change by a two-thirds majority vote of the whole Board of Directors, the index includes reference to when changes are subject to approval by other governing bodies, such as:

A simple majority of the Executive Council – 3.3, 3.4, 5.1, 5.2, 6.8

A simple majority of the Membership Quorum – 4.11, 4.12, 4.13

PM Section 1.1 (Establishment of the Policy Manual)

This section establishes the authority of the Policy Manual and clarifies that the Bylaws have precedence over the Policy Manual. Outdated provisions were removed that references protocols for mailing hard copies to Officers as amended policies are now posted to the APCO website.

PM Section 1.3 (Annual Conference Manual)

This section carries over from the current C&B and is substantively unchanged.

PM Section 2.5 (Rules of Order)

This section establishes that all meetings of the Association are governed by Robert's Rules of Order, except for the special rules contained within the section. These are unchanged.

PM Section 2.10 (Financial Reporting)

The time allotted for completion of the audit was changed from ninety days to six months after the end of the fiscal year to reflect recent practice and the growing complexity of audit requirements.

PM Section 2.15 (Publications)

This section carries over from the current C&B and is substantively unchanged. Changing the title of the official APCO magazine would require ratification by a majority vote of the Membership Quorum.

PM Sections 3.3 (Chartering of Chapters), 3.4 (Cancellation of Chapters)

These sections carry over from the current C&B and are substantively unchanged. Changes to these sections require approval of a simple majority of the Executive Council.

PM Section 4.4 (Life Member Nomination Procedures)

Life Member nominations would be ratified by the Board of Directors, then forwarded to the Membership Quorum. The C&B Committee notes that the process contains multiple layers of review, including (1) the delineation of specific criteria that must be met, (2) approval by the executive committee of the nominee's chapter, (3) staff research of the nomination for compliance with the criteria, (4) Credentials Committee review, (5) a recommendation for approval by the Executive Committee, and (5) ratification by the whole Board of Directors. Additional review under a 30-Day Significant Action would create a time delay that doesn't seem warranted under the circumstances, especially when it is rare that Executive Council members reject a recommendation that has made it through the stages noted above. Regional representatives have a duty to inform the Executive Council representatives in their region about pending nominations, thus giving all on Executive Council the opportunity to weigh in for/against nominees prior to the whole Board's ratification. Executive Council members retain the authority to bypass the above process to nominate someone during its meeting, which was exercised at least once to expeditiously honor a colleague who had contracted a terminal illness and was not expected to live long enough to appreciate the honor if delayed a year.

PM Sections 4.11 (General Eligibility), 4.12 (Categories), 4.13 (Designations)

These sections carry over from the current C&B and are substantively unchanged. Changes to these sections require approval of a simple majority of the Membership Quorum.

PM Sections 5.1 (Meetings), 5.2 (Minutes)

Changes to these sections require approval of a simple majority of the Executive Council. Section 5.1 clarifies that the Executive Council meets once per year and aligns the process for calling special meetings to reflect the independence of the body from the Board of Directors. The Management Committee is so empowered to conduct the Executive Council proceedings, including setting the agenda and selecting a presider (who would no longer be the Association president, but a designated chapter representative of the Executive Council in the same way that the moderator is currently selected).

PM Section 6.5 (Officer Election Procedures)

The option of a mail in ballot has been omitted in view of the wide accessibility and greater reliability of electronic balloting. The C&B rendered this recommendation in 2008, except after the deadline for publishing a mail ballot option. Given the introduction of the electronic ballot option in that year, no requests were received for a mail ballot.

PM Section 6.8 (Regional Representatives) – APPROVED!

This is an area of new policy already approved by the Executive Council on a contingent basis (pending adoption of the Bylaw changes by the Membership Quorum) to govern the conduct of the election of eight Regional Representatives from among Executive Council members to serve on the proposed Board of Directors. To further the goal of improved checks and balances in the Association's governance, as referenced previously, members selected regionally to serve on the

new Board of Directors would no longer hold seats on the Executive Council. Changes to this section requires approval of a simple majority of the Executive Council.

PM Section 7.1 (Subsidiary Advisory Committees)

Inasmuch as one subsidiary remains, the PSFA, this section includes new language to allow for the appointment of program advisory committees to continue to advise prior subsidiary activity with regard to AFC, the Institute and Heritage. This section also modifies the in-person meeting requirement to allow such committees the option of conducting one of their two meetings via web conferences, which has become the prevailing trend for how APCO committees conduct their business outside of the Annual Conference.

PM Section 7.2 (Standing Committees)

Subparagraph 9 modifies the role of the Management Committee to be one that oversees the proceedings of the Executive Council. The general oversight role previously assigned to this Committee has been mostly fulfilled by the Group Leader structure in recent years.

PM Section 7.4 (Commercial Advisory Council) – APPROVED!

This is an area of new policy already approved by the Executive Council on a contingent basis (pending adoption of the Bylaw changes by the Membership Quorum) to govern the conduct of the election of one representative from the Commercial Advisory Council (CAC) to serve on the proposed Board of Directors. This section also restructures the CAC to reflect its unique stakeholder role that is distinct from any standing or special committee of the Association. Commercial members go through a meritorious nominations process to be chosen to serve four-year, staggered terms on the CAC, which is limited to no more than 24 representatives.

PM Section 8.7 (Controller)

This section carries over from the current C&B and is substantively unchanged. The special selection considerations and reporting relationships are noted in PM Section 8.2.

PM Sections 9.2 (Executive Committee Travel), 9.3 (Board of Director Travel)

These sections were modified to reflect the new governance structure. Sections 6.1 and 9.3 both reference the intent to convene the whole Board of Directors as often as quarterly with two meetings via web conference and two in-person and subject to travel reimbursement by the Association. The previous Section 9.4 was combined with 9.1 to codify the General Travel Policy.