

PSEA BYLAWS COMMITTEE CHARGE AND SOP

Scope: The PSEA Bylaws Committee is tasked with evaluating the current bylaws to ensure they represent the best interests of the Society and reporting any needed bylaws changes to the PSEA Board of Directors (Board). At the direction of the Board, the Bylaws Committee will draft proposed bylaws changes that are clear and concise, consistent with current bylaws and PSEA's strategic mission. Proposed revisions to the bylaws are approved by the Board before being voted on by the PSEA members. The Bylaws Committee will ensure that bylaws changes are noticed appropriately and copies are available for members.

Term: The committee's work commences on July 1 with installation of the new PSEA officers and directors and ends on June 30 of each year.

Members: Chair and no less than 2 members

Charges & Responsibilities:

- Prepare any proposals from the Board to change PSEA bylaws with appropriate language including pros and cons for any such proposal.
- Submit periodic reports to the Board.
- Report all proposed committee recommendations to the PSEA Board for approval prior to implementation.
- Collaborate with any PSEA committees as appropriate to fulfill these charges.
- Refer to the Bylaws Committee SOP for more information on the process.

PSEA BYLAWS COMMITTEE SOP

Bylaws Committee Composition

The Bylaws Committee is generally comprised of a chair and no less than two members appointed by the PSEA President. Members of the committee should be fully aware of the charges and responsibilities of the committee. The members should have demonstrated competence or knowledge of the Bylaws, Policy and Procedures Manual, SOP's, Roberts Rules of Orders and strong writing skills. For the purpose of continuity, one or more members may be carried over from the previous year's committee.

The PSEA Board of Directors (Board) continually seeks to identify members with strong leadership abilities. Participation in this committee is an excellent opportunity for the chair and PSEA members of the Board to evaluate members who demonstrate the requisite skills necessary to serve PSEA in the future in this or another capacity. Please keep this in mind and if a committee member exhibits extraordinary skills, please discuss with the PSEA President.

Scope of the PSEA Bylaws Committee

The Bylaws Committee is a standing committee. As the association's strategic focus and emphasis necessitates modifying the bylaws, the committee works to ensure that the new proposed language is clear and concise, consistent with the Board's intent, and in a format consistent with the existing bylaws. All proposed bylaws changes are subject to final review by the Board and are then voted on by the PSEA members. The committee may consult with NAEA's Bylaws Committee to ensure that any proposed bylaws language is in compliance with statutes.

Timeline

The committee's work commences at the start of the new PSEA governance year on July 1. This marks the effective start of the committee's charge, which generally ends when the next committee's charge is effective, approximately one year later.

Shortly after the start of the fiscal year, the committee should convene to review its charges and responsibilities for the upcoming year. Priority is generally given to unfinished projects from the previous year, but that may change depending upon PSEA's operating environment and the President's specific charge.

The chair will schedule committee meetings as needed to review the current bylaws to determine any necessary amendments. The meeting schedule for the committee's work should allow the committee to meet its specific charges in a timely fashion and also be sensitive to the needs of its members. The chair should confirm that the meeting schedule is agreeable to the committee members and will modify it as appropriate. The committee should remain cognizant of any

Board plans and intentions in its work. The chair will provide all members of the committee with a schedule of committee meetings and distribute agendas for each meeting.

Amendments may be proposed by the Board or PSEA members. Any proposed amendments by PSEA members must be signed by ten (10) members and presented to the Bylaws Committee.

The committee should report any recommended amendments to the Board no later than the January Board meeting. Such report should include the proposed amendments and an analysis of the benefits and disadvantages of such amendments.

The chair or a committee member may prepare a draft report of its recommendations for proposed action. Generally, the completed committee report will be distributed to the full committee for comments / revisions before distribution to the Board. The final committee report is then submitted to the Board for approval.

Upon Board approval of the proposed amendments, the Bylaws Committee will present the proposed amendments and analysis to the Secretary for inclusion in the Call to the Annual Membership Meeting. The Call to the Annual Membership Meeting must be issued to the membership at least thirty days prior to the Annual Membership meeting. The Bylaws Committee report must be provided to the Secretary at least forty five days prior to the Annual Membership meeting. The Bylaws Committee will also prepare the ballot of the proposed amendment with analysis for membership vote.

Proposed amendments to the bylaws that have been properly noticed to the membership will be voted upon by the members at the Annual Membership meeting. In order to succeed, the proposed amendment must receive a majority vote of the members present at the Annual Membership meeting which is attended by one third (1/3) of the members of the Society. Upon approval by the membership, the Secretary will prepare the revised bylaws noting the date of revision and post it to the website.

Any proposals not received in sufficient time for a vote by the membership at the Annual Membership meeting will be forwarded to the succeeding Bylaws Committee for inclusion in notice and presentation at the next Annual Membership meeting.

An invitation to the chair is extended when the chair's presence at the Board meeting is required by the President. If the President requests the chair attend a meeting, his / her travel expenses will be reimbursed according to the established reimbursement policies found within the PSEA Policy and Procedures Manual.