

**2017 BYLAW AMENDMENT
PROPOSAL #7**

**ARTICLE VI
BOARD OF DIRECTORS
Section D, 6**

1 ~~Setting the~~ Providing final approval for the recommendations of the Executive Director
2 regarding the terms and conditions of employment for employees of PSE ~~and is the final~~
3 ~~approving authority on personnel matters, upon recommendation of the Executive~~
4 ~~Director,~~ consistent with the provision of Article V, Sections A and C of these bylaws.
5 Provided that such approval shall not be withheld absent a good-faith business necessity
6 for such action consistent with the Board’s responsibilities under Article II.

RATIONALE: This amendment creates consistency within the Bylaws. Further, it aligns with “best practices” of non- profit corporations by more clearly defining the roles and responsibilities of the Executive Director and the Board of Directors. It also provides additional protection for the organization in terms of potentially legal liability.

FINANCIAL IMPACT: None

SPONSOR: Bylaws and Resolutions Committee

RECOMMENDATIONS:

Bylaws and Resolutions Committee: **Do Pass**

Board of Directors: **Do Pass**

Convention Delegates