



# American Meat Science Association

**To:** Voting Members of the American Meat Science Association

**From:** Thomas Powell, Executive Director

**Date:** May 21, 2010

**RE:** Proposed Changes to the Bylaws of AMSA

As outlined in a recent eNews article sent to all AMSA members, the AMSA Board of Directors is proposing changes to the AMSA Bylaws. The following information and recommendations have been reviewed by the AMSA Bylaws Committee. The recommendations will be brought to the membership for a vote at the annual business meeting on Monday, June 21 in Lubbock, Texas during the Reciprocal Meat Conference.

## Background

Growth in programs and outreach over the past ten years have brought a growing AMSA membership a growing level of benefits. Along with the growth have come changes in the association's scope and governance. The AMSA Board is bringing a set of Bylaws changes to the membership for their consideration.

The intent of these changes is:

1. To bring the purpose statement up to date with the current strategic plan of the association, reflecting a new core purpose and the international nature of the association's activities.
2. To update the terminology referring to Sustaining Partners (formerly "Sustaining Members")
3. To expand the board of directors with the addition of three additional directors
4. To lengthen the term of the directors from 2 to 3 years

To explore the envisioned future of AMSA and to anticipate the changing structure and needs of the meat industry, the Board has just completed a long-range strategic plan for the next 10-30 years. In going through this exercise of identifying and evaluating AMSA programs and attempting to anticipate the future needs of the Meat industry, it became apparent the organizational structure of AMSA is going to have to change.

In addition to the three-year term, the Board has proposed expanding the number of Directors from 6 to 9. The primary reason is as the budget increases so will the number of committees and activities. Also, as the organization expands, it will provide opportunities for more individuals to participate which will bring diversity and representation to the Board.

## Proposed Changes (highlighted portions are changed)

### 1. Purpose Statement

**Article 1, Section III – Purposes. Change the section to read:**

#### **SECTION III. PURPOSES**

The purposes of the corporation as stated in its Articles of Incorporation are:

To receive and maintain a fund or funds and to administer and apply the income and principal exclusively for educational purposes in furtherance of the following **Core Purpose:**

**Core Purpose:**

To foster community and professional development among individuals who create and apply science to efficiently provide safe and high quality meat.

No part of the corporation's fund or income therefrom shall inure to the benefit of any director, officer or member.

### 2. Sustaining Partner terminology

Replace all instances of the term “Sustaining Member” with “Sustaining Partner” (Articles 2 and 3)

### 3. Expansion of the Board of Directors to 9 directors with three-year terms

#### **Article 4, SECTION II. BOARD OF DIRECTORS**

a. Composition

(1) A Board of Directors - consisting of the President, President-Elect, Past President, Treasurer, and **nine (9)** elected Directors, of whom **three** shall be elected annually - shall manage the affairs of the Association.

(3) The elected Directors shall be elected for **a three (3) year** term. No elected Director may be reelected for a successive term, except when fulfilling an unexpired term.

d. Meetings

The Board of Directors shall hold not less than three (3) meetings annually at as regular intervals as possible, and may hold additional meetings upon the call of the President or upon written request of any four (4) members of the Board of Directors. At any meeting of the Board of Directors a quorum for the transaction of business shall be **seven (7)** members, of which one (1) shall be one of the four elected officers.