

Proposed Amendments to the MOA Bylaws Article III

Below is Bylaws Article III dealing with component and affiliate societies, current through the 2024 amendments. Paragraph D is revised for clarity and logical consistency. Paragraph E is added to provide for the dissolution of a component society, and essentially codifies the procedure followed above. (Current text is presented in black, deletions show as strikethrough, and new text is in red.)

ARTICLE III

Component and Affiliate Societies

Section 1. Component Societies

- A. A Component Society shall be a district, county or locally organized unit of members in good standing of the Association chartered by and federated in the Association.
- B. The Charter of each Component Society shall be authorized and issued upon the recommendation of the Board of Trustees and majority vote of the House of Delegates. Such Charter shall require that the governing documents of such Component Society be at all times consistent with the provisions of the governing documents of this Association and with all amendments thereto hereafter adopted. Each Component Society shall file with the Association's Headquarters a current copy of its governing documents, as well as evidence of its current nonprofit incorporation status.
- C. The House of Delegates is empowered to revoke the charter of any Component Society whenever it finds such Society has materially breached any of the provisions of the Bylaws of the Association or has failed to function within the expressed spirit and purpose of the Association to such an extent that revocation of charter is in the best interests of the Association.
- D. Not more than one Component Society shall be chartered in any County of the State. The House of Delegates upon recommendation of the Board of Trustees may, in its discretion, grant a charter to a Component Society comprising two or more counties, and may change the territorial boundaries of the various Component Societies of the Association, if it is

deemed expedient and in the best interest of the Association. **Additionally,** ~~Two-thirds or more of the individual members of an existing~~ who practice in a Component Society may apply for a change in territorial boundaries of the Component **Society, or** ~~Two-thirds or more of the members of an existing Component Society may also apply~~ for recognition as a separate Component Society. The application shall set forth the boundaries of the proposed Component Society and the reasons for the application. If the applicants are already members of an existing Component Society affiliated with this Association, or if the proposed territory overlaps an existing Component Society, the president of the Component Society or societies affected shall be notified of the application and representatives of such Component Society shall be accorded the right to appear before the Board of Trustees to support or oppose the petition at the next regular or special meeting of the Board of Trustees. Action of the Board of Trustees shall be taken at **its** ~~the next regular or special meeting of the House of Delegates of this Association.~~ The House of Delegates shall have the power to approve, modify or disapprove the action of the Board of Trustees.

- E. In the event of the dissolution of a Component Society, the Board of Trustees shall review the membership affected, the geographic area affected, and the adjacent Component Societies. The Board of Trustees shall, at a regular or special meeting, approve a plan to redistribute all affected members to one or more adjacent Component Societies within not more than 45 days from Association receipt of the notice of the Component Society's dissolution. The House of Delegates, at its next regular or special meeting, shall have the power to approve or modify the action of the Board of Trustees.**