

# **PROPOSED CONSTITUTIONAL AMENDMENTS**

**Respectfully submitted by**

**Brenda M. Cirtin, MMC**

**Chair - 2009-2010 Elections Committee**

As with any organization, there are times that changes need to be made to ensure its continued success and smooth operation. Change is not always a bad thing – sometimes it actually makes sense.

During this past year, the Policy Review Committee has met to review a number of proposed amendments to the Constitution of the International Institute of Municipal Clerks. Once the Committee finalized their recommendations, they were then forwarded to the Elections Committee to ensure that the correct information was included for each proposed amendment, as outlined by Article XIII (A & B). This Article and Section read as follows:

- A.** Proposed Amendments to the Constitution shall be made in writing, setting forth the particular change or changes proposed and shall be filed with the Executive Director and the President.
  
- B.** Proposed amendments filed in accordance with the provisions in Section A above shall be submitted to the membership for consideration when filed under either of the following procedures:
  - 1. A copy of proposed amendments, with the name of the author, who shall be a voting member, and a statement of the reason the proposed changes are being recommended is filed in sufficient time to be published in the News Digest not later than the month immediately preceding the month of the Annual Conference; or
  - 2. A copy of any proposed amendments is filed in sufficient time to be posted in a prescribed place prior to the official opening of the Annual Conference. Amendments so filed shall include the proposed amendment, the existing language being changed (if any), an explanation of the urgency of the amendment, and a statement explaining the intent of the proposed amendment. The posting shall include the name of the author, who shall be a voting member, and the name of at least one other voting member who supports the change.

The Elections Committee reviewed all of the proposed Constitutional Amendments and determined they met the criteria for forwarding to the Board of Directors for action. The Board has discussed the proposed amendments, and as per Article XIII (B), the following proposed amendments are being provided to the membership for consideration at the Annual Business Meeting.













9. ~~to establish a job description and appoint or remove the Director of Education, in consultation with the Executive Director, provided, however, this position shall report to the Executive Director;~~

10. to perform any other duties required in connection with the administration of IIMC Policies and Procedures.

## ARTICLE VIII EXECUTIVE DIRECTOR

The Executive Director shall be the Secretary-Treasurer of the Corporation; shall report to the Board of Directors; shall be responsible ~~to the President~~ for the day-today administrative and financial operation of IIMC; and shall be charged to carry out the policies established by the Board of Directors and Executive Committee.

The Executive Director shall be employed at will under the terms of an employment contract and shall be empowered to manage the staff, and resources of the Corporation in accordance with established policies and the annual budget.

The Executive Director will hire the Director of Education, upon confirmation by the IIMC Board of Directors. The Director of Education will report to the Executive Director.

In the event of a temporary or permanent vacancy in the office of the Executive Director, the IIMC Board of Directors shall name an Interim Executive Director and shall determine the process to be followed to hire a new Executive Director.

Moved by Tami Kelly, seconded by James Mullen.\*

Statement of the reason the proposed change(s) is being recommended: This proposed amendment establishes that the Director of Education will be hired by and report to the Executive Director, following confirmation by the Board of Directors; provides a process to address a vacancy in the position of Executive Director, requiring action by the Board of Directors to name an Interim Executive Director; and establishes that the Executive Director reports to the Board of Directors, not the President or the Executive Committee.

\*The proposed amendment was submitted by the Policy Review Committee and in accordance with the Constitution, the Elections Committee considered the individual Board members who made and seconded the motion to be the authors of the proposed amendment as it was approved by the Board of Directors.





