

Commentary on the Executive Board's 11-07-2022 proposed Revisions and Amendments to the IPMS/USA Constitution and By-Laws

Submitted to the Membership for Review and Consideration

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Secretary
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One of the first actions of business by the current Executive Board was to agree to provide complete transparency to the membership in our governance of the business of the Society. As a part of that effort, the Board commissioned a committee composed of Executive Board members to perform an extensive review of the current (2017) text of the IPMS/USA Constitution and By-Laws. The committee was tasked with proposing revisions to "clean-up and clarify" the existing text language, and to offer amendment proposals that more accurately reflect the Board's understandings of a consensus of the membership that elected them.

Upon review of the Executive Board of the results put forth by the committee, we unanimously concur and endorse them in their entirety. **We're publishing them here for consideration and review by the membership, and to ask for feedback prior to publishing in a final draft. Doing so more accurately reflects your input, prior to calling for a vote to adopt by the general membership.**

Following is an executive summary of that effort for review by the membership as they consider the proposed revisions and additions to these important documents. Please review this information in conjunction with the proposed revisions to the Constitution and By-Laws.

The Executive Board will consider input by the membership via email to ipmssec@ipmsusa.org until **December 7, 2022**. At that time, the Executive Board may make additional revisions that consider input from the membership and will issue a final draft for a vote by the membership. The membership will have 30 days to consider the document before the final votes are tallied.

Revisions to the Text of the Constitution Articles

1. The Purposes and Objectives of the Society have been supplemented to reflect feedback from and consensus with commentary from the membership to the current Executive Board, specifically:

- a. To provide for a more definable structure of the Society
 - b. To better provide for and define membership-focused objectives
2. Article III has been modified to provide for the non-specific distribution of assets to the Smithsonian in the event of dissolution. This revision reflects the larger distribution of our membership beyond the interests of our Aviation and Real Space focused members.

Revisions to the Text of the By-Laws

Article I - Membership

1. The new text for I-A-3 is included to provide for a Non-Discrimination clause with regards to application for membership.
2. I-A-4 is clarified to reflect the current version of the C & BL.
3. I-A-5 is clarified to more specifically exclude foreign nationals from holding an elected office on the IPMS/USA Executive Board.
4. I-A-6 is added to clarify how to apply for membership in IPMS/USA.
5. I-B is supplemented to provide broad discretion to the Executive Board regarding disciplining or dismissal of a member for cause.
6. I-C is revised to clarify and provide specifics regarding certain classes of membership.

Article II – Officers

1. II-A is revised to include a Director of Engagement (further defined below) on the Executive Board.

Article III – Duties of Officers

1. III-A-2 is added to grant broad discretion for delegation to the President.
2. III-A-3 is added to require an annual report to the membership by the President.
3. III-B-2 is revised to align the duties of the First Vice President with the Purposes and Objectives in Article II-J of the Constitution.
4. III-B-3 is added to clarify that administration of the IPMS/USA Reviewer Corps is the responsibility of the First Vice President.
5. III-C-2 is added to clarify and ensure that oversight of the IPMS/USA National Convention Steering Committee and the National Contest Committee is a responsibility of the Executive Board and is accomplished through the Second Vice President in conjunction with oversight of the National Convention.

6. III-D-1 is clarified to note that official minutes of IPMS/USA Executive Board meetings will be provided for view on the IPMS/USA website.
7. III-F-1 clarifies what items of publication are the responsibility of the Publications Director.
8. III-F-7 directs the Publications Director to publish the IPMS/USA Constitution and By-Laws for review by the membership via the IPMS/USA website.
9. III-F-8 provides for mandatory compliance with governmental regulation.
10. III-G-3 provides for the Recruitment and Retention Secretary to lend support to the DLC, RCs and LCs.
11. III-H clarifies the duties and responsibilities of the DLC.
12. III-I clarifies the duties and responsibilities of the newly added Director of Engagement.

Article V – Executive Board

1. V-B is added to clarify the purpose and duty of the Executive Board.
2. V-G is added to provide a permanent requirement to keep the Constitution and By-Laws current and relevant to the membership consensus.

Article VI – Elections

1. Article VI has been revised to clarify requirements of members to be considered for nomination to and procedural clarifications to the election process of the Executive Board.

Article VII – Duties of Other Appointed Officials and Committees

1. Article VII has been revised to clarify requirements for the establishment of committees.

Article VIII – Meetings

1. VIII-D has been modified to clarify and provide better transparency and structure to the administration of the National Convention and the National Contest.

Article IX – Fiscal

1. IX-C is modified to clarify and provide transparency to the handling of funds generated by the National Convention.

Proposed Amendment I

1. If adopted, this amendment would formalize a benefit to the membership for new member recruiting efforts.

Proposed Amendment II

1. If adopted, this amendment would replace the existing text of Article X – Amendments.
2. The proposed language provides for more transparency to and feedback from the membership, better structuring of the process, and better formalizes the procedure for amending the Constitution and By-Laws.

Proposed Amendment III

1. If adopted, this amendment provides structure for the administration of the IPMS/USA National Convention in accordance with the current charter of the National Convention Steering Committee, and clarifies the process to provide better transparency to and feedback from the membership.

Proposed Amendment IV

1. The Executive Board believes a consensus of the membership has expressed a desire for more transparency and accountability to the membership regarding the National Model Contest and its administration by the NCC.
2. This amendment provides language outlining a charter, structure and policies to provide for a transparent administration and clear areas of responsibility required to successfully execute a National Model Contest that reflects the purposes and objectives of the common consensus of the membership and the Constitution.

Proposed Amendment V

1. This amendment provides for a formal chartering of the IPMS/USA Reviewer Corps to align with currently accepted policy.

Also presented are a proposed Statement of IPMS/USA Purpose and Values, and IPMS/USA Members Code of Conduct for consideration by the membership.