

Proposed By-laws Changes
SIUSA AGM Sacramento
April 13, 2013

Current Wording	Proposed Wording	Reason for Change
<p>Proposed by SI Nashville SIMPLIFYING SIUSA ARTICLES OF INCORPORATION AND BY-LAWS</p> <p>As Now Stated - None This is a refinement and need not be included in Articles of Incorporation/By-laws</p>	<p>SIMPLIFYING SIUSA ARTICLES OF INCORPORATION AND BY-LAWS</p> <p>Combine the By-laws and Articles of Incorporation into one document. This one document will require that any changes unless specifically specified, will require a simple majority to change.</p>	<p>Having all these documents, much of which is mostly repetitive and or redundant is too cumbersome and difficult to manage and understand. Managing affairs of this type of organization should be made as simple as possible. It makes one wonder if somehow the regular members are being taken for fools, by all the different rules and regulations, and the multitude of different documents that that they are contained. Is this too much like the US government?</p>
<p>Proposed by SIUSA ARTICLE 1 – NATURE, NAME, AFFILIATION, ADDRESS AND OFFICIAL REGISTER</p> <p>c) Skål International USA is a structure of Skål International that groups all existing Skål Clubs within its boundaries and its official address is:</p> <p>P.O. Box 290691 Davie, FL 33329-0691 USA Temporary address</p>	<p>ARTICLE I – NATURE, NAME, AFFILIATION, ADDRESS AND OFFICIAL REGISTER</p> <p>c) Skål International USA is a structure of Skål International that groups all existing Skål Clubs within its boundaries and its official address is:</p> <p>111 K Street NE 9th Floor Washington, DC 20002-8110 USA</p>	<p>Address change</p>

Current Wording	Proposed Wording	Reason for Change
<p>Proposed by SIUSA ARTICLE 4: COMPOSITION Last paragraph</p> <p>6. SIUSA Executive Secretary/Treasurer: SIUSA has created the position of Executive Secretary/Treasurer to provide administrative and operational support to the clubs, the board and Skål International.</p>	<p>ARTICLE 4: COMPOSITION Last paragraph</p> <p>6. SIUSA Administrator: SIUSA has created the position of SIUSA Administrator to provide administrative and operational support to the clubs, the board and Skål International.</p> <p>In addition, wherever the term Executive Secretary/Treasurer is used in the Articles of Incorporation, By-Laws or Manual of Instructions to change to SIUSA Administrator. As it related to SIUSA matter.</p>	<p>This is to make it clearer the position of the new SIUSA Executive Secretary/Treasurer.</p> <p>This is not meant to change the title at the local Club level.</p>
<p>Proposed by SIUSA ARTICLE 14: SIUSA VICE PRESIDENT-FINANCE - BUDGET AND USE OF FUNDS</p> <p>(j) None</p>	<p>ARTICLE 14: SIUSA VICE PRESIDENT-FINANCE - BUDGET AND USE OF FUNDS</p> <p>(j) Unpaid invoices after 90 days will incur a rate of interest to be decided by the Executive Committee of SIUSA.</p>	<p>SIUSA Board proposed interest rate of 1.5% per month after 90 days.</p> <p>Last year several clubs took up to 8 months to pay their invoices.</p> <p>Example in December 2012 there were 6 clubs over 120 days with \$2,750.00 due.</p>

Current Wording	Proposed Wording	Reason for Change
<p>Proposed by SI Nashville ARTICLE 14: SIUSA VICE PRESIDENT- FINANCE - BUDGET AND USE OF FUNDS</p> <p>(j) None There is no section on a balanced budget at this time.</p>	<p>ARTICLE 14: SIUSA VICE PRESIDENT- FINANCE - BUDGET AND USE OF FUNDS</p> <p>New (j) A balanced Budget is required, and will be based on current membership, as of the last day of March, adjusted plus or minus by a factor of 80% of the actual increase or decrease of total membership from the previous year. No reserve funds will be spent on travel or lodging without either a unanimous vote of the board or a two thirds majority of the AGM.</p>	<p>SIUSA reserve funds once over \$500,000 have dwindled to around \$100,000. There is little to point to as to specific productive projects these monies have been directed. SIUSA membership is less than half of its largest size, yet we have essentially the same board size. The dues have been upped twice in the last 3 years by a total of \$21.00 per member without any appreciable return of value to the membership. We realize that much of these increases are a result of increases in SI costs. Other clubs worldwide remit directly to SI, but SIUSA choses to handle the accounting in order to save its clubs international transfer of funds charges, be that as it may, therefore all dues increases are SIUSA. Like this proposed change, maybe SIUSA should pressure SI to get their financial house in order. From 2006 – 2011 the average budget deficit was over \$22,000. Hopefully this amendment will force SIUSA to restructure in order to live within its budget, adapt to new realistic membership numbers, and change with the times.</p>

Current Wording	Proposed Wording	Reason for Change
<p>Proposed by SI Nashville ARTICLE 19: MODIFICATIONS TO THE NATIONAL COMMITTEE BY-LAWS</p>	<p>Proposed by SI Nashville ARTICLE 19: MODIFICATIONS TO THE NATIONAL COMMITTEE BY-LAWS</p> <p>New 3. Any proposed additions and changes to the By-laws at the AGM or NCM can be changed or amended from the floor with the permission of the proposed party in accordance with Roberts Rules and unless otherwise stated in these By-laws, the Articles of Incorporation or Skål International regulations, all decisions will be by a simple majority.</p> <p>Renumber current section 3 to 4.</p>	<p>There is really nothing in our Articles of Incorporation/By-laws covering this but SI had stated that in the past at NAASC Congresses that no changes to motions can be made from the floor and that any changes must be a new motion must be brought up the next year. This procedure retarders any simplification and timeliness of SIUSA business for a whole year. There is only the AGM and maybe the NCM (only one in recent memory had a quorum) per year that changes can be made, and not only do changes have to be proposed 30 days in advance there is no procedure available to change or modify or make better an idea from the floor. This results in a two or more year delay on reasonable changes. Not counting that changes in Statutes/By-laws only take effect the next business year from when the changes are made. Our founders surly did not envision the bureaucratic red tape that a group of fun loving individuals in the travel and tourism business have to put up with.</p>