

PROPOSED BYLAWS AMENDMENTS

Overall

- Correct grammatical errors

ARTICLE II – Mission Statement and Purposes

- Section 2.1 – Mission Statement: Revise the mission brought forward from the Strategic Planning Summit.

ARTICLE III - Membership & ARTICLE XI- Alliances

- Section 3.2 – Qualifications: (c) and (d) increase the Active and Retired Life age to 70. (d)- Recognize disabilities in Retired Life;
- Add the Alliances article into the Membership article;
- Clarify qualifications and privileges for membership and alliances; and
- Remove procedure information details that are better suited for a separate operational procedure's manual.

Article IV- Officers

- Section 4.4 – Elections and Terms: (b) Remove Nominating Committee duties from Election Procedure;
- Section 4.5 - Vacancies: Clarify vacancies;
- Section 4.11 – Add the Immediate Past President;
- Move Appointed Officers of the Board of Directors to Article V – Board of Directors; and
- Remove Officer job details to be added to Job Descriptions (policy).

Article V- Board of Directors

- Section 5.1-Authority and Responsibility: Revision by legal counsel.
- Section 5.2-Composition: Comply with Illinois law by having a five-person spread between minimum and maximum number of Board members;
- Section 5.3-Qualifications: Clearly list all members of the Board, add the ACPEF Vice Chair to the Board;
- Section 5.4-Nomination and Elections: Clarify the procedure for At-Large Division Directors and Regional Directors and remove procedural details that are currently in policy;
- Section 5.5 – Terms: Simplify and clarify terms; Increase the Regional Director term from 2 years to 3;
- Section 5.6- Add Appointed Officers of the Board of Directors moved from Article IV- Officers;
- Section 5.7 – Vacancy: Clarify procedure for Regional Director and At-Large Division Directors;
- Section 5.8 – Transaction of Business: Clarification of Meetings, Quorum and Notice of Meeting;
- Section 5.9 – Standing Committees of the Board: (b)-Expand the Finance Committee to include a non-BOD member; (c)- Expand the Nominating Committee to include the ACPEF Nominating

Committee members (ACPEF Vice Chair and two Directors); Remove the duties of the Nominating Committee regarding nominees for commission positions with the ADA; (e)- Add the ACPEF Secretary to the Judicial Committee; and

- Remove Duties and Powers to Board of Director Role Description (policy)

Article VI - Divisions & Committees

- Section 6.1 - Divisions: (g) Add the Prosthodontic Forum as a Division;
- Section 6.3 – Chair of Committees: Expand the term of committee chairs from one year to three;
- Revise the descriptions and goals of the divisions to be more strategic; and
- Remove committees and subcommittees from the bylaws as this will make it easier for the Board to create, rename and dissolve committees as needed. (policy)

ARTICLE VII – Sections & Regions

- Section 7.2 – Qualification for Section Designation: Expand the number of Sections in larger states;
- Section 7.4 – Membership: Allow members to be members of more than one Section; and
- Section 7.8 – Sections Geographic Grouping: Removal of the Regional Director election process;

ARTICLE VIII- ACP Council for the ABP

- Section 8.5 – Vacancy on the Council: Clarify the vacancy; and
- Section 8.7 – Duties and Responsibilities: The ABP President to appoint a Past Examiner if there is a vacancy before the annual recruiting process.

ARTICLE IX- ACP Education Foundation

- Section 9.3 - Foundation Board of Directors: Delete per legal counsel.

ARTICLE X-Prosthodontic Forum

- Streamline the powers and duties of the Forum and move its purpose under Article VI - Divisions and Committees; and
- Delete the Prosthodontic Forum Article. The remaining information of the Article will become policy.

ARTICLE XI- Alliances

- Combine this article with Article III – Membership.

ARTICLE XIII- Indemnification

- Simplify article by only leaving in Section 13.1 – Basic Indemnification.

ARTICLE XVII- Statement of Non-Discrimination

- Delete from bylaws – should only be policy -per legal counsel

ARTICLE XIV- Compliance with Antitrust Laws

- Section 14.2 Delete from bylaws and create policy to change easier with any regulatory changes
-per legal counsel

ARTICLE XV- Dissolution

- Specify the 501 codes
- Move to the end of the document.