

1/16/2011: Constitutional Amendments:
Annual Meetings, Online Board Voting Procedures, Nominations for Office, Member Voting

Existing:

Section 3.03

Annual Meeting:

There shall be one regular General Membership Meeting to be held each year during the National Championship and at a location at the site of the National Championship as designated by the Board of Directors.

Is amended as follows:

Section 3.03

Annual Meeting:

Time permitting, any Officers or Directors who are present at the National Championship Tournament each year should call a General Membership Meeting to be held at the same venue and same time of the National Championship.

Existing:

Section 3.09

Motions Made By E-mail:

Notwithstanding any other provision of this Constitution, a motion may be made at any time by any member of the Board by e-mail for a resolution of the Board or for amendment of the Constitution, as follows:

- 1) The motion must be preceded by an e-mail by any member of the Board sent to all other members of the Board which has as its subject line "USBA Request for Discussion: (here insert subject of the discussion)"; the request for discussion must include a general statement of the issue to be discussed and a statement of reasons for any position taken by the Board member requesting the discussion; the request for discussion must include at the outset of the request a statement of the date when the discussion period on the subject will end in accordance with 3.09(2);
- 2) After the e-mail request for discussion has been sent, there shall be a 10 day period for discussion;
- 3) After the discussion period has ended any Board member may make a motion within the next 3 days ("Motion Period"), but the Board member who sent the request for discussion shall have a one day priority within which to make a motion; if more than one non-priority motion is made, the President shall choose the priority of the next motion; any motion made must contain the full and specific text of the proposed resolution of the Board or amendment to the Constitution, and if the motion does not contain the full and specific text, the President may in his/her discretion extend the Motion Period for up to an additional 3 days to allow the moving party to correct the motion;
- 4) If no motion is made, the matter will no longer be considered by the Board, but may become the subject

of a new motion at any time after the passage of at least 60 days from end of the Motion Period if that new motion is also made in accordance with this Section 3.09;

5) If a motion is made, the President shall announce by e-mail that there shall be a period for discussion or amendment of the motion of 4 days and shall announce by e-mail the last day of that period; and for any amendment made to the motion, the discussion period shall be extended for an additional 4 days from the date of the amendment, which additional period shall also be announced by e-mail by the President, provided that if the amendment is accepted by the proponent of the motion and is determined by both the proponent and the President to be minor or clarifying in nature, the additional discussion period may be less than 4 days or there may be no extension of the discussion period, as determined and announced by e-mail by the President; any amendment that is made shall clearly state the language to be added, deleted or changed in the motion;

6) At the conclusion of the period for discussion of the motion and any amendments, the President shall call for a vote, there shall be a voting period of 4 days, and the President shall announce by e-mail the last day of that period; votes shall all be cast by e-mail sent to all other Board members;

7) For non-constitutional amendments, the e-mail vote of at least 3 members of the Board shall constitute a quorum, and a majority of affirmative votes of those voting shall be required for passage of the motion; for constitutional amendments, the e-mail vote of at least 8 members of the Board shall constitute a quorum, and the affirmative votes of at least two-thirds of those voting shall be required for passage of the motion;

8) If a matter that does not require a constitutional amendment is determined by the President to require emergency action by the Board, the President shall notify the Board of that circumstance by e-mail, and in that case the discussion period set forth in sub-section 3.09(2) shall be shortened to 2 days, the period for making a motion shall be shortened to 1 day, but shall be extended by 1 day for each amendment made to the motion, and the period for voting shall be shortened to 1 day. In the e-mail notifying the Board of such an emergency matter, the President shall add the words "EMERGENCY MATTER" to the subject line, shall specify at the outset the ending dates of the periods for discussion, motions and voting, and shall also include a general statement of the issue to be discussed, a statement of reasons supporting the matter to be discussed, and a statement of the reasons for the emergency nature of the matter. On the same day that the President sends e-mail notice of the need for emergency action by the Board, and as soon as reasonably possible, the President or the President's delegee shall give telephonic notification of the sending of that e-mail to each Board member.

9) Once the vote has concluded the Secretary shall e-mail the results to the Board and shall keep a record of the votes, the entire discussion preceding the vote, and the motion and all amendments; the record shall be kept in electronic form and shall include a backup record on CD, DVD or other portable electronic storage medium, labeled with a brief title or description of the motion and the date the voting period concluded.

Is amended as follows:

Section 3.09

Motions Made By E-mail or through the Board Forum:

Most of the Board of Directors' communication and actions shall be conducted through the use of the online USBA Board Forum which is a private forum for Board Members only. If for some reason the Board Forum is not functional or unavailable, these rules will be applied in the same manner through the

use of regular email.

1) Topics for discussion and/or vote shall be privately emailed to both the President and the Secretary/Treasurer by any Board of Director (the requestor). The email should contain the topic name and the information that will be presented to the Board by the requestor. A page on the USBA website shall be entitled "Topics For Discussion" for easy reference. The President or Secretary/Treasurer will list every topic for discussion that has been requested by the Board of Directors along with the Director's name that has requested each topic. The President and the Secretary/Treasurer will decide which of the topics will be brought for discussion based on their opinions as to priority. Only 2 topics will be discussed at a time until those topics have been resolved with a vote or withdrawn by the requestor. An additional topic may be discussed in emergency situations as determined by the President. The President or the Secretary/Treasurer will post the topics for discussion, inform the Board of the period of time available for discussion, motion-making and voting and will announce the results to the Board. Once the topic for discussion has been introduced to the Board by the President or Secretary/Treasurer, it is the responsibility of the President or the Secretary/Treasurer to accurately inform the Board of each further step in the process. If neither the President nor the Secretary/Treasurer has complied within 1 full day, then the requestor has the right to inform the Board of the next step in the process, in order to ensure that the process will continue to its completion.

2) If a Director feels that the President and Secretary/Treasurer are making poor decisions as to the priority of topics, then a Director may, at any time, create a new topic entitled, "Reconsider Priority: (name of new topic)" where the Director will state one of the topics from the list of "Topics For Discussion" that he/she feels are more important than the topics currently being discussed. If another Board Member agrees, then he/she must "second" the motion. Once the motion is seconded, an immediate vote by the Board of Directors lasting 2 days will be held. The President and Secretary/Treasurer will NOT have a vote. If the majority of the rest of the Board agrees with the motion for the new topic, then the new topic will immediately be placed at the top of the priority list for discussion as soon as the current topics have been completed by a vote or withdrawn. If a Director abuses this privilege then the Board will determine if disciplinary action shall be taken.

3) The President or Secretary/Treasurer will post the current topic(s) for discussion along with the information to the Board which was given by the requestor. The discussion time for each topic shall be 4 days except for Emergency Motions made by the President (see sub-section 7 below).

4) After the 4 day discussion period has ended, the requestor may make a formal motion within 24 hours of the end of the discussion period ("Motion Period"). The requestor may also appoint another Board Member to make the motion for him/her if they are unable to access the Forum during that 24 hour motion period. The motion should be very clear and concise and to the point. If the President or Secretary/Treasurer feel that the motion is too vague or incomplete or inaccurate, the President or Secretary/Treasurer will attempt to re-word the motion. The requestor must approve the re-worded motion before a vote can be taken. If not, then the President or Secretary/Treasurer and the requestor will attempt to reconcile the worded motion. If an agreement cannot be reached within 2 days from the end of the discussion period, then the requestor will submit his/her motion as they see fit, provided that it pertains to the original topic of discussion. The requestor may also withdraw the motion within the 24 hour motion period if the requestor thinks that more discussion time is needed or if the requestor feels

that the motion will not pass. The requestor, at any time, can re-submit the topic to the President and Secretary/Treasurer.

5) If a formal motion is made by the requestor, then the Board will vote on it within the next 2 days ("Voting Period"). Any votes cast before or after the official voting period will not be counted. A Director is entitled to change their vote as long as it is still within the 2 day voting period. If a Director is unable to access the Forum during the voting period, the Director may appoint another Board Member to vote for him/her.

6) For non-constitutional motions, the vote of at least 3 members of the Board shall constitute a quorum, and a majority of affirmative votes of those voting shall be required for passage of the motion; for constitutional amendments, the vote of at least 8 members of the Board shall constitute a quorum, and the affirmative votes of two-thirds or more of those voting shall be required for passage of the motion.

7) If a matter that does NOT require a constitutional amendment is determined by the President to require emergency action by the Board, the President shall notify the Board of that circumstance through the Board Forum, and in that case the discussion period set forth in sub-section 3.09(3) shall be shortened to 2 days, the period for making a motion shall still be 1 day and the period for voting shall be shortened to 1 day. In the post notifying the Board of such an emergency matter, the President shall add the words "EMERGENCY " to the subject line along with the name of the topic, shall specify at the outset the ending dates of the periods for discussion, motions and voting, and shall also include a general statement of the issue to be discussed and a statement of the reasons for the emergency nature of the matter. On the same day that the President sends notice of the need for emergency action by the Board, and as soon as reasonably possible, the President and the Secretary/Treasurer shall give telephonic notification of the sending of that emergency post to each Board member.

8) Once the vote has concluded, the President or the Secretary/Treasurer shall post the results to the Board. The Board Forum discussions and votes (or emails that are sent if the Board Forum is not functional or unavailable) shall always be backed up by the Secretary/Treasurer through the most efficient means possible in case of a server or computer crash.

9) If a motion is defeated, then the topic may not be raised again for 60 days.

Existing:

Section 6.04

Nominations

The Secretary/Treasurer prior to August 1 of the year preceding the new term must solicit nominations for office from the membership. The deadline for nominations shall be September 1 of the year preceding the new term. All nominations must receive a "second" by any member of the Board of Directors in order to be placed on the ballot.

Is amended as follows (Changes underlined):

Section 6.04

Nominations

The Secretary/Treasurer prior to August 1 of the year preceding the new term must solicit nominations for office from the membership. The deadline for nominations shall be September 1 of the year preceding the new term. All nominations must receive a majority vote of the Board of Directors in order to be placed on the ballot with 3 votes constituting a quorum.

Existing:

Section 6.05

Voting

A ballot with a list of all candidates within a member's region shall be sent to all members in good standing on or before October 1 of the year preceding the new term of office. The ballot shall include the name of each nominee duly seconded by a current Board Member as well as a space for a qualified write in for each office. Only ballots received by the designee of the Board prior to January 1 of the year of the new administration will be considered valid. The results of the election shall be announced prior to February 1 in the year the new term is to begin. Voting shall take place by all members in good standing by a "mail-in" ballot or an e-mail ballot may be cast by members in good standing who have registered online through the USBA website.

Is amended as follows:(Changes underlined)

Section 6.05

Voting

A ballot with a list of all candidates within a member's region shall be sent to all members in good standing on or before October 1 of the year preceding the new term of office. The ballot shall include the name of each Board-approved nominee as well as a space for a write-in candidate for each office. Only ballots received by the designee of the Board prior to January 1 of the year of the new administration will be considered valid. The results of the election shall be announced prior to February 1 in the year the new term is to begin. Voting shall take place by all members in good standing by a "mail-in" ballot or an e-mail ballot may be cast by members in good standing who have registered online through the USBA website.

Motion passed by a vote of 8-0. Those in favor: Jim Shovak, Darrel Stutesman, Raye Raskin, Steve Andersen, Victor Cuzzi, Merrill Hughes, Juan Sauz, Felipe Razon. Non votes: Henry Ugartechea, Mazin Shooni.