

# 2024 OSBA Proposed Bylaw Amendments Summary

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Section	Proposed Language	What changed?
1	The Oregon School Boards Association (the “Association” or “OSBA”) exists solely to perform essential governmental functions and all of its income accrues to the State of Oregon or its political subdivisions as required under IRC Section 115.	Non-substantive change. The “Association” and “OSBA” are used interchangeably throughout the document. Clarifying that the “Association” and “OSBA” are interchangeable and have the same meaning.
2.1.1	<del>Local</del> School District as defined under ORS Chapter 332;	Non-substantive change. Delete the word “local” to conform with ORS 332 as the statute refers to “School District” not “Local School District.”
2.3.1	Election and removal of directors <b>except as set forth in Section 3.8;</b>	Non-substantive change. Added cross reference to related Section 3.8.
2.3.2	Election and removal of the Legislative Policy Committee (“LPC”) members <b>except as set forth in Section 4.1.3(g);</b>	Non-substantive change. Added cross reference to related Section 4.1.3(g).
2.3.3(b)	(b) Modification to the region descriptions set forth in Section 2.6.1; and <del>the</del>	Non-substantive change. Remove unnecessary word.
2.5.1	Such resolutions shall be submitted to the board of directors no later than September 30 <del>th</del> .	Non-substantive change. Remove unnecessary letters.
2.5.2	<del>The board of directors may call a special meeting of members under Section 2.9, as necessary.</del>	Non-substantive change. Deleted since it is duplicative with Section 2.9.
2.6.1(g)	(g) Clackamas Region includes all of the members located in the county <del>ies</del> of Clackamas and Hood River.	Non-substantive change. Correct spelling error.
2.6. <del>2</del> 3	Regional elections shall be <del>taken</del> <b>determined</b> by a majority of votes <b>cast by members within</b> the <del>members within the</del> region.	Non-substantive change. Word clean up for readability.
2.7	Any recommended changes to the regional organization shall be submitted to the members in the form of a resolution in accordance with the provisions of Section 2. <del>4</del> <b>5</b> .	Non-substantive change. Insert correct section citation.
2.8	Annual Meetings. An annual meeting of members shall be held in November of each year unless a different date or time is fixed by the board of directors and stated in the notice of the meeting. Failure to hold an annual meeting on the stated date shall not affect the validity of any corporate action. At the annual meeting, the president and secretary-treasurer of the board of directors; <b>and</b> any other officer or person whom the president may designate, shall report on the state of the Association, <del>the</del> <b>its</b> activities, and <b>its</b> financial condition <del>of the Association</del> .	Non-substantive change. Word clean up for readability.

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2.10	Telephonic/Video Meetings. The board of directors may permit any member to participate in any annual or special meeting <b>of the membership</b> , or conduct the meetings through; <b>the</b> use of any means of communication by which all persons participating may simultaneously hear each other during the meeting. A member participating in the meeting by this means is deemed to be present <del>in person</del> at the meeting.	Non-substantive change. Specify meetings “of the membership” since this section falls under the “Section 2 Membership” section and add a similar provision under “Section 3 Directors” titled “3.12 Telephonic/Video Meetings” that allows the board of directors to conduct meetings by telephone and video means in accordance with ORS 192.670.
2.11	Place of Meetings. Meetings of the members shall be held at any place, <del>in or out of</del> Oregon, designated by the board of directors. If a meeting place is not designated by the board of directors, the meeting shall be held at the Association’s principal office.	Non-substantive change. OSBA board meetings must take place in Oregon in accordance with ORS 192.630 (4)(a).
<del>2.13.1</del> 2.14	Approval: With the exception of approving amendments to the Association’s bylaws, <del>which is</del> <b>as</b> outlined in Section 7.1 <del>of these bylaws</del> , <b>and with the exception of regional elections outlined in 2.6.3</b> , approval by written ballot is effective <del>when</del> <b>at the end of the voting period when:</b>	Non-substantive change. Word clean up for readability. Also added reference to related provision 2.6.3.
3.1	Powers. Except as provided under Section 2.2 <del>3</del> , all corporate powers shall be exercised by or under the authority of <del>and the affairs of</del> , <del>are managed under the direction of</del> the board of directors.	Non-substantive change. Word clean up for readability.
3.5	Composition. The board of directors will be comprised of up to <del>23</del> <b>22</b> regionally elected directors, one designated director as defined in the bylaws of the Oregon School Board Members of Color Caucus, one designated director as defined in the bylaws of the Oregon Rural School Boards <b>Members Caucus</b> , <b>and one designated director as defined in the bylaws of the Oregon school board members PRIDE caucus</b> <del>and ex-officio nonvoting members advisors as delineated in Section 3.5.4.</del>	<p>Non-substantive change. Change 23 to 22 as there are 22 regionally elected directors set forth in section 2.6.1 not 23, plus one director from the Color Caucus and one director from the Rural Caucus, for a total of 23 directors. There are 20 board positions. If the criteria listed in 3.5.1(e) is met, 22 regionally elected directors may be allowed.</p> <p>Non-substantive change. Amend “ex-officio member” to “ex-officio advisor” to make the language consistent with 3.5.4 that refers to ex-officio “advisors.”</p> <p>Substantive change. Add a designated director from the PRIDE caucus to the OSBA board of directors.</p> <p>Non-substantive change. Delete Ex-officio advisors since they do not fall under the definition of board of directors and are described in 3.9.</p>

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3.5.1(e)	<p><del>Provided, however, that</del> if the president or immediate past president of the board of directors is a representative director from a region that elects only one director, that region shall elect an additional director or directors to serve for the duration of the president and/or the immediate past president's term.</p>	<p>Non-substantive change. Word clean up for readability.</p>
3.5.2	<p>Regional Election.</p> <p>(a) The nomination and election of directors shall be in accordance with the elections calendar annually adopted by the board. <b>The board of directors shall distribute notice of position vacancies, candidate information packets, and official nomination forms to all incumbent directors and members in electing regions.</b></p> <p>(b) Each regional candidate for a director position shall be nominated by a member within the region by means of a nomination form. <del>The board of directors shall distribute notice of position vacancies, candidate information packets, and official nomination forms to all incumbent directors and members in electing regions.</del> To nominate a director candidate, one or more of the members in the region must timely submit to the board of directors a formal resolution or motion of the member and the completed nomination form(s). Nominations in regions where there is more than one open director position shall indicate the numbered position for which the nomination is being submitted.</p> <p>(c) Each member in a region shall have one vote in the regional elections for the board of directors. The director candidate receiving a majority of the votes <del>of</del> <b>cast by</b> the members <b>within the region</b> shall be elected.</p> <p><del>(a)</del> <b>(d)</b> In cases where there are more than two candidates nominated for any position, and none receives a majority of the votes cast, a second <b>regional</b> ballot shall be required between the two candidates receiving the highest number of votes; the one receiving a majority of the votes is elected.</p>	<p>Non-substantive change. Language moved to (a) from (b) because it makes more sense in (a).</p> <p>Non-substantive change. Word clean up in sections (c) and (d) for readability.</p>

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3.5.3	<p><del>Designated</del> <b>Caucus</b> Representatives. In accordance with their bylaws, caucuses of OSBA shall appoint a representative of the Caucus to serve as a director of the Association. The representative must be an elected or appointed member of any public board of education in Oregon <del>who</del> <b>that</b> is an active member in good standing with the Association. All Association bylaws and policies shall apply to the designated representative serving as the Caucus' director of the Association.</p> <p><b>If the president or immediate past president of the board of directors is a representative director from a caucus, then the caucus shall elect an additional director to serve for the duration of the president and/or the immediate past president's term.</b></p>	<p>Substantive change. If the president or immediate past president of the board is a representative director from a caucus that elects only one director, that caucus shall elect an additional director to serve for the duration of the president and/or immediate past president's term. This would provide a caucus with the same opportunity as provided to regionally elected directors in section 3.5.1(e).</p>

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3.5.4	<p>Ex-Officio. The following individuals or their designee may serve as ex-officio, nonvoting, advisors to the board of directors:</p> <p>(a) Any director of the National School Boards Association elected from Oregon;</p> <p><del>(b) Any officer of the National School Boards Association, National School Boards Advocacy Committee, or an officer of the NSBA Pacific Region.</del></p> <p><del>(c) The immediate past president of the Oregon Association of School Executives;</del></p> <p>(d) The <del>immediate past president</del> <b>Executive Director</b> of the <del>Confederation</del> <b>Coalition</b> of School Administrators;</p> <p>(e) <del>The board section president</del> <b>Chair-Elect</b> of the Oregon Association of Education Service Districts;</p> <p>(f) <del>The board section</del> president of the Oregon Community College Association;</p> <p>(g) The chair of the State Board of Education; and</p> <p>(h) Any other person <del>as</del> <b>that</b> the board of directors may appoint.</p> <p><b>Ex-officio advisors do not attend executive sessions of the board of directors unless they hold a separate position that entitles them to attend executive session or they are invited to attend by the board of directors.</b></p> <p><b>Ex officio advisors are not eligible for travel reimbursement from OSBA unless they hold a separate position for which travel reimbursement is provided.</b></p>	<p>Non-substantive change in (b), (c), (d), (e) and (h) for readability and to reflect the titles of the positions actually serving as ex-officio advisors.</p> <p>Non-substantive change under (h). Clarifying that ex-officio advisors only attend executive sessions of the board unless they hold a separate position that entitles them to attend executive session or they are invited to attend by the board of directors.</p> <p>Substantive change under (h). Providing that ex-officio advisors are not eligible for travel reimbursement from OSBA unless they hold a separate position for which travel reimbursement is provided.</p>

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3.6	<p>Vacancies. In the event that any director position, other than the <b>president or immediate past president serving as a second director for a region as set out in Section 3.5.1(e)</b>, is vacant during the term of office, the remaining directors may appoint an interim director from the same region to serve until December 31 of the same year.</p> <p>If the board of directors cannot recruit a candidate from the region, they may appoint a person from a contiguous region to serve as director representing the open region. An individual appointed as a director from a contiguous region is not eligible to serve as an officer of the board.</p> <p><b>All appointed interim directors must run for regional election during the next election cycle following appointment in order to be eligible to continue service on the board of directors past December 31 of the election year.</b> The members shall elect, using the procedures in Section 3.5.2, an interim director to serve from January 1 of the next year until the end of the remaining term.</p>	<p>Non-substantive change. Add that all appointed interim directors must run for election during the next “election cycle following appointment” because earlier in section 3.6 it says the director is appointed to serve until December 31.</p> <p>Non-substantive change. Add language for clarification - Added “president” to first paragraph in addition to the immediate past president and clarify that the board will fill any vacancies by appointment except in the situation where the president or past president have a second person from their region on the board pursuant to Section 3.5.1(e). Non-substantive change. Add clarifying language to the third paragraph to indicate that appointed directors who wish to continue past December 31 must run for election.</p>
3.9	<p><b>Regular Meetings.</b> An annual meeting of the board of directors shall be held immediately after, and at the same place as, the annual meeting of members. <b>The board of directors may schedule additional regular meetings to occur during a calendar year.</b> <del>If the time and place of any other director' meeting is regularly scheduled by the board of directors, the meeting is a regular meeting.</del> All other meetings are special meetings.</p>	<p>Non-substantive change. Create separate provisions (3.9 and 3.10) for regular meetings and special meetings since there are different requirements for the two different meeting types.</p> <p>Non-substantive change. Add language making it clear that the board can set a schedule regular board meetings in addition to the annual meeting.</p>
3.10	<p><b>Special Meetings.</b> A special meeting of the board of directors may be called by the president or the president-elect or 20 percent of the board of directors. <b>All directors shall be officially notified of a special meeting by written notice delivered personally, by telephone, or electronic mail at least 48 hours prior to the date of the meeting. Such notice shall include a description of all agenda items and any matters to be voted upon by the directors, the place and time of the meeting, and instructions describing the method by which directors can participate by telephone or video. No matter may be considered at a special meeting other than the matter(s) specified in the notice.</b></p>	<p>Non-substantive change. Create a new paragraph discussing special meetings separate from regular meetings. Add language regarding special meetings for clarity. Added language comes from the old section 3.10, newly 3.13.</p> <p>Non-substantive change. Add language to clarify that topics cannot be added to special meetings other than the topics noticed.</p>

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3.11	<b>Place of Meetings.</b> The board of directors may hold annual, regular, or special meetings at any location in the State of Oregon.	Non-substantive change. Create a new paragraph titled “Place of Meetings” to specify that OSBA board meetings must take place in Oregon in accordance with ORS 192.630 (4)(a).
3.12	<b>Telephonic/Video Meetings.</b> The board of directors may conduct meetings through the use of any means of communication by which all persons participating may simultaneously hear each other during the meeting. A director participating in the meeting by this means is deemed to be present at the meeting.	Non-substantive change. Create a new paragraph titled “Telephonic/Video Meetings” that matches section 2.10 meetings of the membership and complies with ORS 192.670.
<del>3.10</del> 3.13	Notice of Meetings. All <del>members</del> <b>directors</b> shall be officially notified of a special meeting by written notice delivered personally, by telephone or electronic mail to all directors at least 48 hours prior to the date of the meeting. Such notice shall include a description of all agenda items and any matters to be voted upon by the directors, the place and time of the meeting, and instructions describing the method by which directors can participate by telephone or video. Notice <b>of meetings</b> shall <del>also</del> comply with all procedures and include any information as required by ORS Chapter 192.	Non-substantive change. Replace “members” with “directors” because it appears to be a typo if you keep reading the sentence.
<del>3.16</del> 3.19	Director Conflict of Interest. The Association shall maintain a Conflict of Interest policy, the terms of which comply with ORS 65.361 and ORS Chapter 244. The board of directors shall annually review and notify <del>its members and</del> <b>the</b> directors of the current Conflict of Interest policy. <del>Each director shall annually complete and return a Conflict of Interest Statement.</del>	Substantive change. Remove requirement that the members be notified annually of the conflict-of-interest policy since it is not legally required and OSBA members should be independently aware of Oregon conflict of interest law. Also remove requirement that OSBA board of directors to complete and return a conflict of interest statement since that is not legally required and OSBA board directors have independent responsibility for declaring potential and actual conflicts.

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Section	Proposed Language	What changed?
4.1.1	<p>Executive Committee. The executive committee shall consist of <del>the</del> <b>five</b> officers of the board of directors: the president as chairman <del>and as an ex-officio voting member pursuant to section 5.5.1 of the Bylaws</del>, the president-elect, the vice president, the secretary-treasurer, and the immediate past president. The executive committee <del>may act, pursuant to delegation of</del> <b>is delegated</b> authority to <del>such committee by the board of directors</del>; <b>act</b> in place and instead of the board of directors between board meetings on all matters except those specifically reserved to the board under the terms of the bylaws. Actions of the executive committee shall be reported to the board <b>of directors</b> <del>by mail, email, or</del> <b>on a timeframe consistent with the seriousness and urgency of the matter and within two weeks if practicable. Additionally, executive committee actions will be reported</b> at the next <b>regular</b> board meeting.</p>	<p>Non-substantive change. Add that President is an ex-officio voting member pursuant to 5.5.1 of the Bylaws.</p> <p>Non-substantive change. Clarify language so that it is clear the executive committee can act on behalf of the board, when necessary, between board meetings. This amendment aligns with previous interpretation of this provision.</p> <p>Non-substantive change. Requires executive committee to report to the board on a timeframe consistent with the materiality and urgency of the matter and within two weeks if practicable. Additionally requires the executive committee to report their actions at the next regular board meeting.</p>



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4.1.2	<p>Finance Committee. The finance committee shall be appointed by the president and shall be composed of members from Oregon public school districts, education service districts, and community colleges with boards that meet all criteria to be Association voting members. The members shall include, but are not limited to, <b>the President as an ex-officio voting member pursuant to section 5.5.1 of the Bylaws</b>, the Association secretary/treasurer and vice president, one <del>Association board director</del> <b>trustee</b> from the PACE board, one district business official, and one at-large board member.</p> <p><del>Finance committee members serve for a term of two (2) years unless they are appointed to replace a member who left the committee before finishing their two-year term, in which case the member will serve the remainder of the two-year term. The trustee from the PACE board is recommended by the PACE Board of trustees, appointed by the President, subject to approval by the Board, and will serve a two-year term, with no term limits. The district business official and the at-large board member will be recommended by OSBA staff, appointed by the President, subject to approval by the Board, will serve two-year terms, with no term limits, and staggered start dates starting in January.</del></p> <p>The finance committee shall operate within the corporation’s investment guidelines and the Finance Committee <del>o</del>Operating <del>g</del>Guidelines.</p>	<p>Non-substantive change. Add that President is an ex-officio voting member pursuant to 5.5.1 of the Bylaws.</p> <p>Non-substantive change. Clarify language regarding who has a two-year term because President and Secretary/Treasurer will only have one year term in alignment with their positions on the board.</p> <p>Non-substantive change. Clarify that a trustee from the PACE board serves on the finance committee. Existing language is confusing.</p>
4.1.3(b)	<p>Composition. The LPC shall be composed of the voting members of the board of directors <del>and the</del>, <b>the President as an ex-officio voting member pursuant to section 5.5.1 of the Bylaws</b>, regional representatives elected under the procedures defined in <b>Section 4.1.3(c) and (e)</b>, <del>and</del> one designated voting member as defined in the bylaws of the Oregon School Board Members of Color Caucus, <del>and</del> <b>one designated voting member as defined in the bylaws of the Oregon Rural School Board Members Caucus, and one designated voting member as defined in the bylaws of the Oregon school board members PRIDE caucus</b>. All committee members must be elected or appointed directors of a member <b>as defined in Section 2.1</b>. The vice president of the board of directors shall chair the LPC.</p>	<p>Non-substantive change. Create separate section for “Composition” for ease of reading. Add that President is an ex-officio voting member pursuant to 5.5.1 of the Bylaws.</p> <p>Substantive change. Add a designated voting member from the Oregon school board members PRIDE caucus.</p>

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4.1.3(c)	<b>Qualifications. LPC representatives must serve on the board of a member of the Association throughout the duration of their term.</b>	Non-substantive change. Create section for “Qualifications” for ease of reading. Make it clear that an LPC representative must be on a member school board in order to serve as an elected representative of the LPC.
4.1.3(d)	Nomination. The board of directors shall cause the nomination form to be distributed to all members in eligible regions. <del>A member may</del> <b>To</b> nominate a candidate to the LPC <del>and shall do so by, one or more of the members in the region must timely submit to the board of directors a formal resolution or motion of the member and timely submission of the nomination form(s) to the office of the Association and the completed nomination form(s).</del> Nominations in regions where there is more than one representative position shall indicate the numbered position for which the nomination is being submitted. <del>The N</del> <b>nominations will be closed by a date identified in and election of the LPC representatives shall be in accordance with</b> the elections calendar adopted by the board.	Non-substantive change. Create section for “Nomination” for ease of reading. Other changes for ease of reading.
4.1.3(e)	Election. <del>Each LPC member shall be elected by majority of member board of a region.</del> <b>Each member in a region shall have one vote in the regional elections for the LPC representative. The LPC candidate receiving a majority of the votes cast by the members within the region shall be elected.</b> Each region shall elect the number of LPC members as described in Section 3.5, without regard to Section 3.5.1( <del>e</del> ). Such elections shall be held using the procedures described in Section 3.5.2.	Non-substantive change. Create section for “Election” for ease of reading. Other changes for ease of reading.
4.1.4	<del>PAGE Trustees: The board of directors shall appoint the trustees of the OSBA Property and Casualty Coverage for Education Trust (“PAGE”). As per the PAGE Restated Trust Agreement, the PAGE trustees shall nominate trustee candidate(s) to the OSBA board of directors. If the list of candidates is not acceptable by the board of directors, the PAGE trustees will continue to submit nominated candidate(s) for consideration until accepted by the board of directors. (a) PAGE trustees taking office on or after January 1, 2023, may serve three consecutive three-year terms and, if eligible, may return after a one-year hiatus.</del>	Housekeeping. Move PACE to its own section (new section 7) since PACE is a trust with its own trust governing document and is not appropriately placed under the “Committee” heading.
4.4.4	Caucuses shall be added or eliminated to this provision through the <del>bylaw’s</del> <b>amendment process described in these bylaws Section 8.1.</b>	Non-substantive change. Identifies the bylaws section that addresses adding and eliminating caucuses for clarity.

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4.4.5	<p>Caucuses shall submit an end of fiscal year report to the Board of Directors that includes the following:</p> <p>4.4.5.1 The caucus is meeting regularly;</p> <p>4.4.5.2 An accounting of the prior year’s budget allocation;</p> <p>4.4.5.3 Identified officers and current bylaws;</p> <p>4.4.5.4 A summary of the Caucus current goals, the prior year’s Caucus activities that support those goals, and how the Caucus goals align with the mission, vision, and goals of OSBA.</p> <p>The end of fiscal year report will be submitted at the first regularly scheduled board of directors meeting following the end of the fiscal year.</p>	<p>Substantive change. Added new section outlining an annual report that must be submitted by each caucus to the full board for accountability purposes. The report contents for this new annual report came from the OSBA board adopted guideline titled "Adding or Eliminating a Caucus."</p>
4.4.57	<p><del>With the adoption of this section, the</del> The Oregon Rural School Board <del>Members</del> Caucus <del>is</del> was established by a vote of the membership in 2023.</p>	<p>Non-substantive change. Added historical details to match language about the color caucus in section 4.4.56.</p>
4.4.8	<p>The Oregon school board members PRIDE caucus was established by a vote of the membership in 2024.</p>	<p>Substantive change. Changes bylaws to establish the PRIDE caucus.</p>
5.1	<p>Eligibility. Effective January 1, 2026, to hold an officer position on the Board of Directors other than the immediate past president, candidates and officers must be a voting member of the OSBA Board of Directors.</p>	<p>Substantive change. Under the current version of the OSBA bylaws, anyone is eligible to serve as an OSBA officer, there are currently no qualification criteria. This section would require a candidate for an officer position and OSBA directors in officer positions to be a voting member of the OSBA board in order to serve in an officer position.</p>
5.12	<p>Appointment. The board of directors shall elect officers by majority vote <del>at least 10 days</del> prior to the November member meeting.</p>	<p>Substantive change. Remove 10 day requirement because it is unnecessary.</p>
5.34	<p><del>Compensation and</del> Term of Office. Officer terms are one calendar year. No officer, except the secretary-treasurer, shall serve two consecutive terms in the same office, unless the director <del>completed a</del> completes the term for of another officer who was unable to complete <del>a</del> their term, and is then voted into the same position the following year. The secretary-treasurer may serve up to two consecutive one-year terms.</p>	<p>Non-substantive change. Move “Compensation” to its own section separate from “Term of Office” for ease of reading.</p>
5.5	<p><del>Compensation. Directors and members of committees</del> Officers may receive reimbursement of such expenses as may be determined by resolution of the board of directors to be just and reasonable. <del>Directors</del> Officers shall not otherwise be compensated for service in their capacity as <del>directors</del> officers.</p>	<p>Non-substantive change. Create stand-alone section for “Compensation,” for ease of reading. Also specify that this provision applies to officers not other board directors as this is in the “Officer” section. Board of Directors reimbursement is found in 3.15 (new 3.18) so nothing is being eliminated, this is just section cleanup.</p>

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5.57.1	President: The president shall preside at all member meetings of the Association and of the board of directors; shall appoint; <b>any committees-positions in accordance with these bylaws and OSBA board adopted policy,</b> subject to the approval of the board of directors; shall call all regular and special meetings as provided herein; shall be <b>an</b> ex-officio voting member of all committees <b>established under sections 4.1 and 4.2 of these bylaws.</b>	Non-substantive change. Language clean up for readability. Added references to related bylaws provisions
5.57.4	Secretary-treasurer: The secretary-treasurer shall be responsible for keeping <del>in a suitable minute book</del> accurate minutes of all board of director meetings <b>in electronic format in accordance with OSBA's record retention schedule;</b> shall carry on official correspondence of the Association; shall arrange for proper banking facilities; <del>and</del> shall receive, account for, and disburse funds in a businesslike manner as provided for by the board of directors; shall see that the minutes of the previous meetings are <del>read</del> <b>approved by the board of directors;</b> and shall give an itemized and detailed report of the financial condition of the Association at each annual meeting and at such other times as may be required by the board of directors.	Non-substantive change. Delete reference to a "minute book" as OSBA does not keep a "minute book" and it is not legally required, update language to reflect what OSBA is doing to comply with the record retention law.
5.5.6	<del>Assistants: The board of directors may appoint or authorize the appointment of an assistant to the secretary-treasurer. Such assistant may exercise the powers of the secretary-treasurer, as the case may be, and shall perform such duties as are prescribed by the board of directors.</del>	Non-substantive change. The assistant to the secretary-treasurer is not an OSBA officer so should not be listed as such. Bylaws section 5.5.4 already authorizes the secretary-treasurer to delegate to the executive director or other designated staff member.
6	The Association shall not discriminate in providing services, hiring employees, or otherwise, upon the basis of gender <b>identity,</b> race, creed, marital status, <b>sex,</b> sexual orientation, religion, color, age, disability, or national origin.	Non-substantive change. Add "gender identity" and "sex" in accordance with ORS 659A.403.

# 2024 OSBA Proposed Bylaw Amendments Summary

*New language is in red; deleted language is struck.*

*Edits solely to punctuation, numbering, or document references have not all been included.*

Section	Proposed Language	What changed?
7	<p><del>PACE Trustees:</del> The board of directors shall appoint the trustees of the OSBA Property and Casualty Coverage for Education Trust (“PACE”). <del>As per</del> <b>as provided in</b> the PACE Restated Trust Agreement, <del>the PACE trustees shall</del> nominate trustee candidate(s) to the OSBA board of directors. <del>If the list of candidates is not acceptable by the board of directors, the PACE trustees will continue to submit nominated candidate(s) for consideration until accepted by the board of directors.</del></p> <p><del>(a)</del> <b>It is the policy of OSBA with respect to</b> PACE trustees taking office on or after January 1, 2023, <del>may serve</del> <b>that such trustees will be appointed to no more than</b> three consecutive three-year terms and, if eligible, may return after a one-year hiatus.</p>	<p>Housekeeping. Moved PACE from 4.1.4 under the committee heading to this new section 7 since PACE is a trust not an OSBA committee.</p>
78.1.6	<p>Whenever an amendment or new bylaw is adopted, it shall be <del>copied in the minute book</del> <b>saved in electronic format in accordance with OSBA’s record retention schedule</b> with the original bylaws in the appropriate place. If any bylaw is repealed, the fact of repeal and the date on which the repeal occurred shall be stated in such book and place.</p>	<p>Non-substantive change. Delete reference to a “minute book” as OSBA does not keep a “minute book” and it is not legally required, update language to reflect what OSBA is doing to comply with the record retention law.</p>