



TACC – TRIPLE-A COUNCIL OF CALIFORNIA

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Date: February 8, 2005
To: Directors and Alternate Directors
From: Bill Hollabaugh, President
Subject: Proposed Amendment to Bylaws #1

At its meeting on January 27, your Executive Committee observed that the TACC Bylaws are self-contradictory regarding the process for electing officers, the issue being the specification of when the Nominating Committee must present its slate. We believe that presenting slate at the March meeting (Article V, Section 1, Paragraph B 1) is not realistic; changes in membership could readily invalidate the slate by July, and there is no other requirement that there even be a March meeting. At the other extreme, we believe it is not appropriate to wait for the election meeting to present the slate; members need time to think about the slate and alternatives they may wish to suggest. The following changes are therefore recommended:

1. We think thirty days notice of the nomination is about right. This Section is modified to reflect that, to eliminate duplicative language, and to provide additional clarity.

ARTICLE IV OFFICERS

Section 2. Election of Officers:

- A. The Board shall elect the officers from its membership at the Annual Meeting.
- B. Nominations for these offices shall be made by the Nominating Committee and delivered by postal mail or email to ~~the total all~~ Board members at ~~the Annual Meeting or such other meeting designated by the Executive Committee~~ least 30 days prior to the Annual Meeting (or other election meeting). ~~The consent of the nominee shall have been obtained prior to the nomination.~~ Additional nominations may be made by the Directors at this meeting. ~~The consent of each nominee shall have been obtained prior to the nomination.~~
- BC. ~~The election of officers shall take place at the annual meeting. Additional nominations may be made by the Directors at this meeting.~~ Installation of officers shall take place at the annual meeting.

[The following paragraphs would be re-lettered.]

2. In order to avoid the conflict noted above, we recommend the following change so that the details of the election are only in one place.

**ARTICLE V
COMMITTEES**

Section 1. Standing Committees:

Standing committees of the Board shall be as follows:

B. Nominating Committee:

1. The Nominating Committee shall consist of three (3) Directors to be elected in the same way as are the officers at the annual meeting.
- ~~2. The Nominating Committee shall present a slate of nominations for officers of the Board and members of the Nominating Committee at the March meeting.~~
- ~~3. The slate of officers and Nominating Committee shall be mailed to all Directors at least thirty (30) days prior to the election meeting.~~
2. *The Nominating Committee shall present a slate of nominations for Officers of the Board and members of a new Nominating Committee in accordance with the provisions of Article IV, Section 2.*