

ASSE Governance Update

Governance Restructure Vote at June House of Delegates Meeting

The restructure articles published over the past year in *Professional Safety* have explained the inclusive process ASSE's Board of Directors (BOD) followed to arrive at the proposed model; outlined the factors driving the need to change; and answered members' and delegates' questions. It is anticipated that these changes will streamline Society operations, reduce BOD expenses and improve the overall member experience. This month, the focus is on how the bylaws would change if the proposal is approved by the House of Delegates (HOD) at its meeting on June 8, 2014, in Orlando, FL.

Board Composition

Several sections of the proposed bylaws address the BOD's composition. According to Article VI, Sec. 1: "The members of the Board of Directors shall be the President, President-Elect, Senior Vice President, Vice President Finance, four (4) Directors-at-Large, the Public Director and the Executive Director who shall serve without vote."

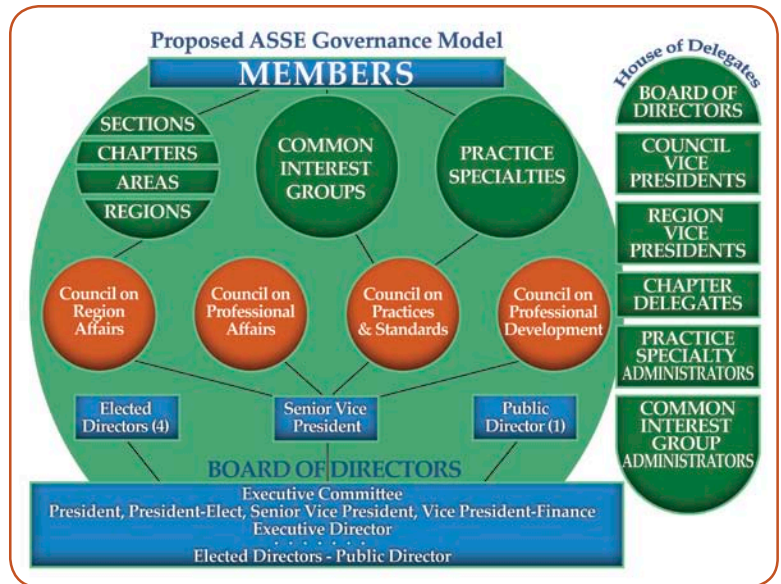
Article VIII, Sec. 3(D) addresses terms of office. "Terms of office for the Directors-at-Large shall run from July 1 of the year in which elected and continue for a period of three (3) years or until a successor is duly elected. Directors-at-Large shall not serve more than one (1) full term as Director-at-Large." If the proposal is approved by the HOD, all four directors-at-large will be elected in year one of the implementation with staggered terms.

The proposed model also calls for the appointment of a public director. Article XIII, Sec. 2(G), explains: "The Public Director shall be appointed by the Board of Directors. The nominee for Public Director shall be selected by the Public Director Nominations Committee, composed of the President-Elect, as Chair, two (2) members of the Board of Directors (selected by the President) and the Executive Director without vote."

In addition, this proposal would remove regional and council vice presidents from the BOD. As Article VIII, Sec. 1, further explains: "Elected positions not on the Board of Directors are one (1) Vice President for each Society Council, one (1) Vice President for each region, one (1) Administrator and one (1) Assistant Administrator for each Practice Specialty and one (1) Administrator and one (1) Assistant Administrator for each Common Interest Group."

Practice Specialties & Common Interest Groups

The proposed bylaws also include changes with respect to election of practice specialty and common interest group officers to ensure greater transparency in the operation of these groups. Article X covers practice specialties. In Sec. 3(B), the proposed bylaws state, "The Assistant Administrator shall be elected by members of their Practice Specialty for a term of two (2) years and shall automatically succeed to the office of Administrator for two (2) years. Administrators shall not succeed themselves except in cases where they served for less than a full term due to succeeding to the office to fill a vacancy."



Similarly, Article XI, covers common interest groups. Sec. 3(B), states, "The Assistant Administrator shall be elected by members of their Common Interest Group for a term of two (2) years and shall automatically succeed to the office of the Administrator for two (2) years. Administrators shall not succeed themselves except in cases where they served for less than a full term due to succeeding to the office to fill a vacancy." In addition, under the proposed model, common interest group administrators would, like practice specialty administrators, be delegates and have a vote at HOD meetings.

Regional Operations

Society bylaws covering regional operations have not changed in this proposal. According to Article IV, Sec. 2(A), regions will continue to be administered through a regional operating committee (ROC) comprised of area directors (where established) or chapter presidents (if no areas are established) that is chaired by a regional vice president (RVP). In addition to serving as ROC chair, each ASSE RVP is expected to maintain close contact with areas, chapters and sections; oversee chapter presidents and area directors; and serve as a member of the Council on Region Affairs [(Article VIII, Sec. 9(D))].

The nominations and elections of RVPs and area directors would also remain the same. As stated in Article XIII, Sec. 3(A), "Nominations for Regional Vice Presidents and Area Directors shall be made by Regional Nominations Committees and submitted to the Society Nominations and Elections Committee to determine if nominees are qualified to serve before their names are placed on the ballot."

The proposed bylaws have been reviewed and approved by outside legal counsel, and they are posted at www.asse.org/restructure. The site also includes links to "Why Change," a document that explains the case for change; webinar slides; links to *PS* articles and President's Messages on the topic; and questions and answers. In addition, ASSE will host an online governance panel discussion on April 24 at 12:00 p.m. CDT.