



## Bylaws Revision Primary Effects

- ▶ Clarify purpose and relationship to MCCCCD.
- ▶ Open Membership to all current and previous year Adjunct Faculty requiring only registration.
- ▶ Provide for differentiated membership for Supporting and Life Members.
- ▶ Clarify the composition of the Board and the elected Officers.
- ▶ Establish that the Board elects the Officers.
- ▶ Establish that the Board has sole authority to amend the Bylaws.
- ▶ Clarify the composition of the Advisory Committee.
- ▶ Establish meeting Notice Requirements and Rules of order.

## Article I, II and III

- ▶ **Article I Name**
- ▶ **Article II Purpose**
  - We advocate for Adjunct Faculty throughout the District
  - Advocacy has four general goals:  
Educate, Support Advancement, Provide Network, Encourage Cooperation
- ▶ **Article III Membership**
  - Decision to associate with the AFA
  - Voluntary Support for AFA provides for differentiated Membership
  - Life members are defined and officially recognized

## Article IV – Board of Directors

- ▶ **Section A Board Composition**
  - No more than one office can be held
  - Must be members of AFA
  - Individual and collective duties are determined by the Board
- ▶ **Section B Executive Committee and Officers**
  - Officers determined and primary purposes defined
  - Vice President instead of President-Elect
  - Past President serves as advisor to Executive Committee
  - Officer nominations can come from the AFA Membership
  - Officers will be elected by the Board
- ▶ **Section C College Representatives**
  - Selected by the Colleges that control length of appointment
  - Executive Committee confirms college selection process
  - Structure for alternates is determined

## Article IV – Board of Directors (continued)

- ▶ **Section D Vacancies**
  - Resignation
  - Removal
- ▶ **Section E Filling Vacancies**
- ▶ **Section F Quorum and Presence**
  - If all 15 Board positions are filled  
A quorum would be 8 members present for most issues.
- ▶ **Section G Email Meeting Limitations**
- ▶ **Section H Conflict of Interest**

## Articles V through IX

- ▶ **Article V Standing Committees**
  - Working committees that report at each Board meeting
- ▶ **Article VI Advisory Committee**
- ▶ **Article VII Meetings**
  - Board meets nine times per fiscal year
  - Special meetings can be called by the Board
  - Annual meeting held as required by our Articles of Incorporation
  - Notice to be given for all Board meetings
  - Roberts Rules of Order shall be applied as appropriate.
- ▶ **Article VIII Fiscal Year**
- ▶ **Article IX Force and Effect; Amendment**
  - Bylaw changes go into effect immediately.
  - Once passed by current Members, Bylaws can only be changed by Board

## Recommendation

- ▶ The AFA Board adopts the Bylaws Revision as presented.
- ▶ Bylaws Revision is sent to MCCC legal team for review to ensure alignment with District policy.  
Bylaws Revision is sent to a nonprofit attorney to ensure that 501(c)3 statutes are not being violated.
- ▶ Bylaws Committee presents new Bylaws Revision proposal including revisions by attorneys or Board members to Board by email.
- ▶ Board considers adoption of new Bylaws Revision at March 21 Board meeting.
- ▶ AFA Members notified of Bylaws Revision through email or letter.  
Bylaws Revision is published on myafa.org website.
- ▶ AFA Member approval vote is facilitated through email with weekly reporting to Board on voting and re-promotion.
- ▶ AFA Member Bylaws Revision vote confirmed at April 18 Board meeting.

## Motion

- ▶ It is moved that the Board accepts the proposed Bylaws Revision last modified February 14, 2010 as the working draft to be sent for review to MCCCCD legal counsel and to AFA legal counsel experienced in nonprofit bylaws.
- ▶ It is also moved that a revised Bylaws Revision based on recommendations by MCCCCD and AFA legal counsel be presented to the Board by the Bylaws Committee and that the Board at its March 21 meeting consider recommending the revised Bylaws Revision to the AFA Membership for approval.
- ▶ It is also moved that if recommended that the recommended Bylaws Revision be published on the myafa.org website and an individualized email vote of current AFA Members be conducted to approve the recommended Bylaws Revision. The email vote will be facilitated through [vote.bylaws@myafa.org](mailto:vote.bylaws@myafa.org) and the submissions automatically stored so they may be audited if necessary. The process will be monitored by AFA Advisor Denise Garland, the AFA President, and the AFA Secretary.
- ▶ It is also moved that voting be reported to the Board and vote participation be re-promoted weekly and that a final vote result be confirmed at the April 18 Board meeting before the election of Officers.