

2017 Spring PACD Region Meetings Summary and Items for PACD Executive Council on July 13, 2017

PACD asks each conservation district board to consider the following proposals. Please ensure that the district's designated voting delegate is prepared to vote on these items **and** to vote on any amendments made from the council floor.

Items 1 and 2 were reviewed by the membership during the 2017 Spring Region Meetings. Both of these items will come before PACD Executive Council in July for preliminary approval. If approved, each will come before the council for final approval in January 2018.

1. Proposed Bylaws Amendment – Article VIII Region Directors (*Attachment 1*)

The proposed Bylaws change would make associate directors eligible to serve as PACD region director, and specifies that any associate director serving as PACD region director be officially appointed by their conservation district, on an annual basis, while they are serving as region director. Please see the attachment for details.

- The North West and South East voted to oppose the proposal.
- The South Central, South West, North Central, and North East voted to support it.

2. Proposed Bylaws Amendment – Voting Rights of PACD Executive Board Members (*Attachment 2*)

An amendment to the PACD Bylaws is needed to clarify voting rights for PACD Executive Board members, in the case that there is more than one board member from the same conservation district. Please see the attachment for details.

- The North West, South East, North Central, and South West voted to strike the language in Article V from the Bylaws. This would provide one vote for *all* PACD executive board members, regardless of conservation district.
- The South Central, North East voted to strike the language in Article VI. This would allow *only one* Executive Board member from any given conservation district to vote.

Item 3 received preliminary approval from the PACD Executive Council in January 2017. It will come before the council for final approval this July.

3. Proposed Bylaws Change: PACD Auxiliary (*Attachment 3*)

All six regions approved this proposed amendment that would remove *Article XII: Auxiliary* from the PACD Bylaws. For all intents and purposes, the Auxiliary no longer exists, and the scholarship program has ended. PACD staff will continue to administer the poster contest and fulfill current responsibilities previously administered by the Auxiliary.



**Proposed PACD Bylaws Amendment
– Region Director Eligibility –
*Amended***

Below is the current proposed change to the PACD Bylaws. The **plain red text** represents the original proposed change. The **underlined red text** represents the amendment made by the PACD South West Region in the fall of 2016. The ***italicized red text*** represents the amendment made by the PACD South Central Region during this round of region meetings.

ARTICLE VIII – REGION DIRECTORS

Section 1. Election of Region Directors

Each PACD Region will elect a District Director **or Associate Director** in good standing to serve as Region Director. **Any Associate Director elected to serve as Region Director must be officially appointed as an Associate Director by their Conservation District's Board of Directors, on an annual basis, during their term as region director.**

Each Conservation District in good standing in attendance at its respective PACD Region Meeting shall have one vote, which shall be cast by a certified Voting Delegate of the Conservation District. If more than one candidate is seeking election, the election shall be by secret ballot. A candidate shall be elected by a simple majority.

The Region Director will serve a term of two years and may be re-elected. Elections will take place at the PACD Region Meeting after the PACD Annual Meeting in odd-numbered years.



PACD Bylaws Conflict Voting Rights of PACD Executive Board Members

Summary

An amendment to the PACD Bylaws is needed to clarify voting rights for PACD Executive Board members, in the case that there is more than one board member from the same conservation district.

The Conflict

According to the *PACD Bylaws, Article V, Section 1*, in the event that there are two or more PACD Executive Board members from the same conservation district, only one of those individuals may vote.

According to the *PACD Bylaws, Article VI, Section 1*, PACD Executive Board members each have one vote at all PACD Executive Board meetings.

These two items are in apparent conflict with one another.

The Decision before the Membership

In the event that there is more than one board member from the same district on the PACD Executive Board, does the membership wish that:

- a. each of these board members should have a vote
- b. only one of them should have a vote

If the region chooses:

- a. then, the language in red under Article V should be struck from the Bylaws
- b. then, the language in red under Article VI should be struck from the Bylaws

Please see the next page for the relevant excerpts from the PACD Bylaws.



ARTICLE V – EXECUTIVE BOARD

Section 1. Membership

The officers of the PACD and the six Region Directors shall constitute an Executive Board which may, at the call of the President, meet between Executive Council Meetings to act on behalf of the PACD. The National Association of Conservation Districts Director shall serve as an ex-officio non-voting member of the Executive Board. **Each Conservation District represented on the Executive Board shall have one vote; and in the event any Conservation District shall be represented by more than one person (for example, by more than one officer or by an officer and a Region Director), such Conservation District shall determine and shall advise the Secretary which person shall have the right to vote.**

A simple majority of the membership of the Executive Board shall constitute a quorum for the purpose of conducting the business of the meeting.

ARTICLE VI – VOTING

Section 1. Voting

Each Conservation District shall have one vote at PACD Region Meetings and Executive Council meetings which shall be cast by its Voting Delegate, or by an Alternate Voting Delegate, selected and certified on behalf of the Conservation Districts as provided below. To be entitled to vote, the Conservation District must be in good standing by having paid its dues during the previous PACD fiscal year; provided upon a showing of extenuating circumstances by a Conservation District, the Executive Board, at its discretion, may permit a late payment or waive all or part of the unpaid dues.

Executive Board members shall each have one vote at all Executive Board meetings.

Those persons identified as being members in Article II, Section 1 shall have no voting rights unless they serve as members of the Executive Board, or unless they are Voting Delegates or Alternate Voting Delegates certified to vote on behalf of a Conservation District.

Affiliate Members have no voting rights.



Proposed PACD Bylaws Amendment – PACD Auxiliary –

~~ARTICLE XII – AUXILIARY~~

~~Section 1. Purpose~~

~~The purpose of the PACD Auxiliary is to provide volunteer services and fundraising efforts to further conservation education and the mission of the PACD.~~

~~Section 2. Membership~~

~~Members are volunteers who support the purpose of the PACD Auxiliary. The PACD Auxiliary may collect voluntary membership dues that will be held by the PACD and may be used to further the purpose of the PACD Auxiliary.~~

~~Section 3. Officers~~

~~The PACD Auxiliary may elect officers from their membership to oversee the activities of the PACD Auxiliary.~~

~~Section 4. Auxiliary Scholarship~~

~~The Auxiliary Scholarship Fund will be used to provide an annual scholarship to a Pennsylvania resident who will or is attending a Pennsylvania college or university and majoring in a field related to agriculture, conservation, or the environment.~~

~~An application form and other application requirements may be determined by the PACD Auxiliary. The selection of the scholarship recipient will be determined annually by the PACD Auxiliary. In the event that the PACD Auxiliary is not able to fulfill this responsibility, the PACD Executive Board will accept applications and determine the scholarship recipient.~~

~~The Auxiliary Scholarship Fund will be managed by the PACD and held as a semi-restricted account to be used for the purposes of providing an annual scholarship in an amount determined by the PACD Auxiliary in cooperation with the PACD Executive Board. Interest earned on the Auxiliary Scholarship Fund will be credited to the Auxiliary Scholarship Fund.~~

~~Section 5. Fundraising Activities~~

~~The PACD Auxiliary may conduct fundraising projects to support the Auxiliary scholarship and other efforts that further the purpose of the PACD Auxiliary. All fundraising activities will be reported to the PACD Executive Board and conducted in accordance with PACD's fiscal policies and any applicable state and federal guidelines.~~

~~Section 6. Fiscal Management~~

~~All monies collected by the PACD Auxiliary will be deposited and held by the PACD. The PACD will be responsible for managing all Auxiliary accounts and reporting on monies generated and expended. All expenditures by the PACD Auxiliary will not exceed available Auxiliary funds unless approved by the PACD Executive Board.~~

The following changes would also be made in the interests of consistency:

- The Table of Contents will be updated and renumbered as needed.
- Item g. *Report from PACD Auxiliary* will be struck from Article X: Meetings, Section 1: Order of Business.

