

Proposed Changes to Retrosheet Bylaws

Section 6.5. The opening two sentences are now obsolete, since we separated the two positions at our last meeting. The proposal is that these two sentences be struck and Section 6.5 rewritten as follows:

Section 6.5 Vice-President

The Vice-President shall assist the President in the discharge of his or her duties as requested by the President and shall perform other duties as assigned by the Board. In the absence of the President or in the event of the President's inability or refusal to act, as certified by the Board, the Vice-President shall perform the duties of President and Chair of the Board of Directors and, when so acting, shall have all the powers and authority of the President.

A new Section 6.6 would then be:

Section 6.6 Treasurer

The Treasurer shall have the primary authority to disburse funds as authorized by the Board of Directors. This individual shall also be the principal accounting and financial officer of the Corporation. This responsibility includes the maintenance of adequate records and books of account for the Corporation, the payment of all bills approved by the Board, and the preparation and filing of all required tax and fiscal statements, including a complete financial statement.

The remaining sections of Article VI would be renumbered as follows:

Section 6.7 Secretary

Section 6.8 Order of Succession

Section 6.9 Removal of Officers

Section 6.10 Disbursement Limitation

Another point is the current 6.7 on succession. The proposal is that it be changed (with the renumbering) to be:

Section 6.8. Order of Succession

In the absence of one or more officers or in one or more officer's inability or refusal to act, as certified by the Board, the following is the order of succession to higher office on the incorporation's Board of Directors:

President/Chair

Vice-President

Treasurer

Secretary

Any board member who takes the place of a higher officer shall be considered as acting in that position temporarily. If none of these officers is available, then the remaining members of the Board will convene a special meeting to determine how to proceed.