

Summary of Proposed Changes to the WSA Bylaws

The board approved a number of changes to the by-laws to reflect the current organization of the Jenks Center, and our current needs. These are **proposed** changes and will be voted on at the Annual Meeting on May 24, 2017.

Board Composition and Tenure

The current number of board members is proposed to remain the same but the composition of the board is proposed to change.

The terms of the President and Vice Presidents are proposed to change from one to two years to increase the effectiveness of this position.

Terms for members at large, President and Vice Presidents are proposed to be limited to 6 years of service to ensure a healthy turnover of board members.

The positions of activities and program vice presidents are proposed to be eliminated, since these responsibilities are now managed by Jenks staff.

The requirement for three past presidents to serve on the board is proposed to change to just the immediate past president—since this would have required 8-10 years of service and is not required for continuity.

An Executive Committee of the board is proposed to be able to respond to urgent situations.

Responsibilities for Publicity, Newsletter, and special events are proposed to be eliminated from the Administrative VPs role since the Jenks Program Coordinator now handles these.

Committees

The Human Resources Committee is proposed to be eliminated. This committee consisted of the President, Senior Vice President and 3 immediate past presidents. This committee had responsibility for screening new employees, reviewing performance of the administrator annually and participating in reviews of other employees as requested. We no longer have the administrator position and Phillip Beltz, as Jenks administrator participates with the WSA president in all performance reviews.

Finance

An investment committee is proposed to enable more focus on the critical issue of investment returns.

Responsibility for arranging for an audit and Appointing Managers of the Endowment is proposed to move from the board to the Finance Committee.

Eliminated reference to a \$250,000 restricted fund Capital fund that had been included in a November 2000 MOU with the WSA trust. The agreement has been amended to eliminate that requirement.

Other Proposed Changes

Added a provision to review the by-laws every 2 years.

Allow the board to cancel meetings if they are not needed but require at least 8 meetings annually.

Add requirement to sign conflict of interest form annually.