# DRAFT PROPOSAL FOR CHANGES TO THE

# **TEXAS ASSOCIATION OF MUSEUMS**

# **CONSTITUTION AND BY-LAWS**

# Compiled by the By-law Review Committee of Margaret Koch, Kathy Shannon, and Mikey Sproat during the fall of 2020 – spring of 2021

# **Executive Summary:**

The Texas Association of Museums Constitution, considered our Articles of Incorporation, establishes us as a legal entity with a few key pieces of information related to our existence - our official name, mission, contact, address, etc. When changes are made, a Certificate of Amendment must be filed with the Texas Secretary of State and any updates included with our annual IRS filed 990. The TAM By-laws effectively manage the day to day operation of TAM, Council responsibilities, etc., and are revised as needed to reflect TAM's growth, changing expectations, and goals. When modifications are suggested by TAM Council, membership must approve by a 2/3 majority. By-laws do not have a state or federal document filing requirement.

The periodic review of all core documents for any organization is necessary to assure alignment with the financial resources, human resources, and clarify the mission-centered commitment of the organization to its audience. The draft of additions, deletions, and alterations to the current TAM Constitution and By-laws have been reviewed, discerned, and edited using feedback from the TAM Executive Committee, TAM Council, various committees, and TAM staff. Please review this draft document, for now is the time for TAM membership input. You may wish to view the <u>current version</u> (last amended April 2019), and/or the proposed [clean version] as well. If you have any questions or concerns about this draft document, please visit [email] \_\_\_\_\_.

- a proposal to change the Constitution to be more generalized and to reflect the current mission and vision of TAM
- the promotion of diversity and inclusion in the Constitution
- increasing the size of a meeting quorum for better transparency
- broadening membership to include additional organizations
- refining the definition of membership "in good standing"
- changes to the officer positions to reflect the current business and governance practices
- changes to committees to reflect the difference in structure, responsibility, timeframe, and reach of certain committee.

# The draft proposal will be presented with recommended for approval by the By-law Review Committee at the TAM Annual Business Meeting, April 12, 2021

## **CONSTITUTION**

#### **ARTICLE I: Name**

Was: "Section 2." and "Section 3." included in Article I: Name

**Deletion:** Revise Section 2. and Section 3. and combined as one section included under Article III: Membership

**Reason:** Defining purpose and definition of Association membership is better suited under Article III: Membership

# **ARTICLE II: Purpose**

Was: Purpose

#### Alteration: Mission and Vision

**Reason:** Current wording of Article Heading is outdated, and should reflect and include the TAM mission and vision statements, as well as for the purposes of the organization to promote diversity and inclusion.

#### **ARTICLE II: Mission and Vision\***

**Was:** The purpose of the Association is professional education, to wit: The enhancement of the knowledge, skills, and abilities of public and private museums as represented by their staffs, officers, and trustees, and volunteer personnel through regular meetings, workshops, seminars, and publications in all areas of museum operation, including but not limited to, museum management and finance; collection practices; exhibition design and interpretation; conservation techniques; officer and director recruitment and training; management of volunteers; the solicitation of charitable donations; and to enhance public awareness and understanding of museums.

Alteration: The Texas Association of Museums strengthens the Texas museum community through collaborations, connections, professional development, and advocacy. The Texas Association of Museums serves our museum community by nurturing and training museum leaders, developing and celebrating the field, and voicing the public worth of museums. The core values of the Texas Association of Museums are:

We educate our members as to best practice in the field.

We provide opportunities for our members to connect and learn from each other.

We empower our members to become leaders in the field.

We strengthen Texas Museums.

We recognize excellence.

We advocate and promote the educational role museums and other such institutions play within their communities

We stand in solidarity against racism, white supremacy, marginalization, and oppression against communities of color.

The Association promotes diversity, equity, accessibility, and inclusion practices in the museum field through support of its Core Values Statement, Statement Against Racism, as well as an Event Code of Conduct.

**Reason:** Current wording of the body of the Article should include the TAM mission statement, vision statement, core values, and include the promotion of diversity and inclusion.

# **ARTICLE III: Membership**

**Was:** Membership of individuals and organizations shall be of such categories and such dues rates as shall be established by the Council.

Alteration: Section 1. Membership of individuals, institutions, academic organizations, and <u>businesses</u> shall be of such categories and such dues rates as shall be established by the Council. Members in good standing are defined as members with annual dues current, in support of the <u>Texas Association of Museums Core Values Statement, Texas Association of Museums Event</u> Code of Conduct, as well as diversity, equity, accessibility, and inclusion practices in the museum field. Members in good standing are permitted to highlight their Association affiliation on their website and physical site, using approved Texas Association of Museums graphic identity, provided by the Association staff.

**Section 2.** For the purposes of this Association, a museum is defined as an organized and permanent non-profit institution, essentially educational or aesthetic in purpose, with professional paid or unpaid staff, which owns and utilizes tangible objects, cares for them, and exhibits them to the public on some regular schedule. A museum is also defined as a nature center, science-technology center, zoo, arboretum, aquarium, planetarium, historic site, <u>business, university or college, library, archive,</u> or other such institutions not necessarily utilizing and exhibiting tangible objects, but defined in the professional accreditation guidelines of the American Alliance of Museums for such institutions essentially educational in nature.

**Reason:** To clarify that additional organizations can become a member of the Association, clarify the definition of "in good standing," and clarify that members can use approved TAM graphic.

# **ARTICLE IV: Management and Governance**

# Section 1:

**Was:** The management and governance of the affairs of the Association shall be vested in a Council which shall be the Board of Trustees of the Association.

**Alteration:** <u>Governance</u> of the affairs of the Association shall be vested in a Council <u>comprised of</u> <u>duly elected volunteers</u> which shall be the Board of Trustees of the Association.

**Reason:** Clarify that governance of the Association is through TAM Council whereas management is through TAM staff.

# Section 2:

Was: The immediate Past-President

**Deletion:** Remove this phrase.

**Reason:** The immediate Past-President is an officer of the Association and defined under this proposal/By-laws: Article IV: Section 1\*.

## Section 3:

**Was:** This report is to be filed with the Secretary.

**Alteration:** This report is to be filed with the Secretary, as well as on the Association website and available on request.

**Reason:** To provide further transparency to membership.

# Section 4:

**Was:** The day-to-day management of the Association shall be vested in the Executive Committee which shall consist of the officers and immediate Past-President of the Association.

**Alteration:** The day-to-day management of the Association shall be vested in the Executive Director and any Association staff or contractor(s) the Executive Director sees fit to support the Association, pending Council and/or budget oversite.

**Reason:** To clarify that management of the Association is through TAM staff.

# **ARTICLE V: Meetings**

# Section 1:

**Was:** There shall be at least one Annual meeting and one Business meeting of the Association each calendar year. Annual meetings and Business meetings may be held in conjunction with one another.

**Alteration:** There shall be at least one <u>Annual Business Meeting</u> of the Association each calendar year, <u>as outlined in TAM By-laws Article V\*</u>. Annual <u>conferences</u> and <u>Annual Business Meetings</u> may be held in conjunction with one another.

**Reason:** To clarify the current practice of annual gatherings.

# Section 3:

**Was:** Special meetings of the Council shall be called as provided in the By-Laws. A minimum of four Council meetings shall be held annually.

**Alteration:** Special meetings of the Council shall be called <u>as provided in TAM By-laws Article V\*</u>. A minimum of four Council meetings shall be held annually. <u>The President shall have authority</u> to call for additional meetings with the full Council or Councilmembers to address issues of importance to the Association. Association meetings may be virtual and/or in-person. Meeting minutes shall be available to all members on the Association website, or upon request. **Reason:** To clarify the current practice of TAM Council meetings, transparency, and flexibility to Council for addressing important issues of TAM outside of the traditional quarterly TAM Council meetings.

## **ARTICLE VIII: Dissolution**

**Was:** In the event of the Association's dissolution all monies and other assets shall be assigned according to the laws of the State of Texas.

**Alteration:** In the event of the Association's dissolution, all monies and other assets shall be assigned according to the laws of the State of Texas.

Reason: Grammatical correction.

## **BY-LAWS**

#### **ARTICLE I: Members**

#### Section 3:

**Was:** Only individual members in good standing of the Association may be elected to or hold office on the Council.

**Alteration:** Only individual members in good standing of the Association, <u>as defined in the TAM</u> <u>Constitution, Article III, Section 1\*</u>, may be elected to or hold office on the Council.

Reason: To clarify the definition of "in good standing."

#### Section 4:

**Was:** Each individual member of the Association is entitled to one vote on matters brought before a duly constituted meeting and in elections. Each institutional member is entitled to one vote on matters brought before a duly constituted Business meeting and in elections. An institutional member may designate any individual to cast its vote on its behalf.

**Alteration:** Each individual member<u>, individual institutional designee</u>, individual academic <u>designee</u>, and individual business member of the Association is entitled to one vote on matters brought before a duly constituted meeting and in elections.

**Reason:** To clarify the number of votes provided to the membership under the current membership structure.

## **ARTICLE III: Officers**

## Section 1:

**Was:** The officers of the Association shall be a President, Vice-President, Vice-President for Development, Vice-President for Special Projects, Secretary, and Treasurer.

**Alteration:** The officers of the Association shall be a President, <u>Vice-President of Annual</u> <u>Conference Program Committee</u>, Vice-President for Development, Vice-President for Special <u>Initiatives</u>, Secretary, Treasurer, <u>and immediate Past-President</u>.

**Reason:** To change the title of the officer responsible from Vice-President to Vice-President of Annual Conference Program Committee to reflect the specific work to be performed by this officer position, and to include the immediate Past-President as an officer of the Association.

# Section 2:

**Was:** Individual members and institutional representatives shall elect the officers from the candidates so presented.

**Alteration:** <u>Membership</u> of the Association, as defined in the TAM By-laws, Article I, Section 4\*, shall elect the officers by the slate so presented.

**Reason:** To clarify that the Officer positions are elected by a slate.

# Section 3.A:

**Was:** Should the office of the President be vacated, the Executive Committee will determine the Officer best suited to fill the vacancy.

Alteration: In their absence at an Association meeting, the President shall designate an Officer to preside over the meeting. Should the office of the President be vacated, the Executive Committee will determine within a 90-day timeframe the Officer best suited to fill the vacancy.

**Reason:** To establish continuity for Council leadership, and a timeframe for filling the vacancy of the office of the President.

# Section 3.B:

**Was:** The Vice-President shall cooperate with the President in maintaining an active program of communication with the membership and such other groups as the President may direct. The Vice-President shall preside in the absence of the President. The Vice-President shall chair the standing committee for the Annual Meeting.

Alteration: <u>The Vice-President of Annual Conference Program Committee</u>, also known as the <u>Vice-President for Programs</u>, working in close collaboration with the Local Host Committee, shall <u>chair the standing committee responsible for the educational content and sessions for the</u> <u>Annual Conference</u>, as well as cooperate with <u>TAM staff</u> in maintaining such other groups or educational content apart from the Annual Conference as the President may direct.

**Reason:** To change title of the officer position to reflect current business practices and focus the scope of duties and work to be performed by this officer position.

## Section 3.D:

**Was**: The Vice-President for Special Projects shall be responsible for projects and initiatives deemed necessary by the President. The Vice-President for Special Projects shall chair any adhoc committees created by the President in association with these projects and initiatives.

Alteration: <u>The Vice-President for Special Initiatives shall be responsible</u> for projects and initiatives deemed necessary by the <u>vision of the President</u>, and in cooperation with TAM <u>Council to establish priorities on the said projects and initiatives</u>. The Vice-President for Special <u>Initiatives</u> shall chair any ad-hoc committees created by the President in association with these projects and initiatives.

**Reason:** To change title of the officer position to reflect current business practices and focus the scope of duties and work to be performed by this officer position.

# Section 3.E

**Was:** The Secretary shall be responsible for keeping the minutes of all duly constituted Business meetings and shall keep and file all records pertaining to the Association. The Secretary shall be responsible with the Treasurer for the development and presentation of the annual report of the Council to the membership.

**Alteration:** <u>During their term,</u> the Secretary shall be responsible for keeping the minutes of all duly constituted Business meetings, <u>and shall maintain</u> and file all records pertaining to the Association<u>with TAM staff</u>. The Secretary shall <u>work</u> with the Treasurer for the development and presentation of the annual report of the Council to the membership.

**Reason:** To reflect current business practices and focus the scope of duties and work to be performed by this officer position.

# Section 3.F

**Was:** The Treasurer shall care for all funds of the Association and shall be responsible, with the Secretary, for the development and the presentation of the annual report of the Council to the membership. The Treasurer shall keep the books of the Association, arrange for an annual audit, and assist in the preparation of the annual budget.

Alteration: The Treasurer shall work closely with the Executive Director in overseeing weekly and monthly deposits and expenditures, and reports quarterly to the TAM Council on the financial standing of the Association and annually to the membership. On behalf of the Council, the Treasurer approves the annual audit and the Federal tax returns of the Association as arranged by the Executive Director, and submission for consideration of the annual budget.

**Reason:** To reflect current business practices and focus the scope of duties and work to be performed by this officer position.

# Section 3.G

Addition: Immediately following a person's term as President, such person shall serve for a period of two years without the need to stand for re-election so that such person can serve as immediate Past-President. The immediate Past-President shall serve as chair of the Nominating Committee and appoint and coordinate the members and meetings of the Nominating Committee as outlined in Article VII: Nominations and Elections to Council. The immediate Past-President will ensure the appropriate succession of Officers and Directors as well as continuity during governance transitions and organizational change, provide historical context for issues,

provide counsel and assistance to the President, and perform special assignments and such other duties as the President or Board may authorize and determine.

**Reason:** To reflect current business practices and focus the scope of duties and work to be performed by this officer position.

#### Section 4

Addition: Should the position of any Officer become vacant, the Executive Committee will determine within a 90-day timeframe the Officer, Councilor-at-Large, or TAM member best suited to fill the vacancy.

**Reason:** To establish continuity for Council leadership, and a timeframe for filling the vacancy of an officer.

# **ARTICLE IV: Council**

#### Section 1:

**Was:** The Council shall be composed of six officers, eight members-at-large, and the immediate Past President. These fifteen members shall be the only voting members of the Council. They must be residents of or work in the State of Texas.

**Alteration:** The Council shall be composed of <u>seven</u> officers <u>and</u> eight members-at-large. These fifteen members shall be the only voting members of the Council. They must be residents of or work in the State of Texas.

**Reason:** To reflect current business practices by including the immediate Past-President as an officer position.

#### Section 4:

**Was:** A Councilor-at-Large may be re-elected for no more than one additional consecutive term. If a Councilor-at-Large has been appointed by the President to fill a vacant position that person may be elected, as outlined in Article VII, to that position for one full term at the expiration of the appointed term in accordance with Section 3 of this article.

**Alteration:** A Councilor-at-Large <u>having served one full term</u> may be re-elected for no more than one additional consecutive term. If a Councilor-at-Large has been appointed by the President to fill a vacant position, that person may be elected, as outlined in Article VII, to that position for one full term at the expiration of the appointed term in accordance with Section 3 <u>and Section 4</u> of this Article.

**Reason:** To clarify that an individual appointed to fill a vacant Councilor-at-Large position is twice eligible for election to that Councilor-at-Large position.

#### Section 5:

**Was:** A Councilor-at-Large may be elected to an office and continue his membership on the Council for the term of that office. Outgoing officers may stand for election as Councilors-at-Large.

**Alteration:** A Councilor-at-Large may be elected to an office and continue <u>their</u> membership on the Council for the term of that office. Outgoing officers may stand for election as Councilors-at-Large.

Reason: Change wording for gender neutrality.

## Section 6:

**Was:** All voting members of the Council must be individual members in good standing of the Association.

**Alteration:** All voting members of the Council must be individual members in good standing of the Association, <u>as defined in the TAM Constitution</u>, <u>Article III</u>, <u>Section 1\*</u>.

Reason: To clarify the definition of "in good standing."

# Section 7:

Was: ... may be declared vacant by action of Council.

Alteration: ... may be declared vacant by action of the Council.

Reason: Grammatical correction.

# Section 8:

**Was:** A quorum of the Council shall consist of any five elected voting members of Council, at least one of whom must be an officer.

**Alteration:** A quorum of the Council shall consist of any <u>eight</u> elected voting members of <u>the</u> Council, at least three of whom must be an officer, which can either be in-person or virtual.

**Reason:** Increase the size of a quorum for greater transparency.

## **ARTICLE V: Meetings**

## Section 1:

**Was:** ...and sending electronic notices to all known e-mail addresses in the A membership records.

**Alteration:** ...and sending electronic notices to all known e-mail addresses in the membership records.

## Section 2 and Section 3: new paragraph needed

Reason: Grammatical correction.

# Section 2:

**Was:** The Council shall entertain invitations by members to host the Annual meeting in their city.

Alteration: The Council shall entertain <u>Request for Proposals by interested entities, jurisdictions,</u> and members to host the Annual Conference in their city.

**Reason:** To clarify the current business practice of an RFP for the host city for Annual Conference.

## Section 3:

**Was:** A quorum at a Business meeting shall consist of five percent of the voting membership, two officers, and two Councilors-at-Large.

**Alteration:** A quorum at a Business meeting shall consist of five percent of the voting membership, <u>and must consist of any eight elected voting members of the Council, at least three of whom must be an officer.</u>

**Reason:** Increase the size of a quorum for greater transparency.

# **ARTICLE VI: Executive Committee**

# Section 1:

**Was:** The Executive Committee shall be composed of the President, who shall serve as chair, Vice-President, Vice-President for Development, Vice-President for Special Projects, Secretary, Treasurer, and immediate Past President.

**Alteration:** The Executive Committee shall be composed of the President, who shall serve as chair, <u>Vice-President of Annual Conference Program Committee</u>, Vice-President for Development, Vice-President for Special <u>Initiatives</u>, Secretary, Treasurer, <u>and immediate Past-President</u>.

**Reason:** To reflect the titles of the officer positions under this proposal/By-laws: Article III: Section 1\*.

## Section 2:

**Was:** By action of the Council in a duly constituted meeting any action of the Executive Committee may be nullified or reversed.

**Alteration:** By action of the Council in a duly constituted meeting <u>with a quorum of</u> <u>Councilmembers present as defined in By-laws Article IV, Section 8\*</u>, any action of the Executive Committee may be nullified or reversed.

Reason: To provide checks and balances between the Executive Committee and TAM Council.

## Section 4:

Was: Three members of the Executive Committee shall constitute a quorum.

Alteration: <u>Five</u> members of the Executive Committee shall constitute a quorum.

**Reason:** Increase the size of a quorum for greater transparency.

## **ARTICLE VII: Nominations and Election to Council**

## Section 1:

**Was:** The Nominating Committee, not to exceed five members, shall consist of the outgoing Councilmembers not eligible for re-election and representatives from the general membership of the Association. The chair of the Nominating Committee and the general membership representative shall be appointed by the Council at the first Council meeting following the Annual meeting. The Nominating Committee shall report a slate of recommended nominees for Councilors-at-Large and Officers to the Council no later than three months prior to the start date of the terms to be filled by the nominees (e.g., if the nominees are standing for election for terms to begin on March 1, 2012, then the Nominating Committee shall report the slate no later than December 1, 2011).

**Alteration:** The Nominating Committee, not to exceed five members, <u>shall consist of the</u> <u>immediate Past-President as chair, at least one outgoing Councilmember</u> not eligible for reelection, and representatives from the general membership of the Association. The general membership representatives shall be appointed by the Council at the first Council meeting following the Annual meeting. The Nominating Committee shall report <u>recommended</u> <u>candidates for Councilors-at-Large and Officers</u> to the Council no later than three months prior to the start date of the terms to be filled by the nominees (e.g., if the nominees are standing for election for terms to begin on March 1, then the Nominating Committee shall report the slate no later than December 1 <u>of the prior year</u>.

**Reason:** To designate the immediate Past-President as the chair of the Nominating Committee, and to clarify the work of the Nominating Committee.

## Section 2:

**Was:** The Nominating Committee's slate shall make every attempt to develop a slate of nominees for Officers and Councilors-at-Large which represents various institutions, disciplines and geographic diversity.

**Alteration:** The Nominating Committee's slate shall make every attempt to develop a slate of nominees for Officers and Councilors-at-Large which represents various institutions, disciplines, geographic, <u>and ethnic</u> diversity.

**Reason:** To clarify the work of the Nominating Committee.

# **ARTICLE VIII: Standing Committees**

# Section 1:

**Was:** There shall be the following standing committees of the Association: Nominating, Long Range Planning, Membership, Development, and Annual Meeting Committee.

**Alteration:** There shall be the following standing committees of the Association: Nominating, Long Range <u>Initiatives</u>, Membership, Development, and Annual Meeting <u>Program</u> Committee.

**Reason:** To rename the committee to reflect the difference in structure, timeframe, and reach of this committee.

# Section 2:

**Was:** The chair of each standing committee shall be voting members of the Council and shall be appointed to the chair by the President, except for the Officers of affinity, regional organizations, the chair of the Development Committee which shall be the Vice-President for Development, the chair of the Annual Meeting Committee which shall be the Vice-President. The President shall charge each committee with its specific duties. The duties of the Nominating Committee shall be as defined by Article VII, Sections 2, 3, and 4.

**Alteration:** The chair of each standing committee shall be voting members of the Council and shall be appointed to the chair by the President, except for the Officers of affinity, regional organizations, <u>and those committees as defined in the TAM By-laws, Article III, Section 3\*, and Article VII, Sections 2, 3, and 4.</u> The President shall charge each committee with its specific duties.

**Reason:** To clarify the work and responsibility of these committees.

# Section 3:

**Was:** The chair of each standing committee, excluding the Nominating Committee, may appoint as many members of the committee as desired, but in no event fewer than three. Committee members need not be members of the Council but must be individual members in good standing of the Association.

**Alteration:** The chair of each standing committee, excluding the Nominating Committee, may appoint as many members of the committee as desired, but in no event fewer than three. Committee members need not be members of the Council, but must be members in good standing of the Association, as defined in the TAM Constitution, Article III, Section 1\*.

**Reason:** To reflect that all Association members in good standing are able to serve on a committee, and grammatical correction.

# **ARTICLE IX: Affinity Groups, Regional Associations, and Special Committees**

Was: Affinity Groups, Regional Associations, and Special Committees

Alteration: Affinity Groups, Regional Associations, and Special Task Force Appointment

**Reason:** To accurately reflect the use of the title of the appointment to the specific work to be completed.

Section 6:

**Was:** Each Affinity Group shall elect from its membership a chairman and additional officers as needed to lead its activities. Representatives of each Affinity Group may be asked by the Council to report on its activities or give input from its membership on policy considerations. Affinity Group representatives shall be ex-officio and non-voting members of the Council.

**Alteration:** Each Affinity Group shall elect from its membership a <u>chairperson</u> and additional officers as needed to lead its activities. Representatives of each Affinity Group may be asked by the Council to give input from its membership on policy considerations. Affinity Group representatives shall be ex-officio and non-voting members of the Council, and report on <u>activities to the Council at quarterly meetings</u>.

**Reason:** To be gender-neutral, and to clarify the work of Affinity Groups.

# **Proposed: Section 7:**

Addition: <u>Affinity Groups may have their own social media accounts</u>, which will adhere to the same professional considerations that govern the Association.

**Reason:** To clarify the work of Affinity Groups.

# **Regional Associations**

# Section 1:

Was: To assist the Association in fulfilling its purpose the Council...

Alteration: To assist the Association in fulfilling its purpose, the Council...

Reason: Grammatical correction.

## **Proposed: Task Force Appointments\***

## Was:

Section 1. The President may appoint such special and ad-hoc committees as necessary.

**Section 2.** The chairs of special committees need not be members of the Council, but must be individual members in good standing of the Association. The chair of a special committee may appoint any number of committee members. Chairs of special committees shall be members of the Council serving ex-officio. Their terms shall expire with that of the President who appoints them.

## Alteration:

Section 1. The President may appoint such special <u>Task Force Appointments</u> as necessary.

**Section 2.** The Chair of a special <u>Task Force</u> need not be members of the Council, but must be individual members in good standing of the Association. The Chair of a special <u>Task Force</u> may appoint any number of committee members. The Chair of a special <u>Task Force</u> shall be a member of the Council serving ex-officio. Their term shall expire with that of the President who appoints them.

**Reason:** Continuity to accurately reflect the use of the title of the appointment to the specific work to be completed.

## **ARTICLE X: Executive Director**

## Section 1:

**Was:** The Council may at its discretion employ or dismiss any Executive Director to manage the affairs and headquarters of the Association...

**Alteration:** The Council may at its discretion employ or dismiss any Executive Director to manage the affairs, <u>programming</u>, and headquarters of the Association...

Reason: To clarify the work of the Executive Director.

# Section 4:

**Was:** Upon resignation or dismissal of the Executive Director, the Council will activate a Search and Selection Committee made up of no more than...

**Alteration:** Upon resignation or dismissal of the Executive Director, the Council will activate a Search and Selection <u>Task Force</u> made up of no more than...

**Reason:** To accurately reflect the use of the title of the appointment to the specific work to be completed.

## **Proposed: Section 5:**

Addition: The Executive Director, with the Council's approval, may hire staff and consultants to develop, coordinate, and implement the initiatives of the Council.

**Reason:** To clarify the work of the Executive Director.

## **ARTICLE XII: Amendment of By-Laws**

**Was:** These By-Laws can be amended at any regular Business meeting of the Association by a two-thirds vote of the voting members present, provided that the amendment has been submitted to the membership at least 30 days prior to the Business meeting...

**Alteration:** These By-Laws can be amended at any regular Business meeting of the Association by a two-thirds vote of the voting members present, provided that the amendment has been submitted to the membership <u>and subject to comment</u> at least 30 days prior to the Business meeting...

**Reason:** To provide membership an opportunity for changes to proposed amendments in order to hold Council accountable.

New Revision Date: as of the date of the TAM Annual Business Meeting 2021

NOTES:

- 1. This proposed revision of the TAM Core Values Statement will need to be changed on the TAM website, and any other location TAM lists the Core Vales statement.
- 2. An asterisk (\*) indicates proposed revisions contingent on approved changes coming before that area in the document i.e. for continuity through the document.