

## SUMMARY

### Association Executives of North Carolina (AENC)

#### Proposed Amended and Restated Bylaws

##### Summary of amendments to the Bylaws as proposed by the AENC Board of Directors.

**Article II – Purpose:** Refines purpose and objectives of AENC.

##### **Article III – Membership and Membership Categories**

Sections 1 and 2: Defines criteria for membership as an **Association Professional** and as an **Affiliate**. Specifically includes language to include employees of association management companies as eligible for **Association Professional** membership.

Section 3: Provides a process for termination of membership for cause.

##### **Article V – Membership, Meetings, Voting, Quorum**

Section 8: Provides for use of electronic voting.

##### **Article VI – Officers**

Section 4: Changes term of office to coincide with calendar year.

##### **Article VIII – Board of Directors**

Section 2: Removes references to chapters and chapter membership.

Section 4: Clarifies that members of the nominating committee are not eligible for nomination to any officer position.

**Article IX – Standing Committees:** Specifies composition of Executive Committee and names standing committees: Executive, Nominating, Finance, Membership.

**Article X – Non-standing Committees:** Clarifies the appointment process, role, authority and dissolution of non-standing committees.

**Article XI – Executive and Staff:** Specifies responsibilities and authority of Chief Executive Officer/Executive Director and provides grievance process for AENC staff with grave concerns about conduct of CEO/ED.

**Article XII – Finance:** Changes fiscal year to a calendar year.

**Article XIV – Chapter Organization:** Eliminates Article and all references to chapters.

**Article XVII – General Provisions:** Provides for process and procedure to amend Bylaws.