



# 2020 AMENDMENT PROPOSAL

*Fellow FCA Members,*

In accordance with Article VIII of the FCA Constitution, the FCA Board of Directors submit the following two proposed amendments for your consideration at the Virtual FCA Annual Meeting scheduled on Friday, May 15, at 2 p.m.

The procedures for amending the FCA Constitution is outlined below.

*“Section 1. Notice and Procedure: This constitution may be amended by a favorable vote of at least two-thirds of the member organizations attending the annual meeting, or of at least two-thirds of the member organizations in a mail vote, email vote or any other form of electronic communication deemed appropriate by the Board of Directors. Proposed amendments shall be received in writing by the President and the Director of Information at least sixty (60) days prior to the time of the voting. The President and Director of Information shall be responsible for distributing proposed amendments to the membership at least thirty (30) days prior to the time of voting. Other amendments may be introduced at the annual meeting if at least two thirds of the member organizations present vote to consider them. No amendment shall be considered unless it meets either of the previous criteria.”*

Changes in the language below are identified in the following ways:

- Language to be removed or modified is signified by ~~strikethrough~~.
- Edited language is signified in **red**.

On behalf of the FCA Board of Directors, thank you for your consideration of these proposed amendments. We will see you virtually on May 15!

*Interfraternally,*

Alex Baker  
FCA President



## AMENDMENT 1

**Purpose:** Restructure the Director of Information position to a Director of Events to better balance the workflow of the Board of Directors.

**Legislative Proposal:** To amend the FCA Constitution as follows.

### HOW FCA BOARD OF DIRECTORS LOOKS TODAY

| VICE PRESIDENT OF OPERATIONS  |
|---|
| <i>Director of Finance</i>  |
| <i>Director of Information</i>  |
| <ul style="list-style-type: none"> <li>Membership Committee</li> </ul>        |
| <i>Director of Networking</i>   |
| <ul style="list-style-type: none"> <li>Associate Partner Committee</li> </ul> |
| <b>TOTAL COMMITTEES: 2</b>  |

| VICE PRESIDENT OF PROGRAMMING   |
|---|
| Director of Education   |
| <ul style="list-style-type: none"> <li>Annual Conference Committee</li> <li>Midyear Conference Committee</li> <li>Programming Committee</li> <li>Brown Bag Committee</li> </ul> |
| Director of Marketing   |
| <ul style="list-style-type: none"> <li>Digital Communications Committee</li> <li>Social Media Committee</li> </ul>  |
| Director of Recognition   |
| <ul style="list-style-type: none"> <li>Awards Committee</li> <li>Varner/Ford Committee</li> </ul>   |
| <b>TOTAL COMMITTEES: 8</b>  |

### HOW FCA BOARD OF DIRECTORS WILL LOOK

| VICE PRESIDENT OF OPERATIONS   |
|--|
| Director of Finance  |
| Director of Marketing  |
| <ul style="list-style-type: none"> <li>Digital Communications Committee</li> <li>Social Media Committee</li> </ul> |
| Director of Networking   |
| <ul style="list-style-type: none"> <li>Associate Partner Committee</li> <li>Membership Committee</li> </ul>        |
| <b>TOTAL COMMITTEES: 4</b>   |

| VICE PRESIDENT OF PROGRAMMING   |
|---|
| Director of Education   |
| <ul style="list-style-type: none"> <li>Programming Committee</li> <li>Brown Bag Committee</li> </ul>                |
| Director of Events  |
| <ul style="list-style-type: none"> <li>Annual Conference Committee</li> <li>Midyear Conference Committee</li> </ul> |
| Director of Recognition   |
| <ul style="list-style-type: none"> <li>Awards Committee</li> <li>Varner/Ford Committee</li> </ul>                   |
| <b>TOTAL COMMITTEES: 6</b>  |



## ARTICLE IV

### SECTION 2.

**Board of Directors:** The President, Vice President of Operations, Vice President of Programming, Director of Finance, Director of Information Events, Director of Marketing, Director of Education, Director of Networking and Director of Recognition shall be elected by the Association at its annual meeting, for a period of two years. In addition to the officers and the six elected Directors, the immediate Past President of the Association shall be a member of the Board of Directors. Should the immediate Past President not wish to continue or be unable to serve on the Board of Directors, the Board will ask another Past President to serve in this role. If no Past President is available to serve, the position will be left vacant and the President will ask a Past President to serve as chair of the Nominations Committee.

### SECTION 7.

**Vice President of Operations:** The Vice President of Operations shall perform the duties of the President at all meetings at which the latter is absent and shall keep accurate minutes of the meetings of the Association and of the Board of Directors. The Vice President of Operations works directly with the Director of Finance, Director of Information Marketing and Director of Networking.

### SECTION 8.

**Vice President of Programming:** The Vice President of Programming shall perform the duties of the President at all meetings at which the President or Vice President of Operations are absent. The Vice President of Programming works directly with the Director of Education, Director of Marketing Events and Director of Recognition.

### SECTION 9.

**Director of Finance:** The Director of Finance shall be in charge of the Association's funds, subject to the supervision of the Board of Directors. Additionally, this Director directly oversees the Investment and Grants Chair.

### SECTION 10.

**Director of Information Events:** The Director of Information Events shall keep accurate minutes of the meetings of the Association and of the Board of Directors oversee the execution of all Association events. Additionally, this Director directly oversees the Membership Committee Chair Annual Conference Chair and Midyear Conference Chair.

### SECTION 11.

**Director of Marketing:** The Director of Marketing shall oversee all internal and external communication. Additionally, this Director directly oversees the Digital Communications Chair, Print Communications Chair and Social Media Chair.

### SECTION 12.

**Director of Education:** The Director of Education shall oversee all educational initiatives of the Association. Additionally, this Director directly oversees the Annual Conference Chair, the Mid-Year Conference Chair, the Brown Bag Series Chair and the Programming Chair.

### SECTION 13.

**Director of Networking:** The Director of Networking shall oversee the recruitment of and work with the Associate Members the Members and Associate Partners of the Association. Additionally, this Director directly oversees the Associate Member Partner Chair and the Membership Chair.



## ARTICLE V. ELECTIONS:

### SECTION 3.

**Slating of Individuals:** The Nominations Committee shall notify those individuals who have been slated to serve on the Board of Directors no less than 30 days prior to the annual meeting. The Nominations Committee shall present its recommended slate to the membership at the Annual Meeting. Nominations may be made from the floor, providing that the nominator submit to the **Vice President of Operations** ~~Director of Information~~ a signed acknowledgement from the person to be nominated that said person is willing to serve on the Board of Directors. Should nominations from the floor be made, election shall be by secret ballot. Election of non-contested Board openings may be made by acclamation.

## ARTICLE VI. MEETINGS:

### SECTION 5.

**Board of Directors Petition Special Meetings:** Special meetings of the Board of Directors may also be called from time to time on the petition of five (5) or more members of the Board of Directors, to be received by the **Vice President of Operations** ~~Director of Information~~ not less than thirty (30) days before the date set for such meeting in the petition. Such petitions shall also state the business to be transacted at the called meeting.

## ARTICLE VIII. AMENDMENTS:

### SECTION 1.

**Notice and Procedure:** This constitution may be amended by a favorable vote of at least two-thirds of the member organizations attending the annual meeting, or of at least two-thirds of the member organizations in a mail vote, email vote or any other form of electronic communication deemed appropriate by the Board of Directors. Proposed amendments shall be received in writing by the President and the Director of Information at least sixty (60) days prior to the time of the voting. The President and **Vice President of Operations** ~~Director of Information~~ shall be responsible for distributing proposed amendments to the membership at least thirty (30) days prior to the time of voting. Other amendments may be introduced at the annual meeting if at least two thirds of the member organizations present vote to consider them. No amendment shall be considered unless it meets either of the previous criteria.

## AMENDMENT 2

**Purpose:** With shifting annual conference dates, this allows appropriate timeframes for the process.

**Legislative Proposal:** To amend the FCA Constitution as follows.

## ARTICLE IV. BOARD OF DIRECTORS

### SECTION 16.

**Committee Chairs:** Committee Chairs will serve a one-year term. They will be nominated by their respective Director to the Board of Directors by ~~April 1~~ **one month prior to the annual meeting** and will be approved by the Board of Directors before ~~May 1~~ each year to ensure proper transition can occur at the **conclusion of the** annual meeting.