North American Shagya Arabian Society
(NASS)

BYLAW COMMITTEE REPORT – NOVEMBER 15, 2007

The NASS Bylaws Committee resumed meeting via conference call on November 7. NASS President Lori Baker chaired the meeting. All of the committee members had been asked to review our recent correspondence from NASS Attorney Thad Huse as well as the original NASS Bylaws from 1987 and the suggested Bylaws which were generated by the NASS Bylaws Committee over the past 12 months.

We were able to reach consensus on a number of possible changes in both wording and policy, utilizing portions of both documents. We are now forming a draft of our suggestions to submit to Mr. Huse for his review and revisions in order to make sure we are complying with Montana statute and at the same time fulfilling our goals as effectively as possible.

Mr. Huse informed us a few months ago that, while a few small changes had been agreed upon by past NASS BODs, since they had never been voted upon by the membership, these changes wouldn't have become official. Therefore, we were working with the original bylaws which had been signed back in 1987, and the bylaws that are currently in effect.

Here is a main summary of the changes we are suggesting:

Expanding the BOD to 9 members. Five would be Regional Directors. While they would represent the region in which they live, they would be elected by the entire membership. Four Directors would be "At Large" Directors, also voted in by the entire membership. Terms would be 3 years long, and they would be staggered so that each year the entire membership would be voting for 3 Directors. A person would have to live in the Region they represent, but each year all members would be able to vote for 3 directors total.

Junior members will not have voting privileges.

Added the wording the Bylaws Committee suggested last year; "If the corporation finds that any member has failed to comply with any of the regulations of these bylaws or has been guilty of misconduct or misrepresentation which in any manner involves the purpose or the good name of this corporation, such member may be suspended or expelled from membership and may be denied any membership privileges and be subject to other penalties as may be deemed appropriate, following the process as stated in the First Amendment to the Bylaws."

Expanded the notice time given before the annual meeting to "not less than 45 days nor more than 90 days."

Allowing the termination of a Director if he or she doesn't maintain membership in NASS, knowingly violates rules of conduct violates ethical Standards, or due to a conflict of interest. (We used the wording generated by the Bylaws Committee last year on these two last points. We will be able to generate wording to define rules of conduct, ethical standards, and conflicts of interest in our Rules and Regulations.)

We also added the wording suggested by last year's Bylaws Committee to allow for the election of a BOD member if there is a vacancy on the BOD and the remaining term is for over 12 months in length (otherwise the BOD appoints the replacement if the remaining term length is less than 12 months).

The Registrar will now be appointed by the BoD instead of the President.

Creation of another officer position, the "ISG Liaison" with a term of 3 years, with the duties listed in the recently-generated Bylaws by last year's Bylaws Committee. We also added that the ISG Liaison will chair a committee/pool of interested and qualified persons to represent NASS at ISG meetings and functions.

We changed the power to create committees and appoint committee members from being solely a Presidential function to a Presidential function with the approval of the BoD. This suggestion also allows the President and the BoD to invite committees to choose their own chairman rather than to have the chairman appointed by the President/BOD.

The Bylaws Committee welcomes your comments and suggestions. If you'd like to offer some and also if you'd like to serve on this committee, please contact Lori Baker, chairman.

This report is also being published in the NASS December 2007 Newsletter.