

Hi Frank:

Been reviewing the Constitution Draft and have some thoughts that I would share with the rest of the Committee—at least for the committee to have another look. Am willing to respond to any of my comments-I like organizations to be a function of the total Board of Directors and not a small segment.

Frank Zadra

In my humble opinion, I had the following perceptions when reviewing the SoHG Constitution and made some suggestions.

And as I read the Constitution, I made the following observations :

1. The Executive Committee is Appointed by themselves-not elected
2. The Board members are elected, but not really in control of the Organization.

The Constitution as written gives the Executive Committee supreme control of the Organization per articles: Section 7: Section 8: i; iii; v; vi; ix; x.: Section 9: iii; iv; v

Following is some suggestions to shift the Control of the Organization to the elected members-the Board

Sec 7 “Officers will be appointed annually by the Executive Committee but are subject to approval by the full Board.” **SUGGEST**—*Officers will be nominated & elected annually by the full board.*

Sec 8 i. The organization will be managed through the Executive Committee”
SUGGEST—*replace Executive Committee with “ the Board”*

Sec 8 v. “The Executive Committee will be responsible for adopting new policy, codes of practice and rules that affect the organization of the SOHG.” **SUGGEST**—*the board will recommend new SOHG policies and the membership will adopt at the 2nd meeting.*

Sec 8 iv—“The quorum required for business to be agreed at Executive Committee meetings will be 50% + of the Executive Committee members” **SCENARIO** -In other words- if the recommended number of Executive Members is 7/9—therefore 4/5 people could control the organization-with the original Constitution. **SUGGEST**- *The quorum required for business to be agreed at board meetings will be 50% + of the Board Members.*

Sec 8 vi—“The Executive Committee”—**SUGGEST**—*replace with “the Board”*

Sec 8 ix. “The Executive Committee”—**SUGGEST**— *replace with “the Board”*

Sec 8 x. “The Executive Committee” –**SUGGEST**— *replace with “the Board”*

Sect 9. iv & v: “The Executive Committee”—**SUGGEST**—*replace with “the Board”*

Other Comments:

1. Sec 10 iii: The language needs to be simplified-what does it really state?
2. Sec 10 v: To many Board Members-combine it with the Executive Committee
3. Sec 10 vi: Let the Board appoint its own Nominating Committee-having non board members on the committee.
4. Any recommendation by the Executive Committee be approved by the Board