

## Proposed Amendments to PPCC Bylaws 2/14/19

### **A) Bylaws Amendments**

#### ARTICLE VII ELECTION OF OFFICERS

Sec. 1. NOMINATING COMMITTEE. No later than the first PPCC Meeting in April, the Chair shall appoint a Nominating Committee of at least three Board members, to nominate a Chair, Vice-Chair, Treasurer and Secretary, which shall meet at least once in person to select and approve a list of candidates. The Nominating Committee shall consist of at least one Elected Representative. No current officer shall be a member of the Nominating Committee. The Chair shall not attend any Nominating Committee meetings nor participate in any of the Nominating Committee's deliberations.

Sec. 2. NOMINATIONS. The Nominating Committee shall present its list of candidates at the first regular PPCC Meeting in May of each year. Candidates for the office of Chair must be past or present Board members. Candidates for any office must satisfy the membership requirements set forth in Article IV. In addition to the candidates submitted by the Nominating Committee, any Board member may nominate candidates until 15 minutes prior to the scheduled close of the second regular PPCC Meeting in May.

Sec. 3. CANDIDATES' FORUM. If there are any contested offices, a candidates' forum shall be held during the first regular meeting in June. The Chair shall consult with the nominees and the members of the Nominating and Executive Committees to determine procedures for the conduct of any forum and the contested election, consistent with Section 4 below.

Sec. 4. ELECTION. At the first regular PPCC Meeting in June of each year, after the candidates' forum (if applicable), the Board shall elect officers who shall take office on July 1 of that year.

A. If a candidate is unopposed, the Board may vote by acclamation. Otherwise, the voting shall be by written secret ballot. Election shall be by a majority of the Board members present. Blank ballots or abstentions shall be counted as "No" votes. Two nonvoting members of the Board appointed by the Chair shall count ballots. The Chair shall ask PPCC's outside

accountant to be present during the ballot counting. The numerical vote shall be announced.

B. If there are two candidates for an office and the vote is tied, the election shall be decided by a coin flip. If there are more than two candidates for an office and no one candidate received a majority vote on the first ballot, a run-off election shall be held immediately between the two candidates receiving the highest number of votes. If the vote is tied after the second ballot, the election shall be decided by a coin flip. Any coin flip required under this subsection shall be conducted publicly at said Board meeting by the Board members appointed to count the ballots.

C. No Chair or Vice-Chair shall serve more than two consecutive one-year terms in that office.

D. At any PPCC Meeting when the Chair is absent, the presiding officer for that meeting shall be the Vice-Chair and in the absence of both the Chair and the Vice-Chair, the presiding officer for that meeting shall be the Treasurer.

E. In the event of permanent vacancy in the office of Chair, Vice-Chair, Treasurer or Secretary, the presiding officer shall nominate a replacement who shall be seated after approval by a majority of the entire Board.

## ARTICLE VI DUTIES OF OFFICERS

Sec. 1. CHAIR. The Chair shall be the principal executive officer of the PPCC and shall in general supervise and control all of the business and affairs of the PPCC. When present, the Chair shall preside at all PPCC Meetings. The Chair shall appoint all committees, temporary or permanent. The Chair shall be an *ex officio* nonvoting member of all appointed committees other than the Nominating Committee. The Chair shall see that all books, reports and certificates required by law are properly kept or filed. The Chair shall be one of the officers who may sign the checks or grants of the PPCC and who may approve payments from PPCC accounts. The Chair may sign, with the Secretary or any other proper officer of the PPCC authorized by the Board, any instruments that the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these bylaws or by statute to some other officer or agent of the PPCC. The Chair shall perform all duties

incident to the office of Chair that can generally be attributed to this role, and such other duties as may be prescribed by the Board from time to time. The person elected as Chair may adopt the title: "PPCC President," to enhance communications with elected and government officials, peer organizations and the press.

### ARTICLE XIII LEGAL ADVISOR

The Legal Advisor shall:

1. Participate in the meetings and activities of the PPCC as an *ex-officio* nonvoting member
2. Be an *ex-officio* nonvoting member of all committees and sub-committees.
3. Report directly to the Chair and the term of Legal Advisor shall be identical with that of the Chair.
4. At the request of the Chair, assist the Board in drafting resolutions, proposals of other documents of a legal nature; act as liaison between the PPCC and legislative, administrative or other bodies; and render opinions relating to legal questions of the PPCC.
5. Be familiar with the ordinances and statutes applicable to the PPCC.
6. Act as Parliamentarian for the PPCC.