

SUMMARY OF PROPOSED 2010 REVISIONS BYLAWS of the CASE MANAGEMENT SOCIETY OF AMERICA

CMSA regularly reviews its Bylaws to ensure they are consistent with current policy and practice and comply with legal and governmental requirements.

CMSA recently completed this review process and the Board has recommended several changes to the current set of Bylaws. Some of these changes are simply for clarity in the wording of the Bylaws. Other changes, however, are substantive in nature reflecting the Board's 2009 review of CMSA's governance structure. Many of the changes summarized below are a result of this review and represent a significant change to CMSA's governance structure and operations.

Following is a summary of several of the key changes that have the most impact to CMSA:

Article III – Members

Section 1, c: originally read **Corporate Partner Program**. Since CMSA's Corporate Partner Program is a marketing/sponsorship relationship, rather than a membership relationship, this membership type has been removed. The Corporate Partner Program will remain in effect notwithstanding this change.

Section 1, b: Association Membership: The changes to this section incorporate the few individual members that do receive an Associate Membership under their Corporate Partner Program package.

Article IV – Affiliate Membership

Section 1. Affiliates. The word Chapters has been added to clarify that our Chapters are Affiliates. The purpose of this section is to describe the relationship between National and local Chapters that have affiliated with CMSA.

Article VIII – Officers

Several changes are being offered to this Article. Some of these same changes will be reflected in other Articles throughout the Bylaws, as well.

Section 1. Officers – The Board's composition of officers will have either a President-Elect, or an Immediate Past President, depending on the year, due to the change in the Term of Offices. With this rotation approach, there will no longer be both positions at the same time as is the case under the current bylaws.

Section 2. Qualifications – Now both Case Manager members AND Affiliate members are qualified to run for National Board of Directors. In the past, individuals had to be a Case Manager member to run. This change will further add to the Board's diversity and perspective.

Section 3. Term of Office – It is proposed to change the terms of office to reflect longer commitments. The President and Secretary would become 2 years, and Treasurer 3 year terms. Both President-Elect and Immediate Past President serve one year terms. The benefit of the longer terms is to provide continuity in leadership. The length of the Treasurer’s term is longer than the other terms as this position entails training and expertise.

Effective date: Nominations for 2010-11 Board of Director will fall under the requirements for the changes to the Bylaws.

Section 5. President-Elect and Immediate Past President - During the President’s first year, there will be an Immediate Past President serving a one year term following their term as President, and then in the President’s second year in office, a President-Elect will join the Board for one year before assuming the role of Presidency. This process will allow for continuity in the presidency – ensuring time to train the current or incoming President.

Section 7. Treasurer – It is proposed that if a qualified candidate is not available for the Treasurer position, the Board will be able to appoint a Treasurer, and their name will appear on the Ballot with an appointed status. Given the expertise needed for the Treasurer position, it is necessary to provide for a process in which a nonmember could be appointed to fill the position if necessary. Note, however, that the Nomination Committee must first consider member candidates before opting for appointment of a nonmember.