

**PROPOSED BYLAWS AMENDMENT
ARTICLE III - TRUSTEES**

1 Section 1. Election, Term of Office, Removal, and Vacancies

2 C. In the event of a vacancy occurring on the Board of Trustees from among the elected
3 members, ~~the next junior available past president after the immediate past president shall~~
4 ~~become a trustee~~ the remaining Trustees may appoint an individual member who is a past officer
5 or trustee to hold such position until the next annual congress, at which time a trustee shall be
6 elected for the remainder of the term.

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8 Article IV – Officers

9 D. ~~If the office of immediate past president becomes vacant for any reason, the next junior~~
10 ~~available past president shall act as immediate past president. Any vacancy occurring in any~~
11 ~~other office officer position by reason of death, resignation or otherwise may be filled by the~~
12 ~~Board of Trustees, and any officer so appointed may serve until the next election.~~ In the event of
13 a vacancy in an officer position, the position shall be filled as described in Article III, Section 1,
14 Paragraph C. If the vacancy is in the office of president-elect, the person designated by the Board
15 of Trustees to serve as president-elect shall not automatically succeed to the presidency. At the
16 next election, the office of president shall be deemed to be open, and the House of Delegates
17 shall elect a person to serve as president. If the vacancy is in the office of secretary-treasurer, the
18 Board shall designate another presently serving officer to assume the duties of secretary-treasurer
19 in addition to his or her own duties until the next annual congress, at which time the House of
20 Delegates shall elect a secretary-treasurer.

EXPLANATION:

The purpose of this proposed amendment is:

- Provide greater flexibility in filling vacant positions while ensuring that an experienced leader is appointed to a vacant position on the Board.
- Allow position to remain vacant until filled by the House of Delegates if that is deemed to be appropriate under the circumstances (note that the office of President and Secretary-Treasurer must be filled if they become vacant).

NOTE: Wording to be deleted ~~lined out~~.
Wording to be added underscored.

Submitted by: AOA Board of Trustees