



Sports ETA
SPORTS EVENTS & TOURISM ASSOCIATION

Bylaws Town Hall

April 19, 2022



Vote 1 – Composition of the Directors.

<p>Current</p> <p>Article III -- Officers and Board of Directors</p> <p>C. The Board of Directors shall consist of the Officers, the Immediate Past Chairman, twelve (12) individuals representing Destination Members in good standing with the Association, and two (2) individuals representing Industry Partner Members and two (2) individuals representing Rights Holder Members.</p>	<p>Proposed</p> <p>Article III -- Officers and Board of Directors</p> <p>C. The Board of Directors shall consist of the Officers, the Immediate Past Chairman, and twelve sixteen (126) individuals representing Destination Members, Industry Partners, and Rights Holders in good standing with the Association. and two (2) individuals representing Industry Partner Members and two (2) individuals representing Rights Holder Members. Representation shall be apportioned according to the proportion of membership of each category based on a census of membership. No membership category shall have less than two (2) Directors serving on the Board. The census shall be taken every six (6) years, on the first day of the fiscal year. The census count shall then be used to set the allocation of Directors for each membership category for the subsequent election of the Board of Directors.</p> <p>1. Upon approval of this amendment the census shall take place on the first occurrence of a new fiscal year and occur every subsequent six (6) years and this subsection, Art III (C)(1), shall automatically be deleted from the bylaws</p>
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Vote 2 – Change of Nominating and Election Process.

Current

Article IV -- Election/Appointment of Officers and Directors

At each Annual Meeting, sufficient individuals who are representatives of Destination Members, Industry Partners, and Rights Holders Members to fill Destination Member, Industry Partners, and Rights Holders Members Board member positions becoming vacant at the meeting shall be elected to the Board of Directors by a simple majority of the votes cast by the Destination, Industry Partner and Rights Holder Members present and eligible to vote. They shall take office at the start of the next fiscal year and each shall serve a three (3)-year term.

Article VII – Committees

B. Nominating Committee

3. The Nominating Committee shall recommend one candidate for the Secretary position and confirm the succession of the current Officers to the Treasurer, Vice Chair, Chair and Immediate Past Chair position of the Association. It will also recommend one candidate for each open position of the Board of Directors. The Nominating Committee shall consider prior service on the Board of Directors for nominees to the Executive Committee.

4. The Board of Directors will approve the slate of officers, submitting them for approval by the Association membership at the Annual General Meeting.

Proposed

Article IV -- Election/Appointment of Officers and Directors

At each Annual Meeting, sufficient individuals who are representatives of Destination Members, Industry Partners, and Rights Holders Members to fill Destination Member, Industry Partners, and Rights Holders Members Board member positions becoming vacant at the meeting shall be elected to the Board of Directors by a simple majority of the votes cast by the Destination, Industry Partner and Rights Holder Members present and eligible to vote. **For membership categories with more than one open position, the nominees who receive the most “for” votes are elected to the Board until all open Board positions are filled for that membership category.** They shall take office at the start of the next fiscal year, and each shall serve a three (3)-year term.

Article VII – Committees

B. Nominating Committee

3. The Nominating Committee shall recommend ~~one candidate~~ **no less than two candidates, unless only one qualified candidate has been nominated**, for the Secretary position and confirm the succession of the current Officers to the Treasurer, Vice Chair, Chair and Immediate Past Chair position of the Association. It will also recommend ~~one~~ **no less than two (2) candidates** for each ~~open position~~ **membership category that has a single open position**, of the Board of Directors, **unless only one qualified candidate has been nominated for the position. For membership categories that have more than one open positions in an election, the Nominating Committee shall recommend a number of candidates for the positions equal to the number of open positions in that membership category plus two (2), unless the number of qualified candidates nominated for the position is less than the required amount. ~~The Nominating Committee shall consider prior service on the Board of Directors for nominees to the Executive Committee.~~**

~~4. The Board of Directors will approve the slate of officers, submitting them for approval by the Association membership at the Annual General Meeting.~~



Vote 3 – Change the process for Bylaw Amendments.

Current Article XV – Amendments	Proposed Article XV – Amendments
<p>A. The Bylaws of the Association may be amended only during an Annual Meeting.</p> <p>B. Members wishing to amend the Bylaws must submit proposed amendments in writing, specifying the amendment and particular bylaw(s) to be amended, to the Association’s Chairman by sixty (60) days prior to the Annual Meeting during which they are to be considered.</p> <p>C. A copy of the proposed Bylaw amendments shall be delivered to members by notice communicated at least thirty (30) days prior to the Annual Meeting during which they are to be considered and must be presented during the Annual Meeting as delivered.</p> <p>D. Proposed amendments to the Bylaws shall require an affirmative vote by two-thirds (2/3rds) of the Members present and eligible to vote.</p>	<p>A. The Bylaws of the Association may be amended only during an Annual Meeting or during any regular or special meeting called by the Board of Directors.</p> <p>B. Members wishing to amend the Bylaws must submit proposed amendments in writing, specifying the amendment and particular bylaw(s) to be amended, to the Association’s Chairman by sixty (60) days prior to the Annual Meeting during which they are to be considered.</p> <p>C. A copy of the proposed Bylaw amendments shall be delivered to members by notice communicated at least thirty sixty (360) days prior to the Annual Meeting during which they are to be considered and must be presented during the Annual Meeting as delivered vote of the membership. No less than ten (10) days prior to the vote by the Membership, the Board of Directors shall host a town hall meeting by phone or other electronic means open to the Membership to provide comments on the proposed Amendments.</p> <p>D. Proposed amendments to the Bylaws shall require an affirmative vote by two-thirds (2/3rds) of the Members present and eligible to vote during the Annual General Meeting or regular or special meeting called by the Board of Directors. The vote may occur either in person or by electronics means as determined by the Board of Directors.</p>





Bylaw Amendments Background

Vote 1

Topic: Composition of the Board of Directors

What would change?

The make of seats on the Board of Directors would be variable and apportioned based on the makeup of the total SportsETA membership by category. A census of the membership will be taken every six years and the percentage of the total membership of each membership will mirror the percentage of Board seats each membership category shall have. No category shall have less than 2 seats.

Rationale for Change

This provides equity of representation on the Board which corresponds directly to the make up of the total membership. As the makeup of the membership changes over time the make up of the Board will reflect those changes as well.

*It should be noted that the current proportions of each membership category would cause no changes to the current Board make up.



Vote 2

Topic: Change to nomination and election process

What would change?

Currently the Nomination Committee reviews applications for the Board and conducts interviews of potential candidates. The Nomination Committee then puts forward a Slate of candidates for approval by membership in a straight up or down vote. The proposed change would require the Nomination Committee to bring forward at least 2 candidates for single seat openings and present a number of candidates equal to the number of open seats plus 2 for multiple seat openings for a popular vote by membership. The Nominating Committee may choose to present more than the minimum but may not present less than the minimum unless there are not sufficient qualified applicants who have applied for a specific open seat.

Rationale for change

This change would provide for more input from membership in the selection of Board members while also still preserving the vetting process which has been a staple of the organization over time. In many cases the applicants for the Board seats result in multiple qualified applicants. This process will require that at least 2 of those applicants be presented to membership to allow them to directly choose their Board representative instead of having them chosen for them.



Vote 3

Topic: Bylaw Amendments

What would change?

This amendment would change the way that bylaw amendments are handled within the organization. This would allow bylaw amendments to be submitted at any time of the year and receive a vote in a timely manner.

The process would be as follows;

1. A member submits proposed amendments to the Board.
2. The Board will determine the date of vote by the Membership and provide Membership with notification of the proposed amendments and the date of the vote which shall be at least 60 days from the notification.
3. No less than 10 days prior to the vote by the Board, the Board shall hold a public hearing by phone or other electronic means on the proposed amendments at which any member may provide comment or ask questions of the member(s) who proposed the amendments.
4. The Membership shall vote on the designated date and will require a two-thirds majority of the members who cast a ballot to adopt the amendments.

Rationale for Change

The modern business climate needs to allow the organization to adopt to changing conditions in a timelier manner. Having to wait a full year to vote on bylaw amendments does not allow the organization to make meaningful changes quickly. These changes will allow the Board and Organization to better respond to situations that arise moving forward.

