

2010 By-Laws Proposal

Date Received: June 17, 2010

Board Action:

<input checked="" type="checkbox"/>	Board recommends approval.
<input type="checkbox"/>	Board recommends rejection
<input type="checkbox"/>	Board makes no recommendation

1

Intent of this proposed change: *This proposal, recommended by the Board, would enable eligible members to vote in elections to fill Executive Board vacancies without requiring the member to be physically present at the Annual Meeting.*

Proposal:

Article VII

Voting and Elections

- 7.6 Election of the Executive Board.** Members of the Executive Board shall be elected by secret ballot. A member may either vote in person at the Annual General Membership Meeting or vote by US Mail. A ballot specifically prepared for that purpose shall be mailed to members at least thirty (30) days prior to the Annual General Membership Meeting. No additional voting members may join an election in progress. Election to the Executive Board shall be by a total of more than 50% of the eligible votes cast, excluding abstentions.
- 7.9.2** Only members actually present at the Annual Meeting and who voted in the original election for that office may vote in the run-off election. Each such member shall have one (1) vote. No additional voting members may join an election in progress.

By-Law language as it currently stands:

Article VII

Voting and Elections

- 7.6 Election of the Executive Board.** Members of the Executive Board shall be elected by secret ballot by a vote of the members at the FGRA Annual Meeting. Election to the Executive Board shall be by a total of more than 50% of the eligible votes cast, excluding abstentions.
- 7.9.2** Each member that voted in the original election shall have one vote in the run-off election. No additional voting members may join an election in progress.

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2

Intent of this proposed change: *This proposal, recommended by the Board, addresses the demonstrated adverse administrative, financial and logistical consequences that can result when a member who serves as a member of the Board of Directors does not actually live and maintain official residence within the State of Florida.*

Proposal:

Article VII

Organization

- 7.5 Qualification for the Executive Board.** Candidates for the Executive Board shall be legal residents of the State of Florida and shall maintain official residence within the State of Florida throughout their term of office. Further, all candidates for the Executive Board shall have been a member in good standing for a period of at least one (1) year prior to taking office. A member that does not satisfy the member in good standing for a period of one year prior to taking office requirement may petition the Executive Board for an exemption. The decision of the Executive Board regarding the exemption is final.

By-Law language as it currently stands:

Article VII

Organization

- 7.5 Qualification for the Executive Board.** Candidate for the Executive Board shall have been a member in good standing for a period of at least one year prior to taking office. A member not meeting these requirements may petition the Executive Board for an exemption. The decision of the Executive Board regarding the exemption is final.

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3

Intent of this proposed change: *This proposal, recommended by the Board, is intended to address issues with the existing process of filling vacancies on the Executive Board. Individuals are currently appointed on an interim basis and a Special Election is required. The need to stand for special election tends to discourage individuals from accepting interim appointment. Interim appointment also makes it more difficult to effectively and efficiently manage the business of the Association. The Special Election requirement also places unneeded logistical, administrative and financial burdens on the Association.*

Proposal:

Article VIII

Resignation, Death or Removal of an Executive Board Member

- 8.2 Appointment.** With the exception of the office of President, in the event of the resignation, death, incapacitation or removal of any other Executive Board member, the President shall appoint, and a majority of the Board approves, a replacement who will serve out the remaining term of office.

By-Law language as it currently stands:

Article VIII

Resignation, Death or Removal of an Executive Board Member

- 8.2 Appointment.** In the event of the resignation, death, or incapacitation of an elected Executive Board member, with the exception of the President, the President and Executive Board shall:
- Appoint a replacement...
 - Cause to be held a special election...
 - Appoint a Special Election Committee

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4

Intent of this proposed change: *This proposal, recommended by the Board, addresses the fact that there is no provision in By-Laws that addresses the possibility of simultaneous vacancy in the offices of President or Vice President or that provides for an orderly succession in leadership should a Vice President be unwilling or unable to serve as President. This mechanism relies first on the duly elected Officers of the Corporation and then provides for a special election if no Officer of the Corporation is willing or able to assume the office of President.*

Proposed Change

Article VIII

Resignation, Death or Removal of an Executive Board Member

- 8.1 Resignation.** If a member of the Executive Board resigns:
- a. A written...
 - b. The Executive Board shall...
 - c. Nothing contained in Paragraph...
 - d. Should a vacancy occur in the office of President, the vacancy shall be filled by one of the current Corporate Officers of the Executive Board in the following order:
 - i. First by the Vice President, unless he or she is unwilling or unable to assume the office, then;
 - ii. By the Secretary, unless he or she is unwilling or unable to assume the office, then;
 - iii. By the Treasurer, unless he or she is unwilling or unable to assume the office;
 - iv. If no Corporate Officer is willing or able to assume the office of President, a special election shall be held within ninety (90) days of the office of President becoming vacant. The Vice President shall serve as Acting President and shall exercise all prerogatives and fulfill all the duties and responsibilities of President until a new President is elected.

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By-Law language as it currently stands:

Article VIII

Resignation, Death or Removal of an Executive Board Member

- 8.1 Resignation.** If a member of the Executive Board resigns:
- a. A written...
 - b. The Executive Board shall...
 - c. Nothing contained in Paragraph...
 - d. The Vice-President shall fill a vacancy which may occur in the position of President.

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5

Intent of this proposed change: *This proposal, recommended by the Board, reflects sensitivity to balancing the need to provide for continued growth and experience of members of the Executive Board in the gay rodeo while being sensitive to the financial and time constraints the requirement places on members of the Board.*

Proposed Change

Article IV

Organization

- 4.6** 2. **Event Requirement.** Members of the Executive Board shall compete or volunteer in a minimum of two (2) IGRA events per term of office. Events shall be defined as any rodeo, IGRA Convention or IGRA University. Attendance at an FGRA produced rodeo shall not be counted towards meeting this requirement, subject to consideration of hardship.

By-Law language as it currently stands:

Article IV

Organization

- 4.6** 3. **Event Requirement.** Members of the Executive Board shall attend and/or participate in a minimum of two (2) IGRA events per rodeo year. Events shall be defined as any rodeo, IGRA Convention or IGRA University. Attendance at an FGRA produced rodeo shall not be counted towards meeting this requirement, subject to consideration of hardship.