

Greeting Leadership,

Proposed changes to East Missouri (EMO) DISTRICT POLICIES And PROCEDURES (Revised & Approved August 19, 2017). **Yellow indicated deletions and/or additions.**

**1. Article III District Board of Directors, Sec C. Elections and Terms of Office, Paragraph 3**

The District Secretary\Treasurer shall be appointed for a term of one year by the Governor-Elect. The appointment of the Secretary\Treasurer-designate shall be confirmed at the third quarter Board meeting by the District's Board of Directors, and shall take office 1 October next following confirmation. (OI Bylaws Article VII, Section 6, Paragraph D 4). The terms of office for Lieutenant Governor (if any)and Assistant Governor shall be the same as that of the Governor. **(Add) A District Secretary-Treasurer, District Secretary, District Treasurer, or any combination thereof, shall not serve more than three consecutive years. (OI Bylaws Art. III, Sec. 6, Par. D)**

Justification\Logic: This brings EMO into conformity with OI regulations

**2. Article III District Board of Directors, Sec. E Duties of the Executive Committee, Paragraph 1**

The Executive Committee is authorized to make purchases and pay expenses, travel allowances, reimbursements and obligations as provided by and within the limitations of the budget, make plans and establish policy furthering the objectives of the District, and exercise general control over plans, budget and program of the District convention. (OI Bylaws Article VII, Section 3, Paragraph C). **(Add) A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business and a majority vote of those present and entitled to vote shall be necessary to give effect to any action of the Executive Committee.**

Justification\Logic: According to Robert's Rules Online: The committee constitute a miniature assembly, being able to act only when a quorum (majority of the members) is present.

**3. Article III District Board of Directors, Sec. H , District Board of Directors Meetings and Notice, Paragraph 1**

The Governor may call a meeting of the Board of Directors each quarter, or at such time and place as he may determine with the advice and consent of the Executive Committee. Notices of all meetings of the Board of Directors shall be issued and caused to be delivered to all members of the Board of Directors by the District Secretary\Treasurer at least 30 days prior to said meetings. One-third of the members of the Board of Directors shall constitute a quorum for the transaction of business, and a majority of those present and voting shall be necessary to give effect to any action of the Board. (OI Bylaws Article VII, Section 3, Paragraph F). **(Add) Any or all Directors may participate in a meeting by, or conduct the meeting through the use of any means of communication by which all Directors participating may simultaneously hear each other during the meeting. Any or all Directors participating in a meeting by this means is deemed to be present in person at the meeting. (OI Bylaws, Art V, Sec.2)**

Justification\Logic: Brings this section into conformity with OI Bylaws

4. **Article III District Board of Directors, Sec. H , District Board of Directors Meetings and Notice, Paragraph 3 (Add new Paragraph #4)**

(Add)

4. Any action which is required to be or may be taken at a meeting of the directors, or of the executive committee or any other committee of the directors, may be taken without a meeting if, setting forth the action so taken, all of the members of the board or of the committee, as the case may be, consent thereto in writing or by electronic transmission. The consents shall have the same force and effect as a unanimous vote at a meeting duly held, and may be stated as such in any certificate or document filed under this chapter. The secretary shall file the writing or writings or electronic transmission or transmissions with the minutes of the meetings of the board of directors or of the committee as the case may be. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form. "Electronic transmission" shall mean any process of communication not directly involving the physical transfer of paper that is suitable for the retention, retrieval, and reproduction of information by the recipient.

Justification\Logic: Action without a meeting is provided for in OI Bylaws

5. **Article V: District Conferences and Convention, Add: Section C. Conference and Convention Refund Requests**

(Add)

3. All requests for refunds of prepaid conference and convention registrations must be made in writing by the individual pre-registered. Such requests must be received by the Secretary\Treasurer or Conference and Convention Chairperson no later than two weeks prior to the start of the conference or convention. Only requests stating emergency or extenuating circumstances will be considered.

Justification\Logic: Event space caterers often require a definite number of people to be served as far as 2 weeks out from the date of the event. This new addition will replace "ARTICLE VIII: MISCELLANEOUS Sec. N. CONFERENCE AND CONVENTION REGISTRATION REFUND"

6. **Article VIII Miscellaneous Sec. E District Directory**

The District administration shall publish, at the earliest possible date after the beginning of the administrative year, a District directory. The directory shall contain the names, addresses and telephone numbers and electronic means of communication such as e-mail addresses and fax numbers of all District officers, District committee chairmen, Club presidents and Secretary\Treasurers, and International officers, in addition to club meeting days, times and locations and lists of past governors. When feasible and practical, the directory shall also include all District policies and the dates and locations of all District meetings and conferences for the

administrative year. (Add) The District may publish directory information on the District website. Such information shall be password protected and its use is restricted to Optimist International business by authorized representatives of Optimist International. Directory information will not be shared with any party outside of Optimist International.

Justification\Logic: The suggested District Policies already have most of this language. Individual members contact information should be held in private at all times. This brings our Policies into compliance with OI.

**7. ARTICLE VIII: MISCELLANEOUS Sec. N. CONFERENCE AND CONVENTION REGISTRATION REFUND**

(Delete)

~~Sec. N. CONFERENCE AND CONVENTION REGISTRATION REFUNDS All requests for refunds of prepaid conference and convention registrations must be made in writing by the individual pre-registered. Such requests must be received by the Secretary\Treasurer or conference and convention chairperson on or before the last day of the conference or convention. No partial registration refunds shall be honored.~~

Justification\Logic: This section is replaced by Policy change # 5 (Article V: District Conferences and Convention, Add: Section C. Conference and Convention Refund Requests )