

Executive Summary of Substantial Changes to the MAA bylaws

1. Article I, Section 2 was added to clarify the legal context for the Association and these bylaws.
2. Article II, Section 3 was added to identify broad classes of membership so that, in particular, the voting membership can be defined. Section 4 was expanded for clarification.
3. Article IV, Section 1 was expanded to include a larger set of Officers. Other sections were added to this article to describe their roles.
4. Article V, Section 2 was modified to create a small Board of Directors consisting of the set of Officers. Section 7 was modified but continues to provide the Voting Membership a direct mechanism to voice concerns to the Board of Directors.
5. Article VI creates a new representative Congress which advises the Board of Directors on several matters and elects three members of the Board of Directors. This includes the authority to set strategic goals for the Association and to foster communication among the various constituencies within the Association.
6. Article VII was modified to be in alignment with the Illinois General Not-for-Profit Corporation Act of 1986 (the Act). The Board of Directors makes appointments to committees, not the president. There are two types of committees: Board committees, whose membership must have a majority consisting of Board members and which can act on behalf of the Board, and Advisory committees whose membership can be open but which can only advise the Board.
7. Article VIII, Section 3, gives the terms of associate secretary, secretary, and treasurer as four years instead of the current five-year terms for these officers. Section 7 makes the Nominating Committee advisory and its members appointed by the Board of Directors as required by the Act. Section 9 is a modification of current bylaws IX.9 to include a quorum.
8. Article XIII clarifies that the authority to make amendments to the Articles or Bylaws rests with the Board of Directors. This is a modification of current bylaws Article XIV.

September 22, 2016