Proposed Changes to ARN Bylaws – February/March 2021

Board Directors	
Rationale for Proposed Changes	**Amended Portion of the Bylaws**
Remove the following language the chair of the Rehabilitation Nursing Foundation (RNF) shall be a nonvoting ex officio member Board of Directors. In 2017, the RNF bylaws where changed to appoint the sitting ARN President as the RNF chair.	Article VI. Section 2 Composition *(page 2)*
Clarifying language on how the President-elect assumes the Presidency.	Article VI. Section 4 Manner of Election (page 2)
Board of Directors shall take office at the conclusion of the annual meeting immediately following their election instead of after the annual membership meeting. The annual membership meeting can be held outside of the annual meeting.	Article VI. Section 5 Terms (page 2)
Recommend that ARN change the term length of Directors to two years. Directors should serve a maximum of two terms in a row (for a total of four years), with no need to sit out between terms. Two-year terms would ensure turnover on the board, new ideas, new volunteers, and new opportunities to serve. Two-year terms would enable the board and nominating committee to better craft the composition of the board around those competencies needed by the board in order to fulfill the strategic plan at a specific and unique moment in time. Two-year terms would better fit the requirements and restrictions of volunteer time. It is easier to for a volunteer to commit to two or four years, as opposed to three or six years.	Article VI. Section 6 Reelection (page 3)
Clarifying the process in the event there is a vacancy of the office of the President. Recommend language as follows: vacancy in the office of President shall be filled by the automatic succession of the President-Elect.	Article VI. Section 7 Vacancies and Removal (page 3)

Board of Directors Cont.	
Rationale for Proposed Changes	**Amended Portion of the Bylaws**
Recommend that the executive committee be composed of the president, president-elect, and secretary-treasurer. The previous size of the Executive included all but 4 of the sitting board of directors. The size of the committee was too large and was viewed as a subset of the board.	Article VIII. Section 2 Composition and Election (page 4)
Regions	
Rationale for Proposed Changes	**Amended Portion of the Bylaws**
Recommend removing the language the regions of the Association be designed wherever the Board of Directors may approve, subject to such regulation as to organizational, procedures, and financial responsibility that the Board of Directors may prescribe. In 2009, the bylaws were amended and approved to eliminate the regional director designation and replace it with all at-large directors. The language was not removed at that time.	Article X. Budget and Finance Committee (page 5)

Special and Standing Committees	
Rationale for Proposed Changes	**Amended Portion of the Bylaws**
Recommend that the Budget and Finance Committee be made up of five members: Secretary/Treasurer (Chair), President, President-Elect, two members of the board of directors. By having only board members sit on this committee, it becomes a committee of the board and any fiduciary duties and confidentiality remains with the board.	Article X. Budget and Finance Committee (page 5)