

**Amendment to abolish the Lifetime Membership Category to be compliant with the Generally Accepted Accounting Principles (GAAP) Guidelines now used by IRS for non-profit organizations.**

**RE: CBL AMENDMENT # 3.01 (2)**

The current Provision 3.01 (2) states:

*“Life Members - Members who have paid their requisite lifetime membership dues and are not subject to recurrent annual membership dues.”*

**Provision 3.01 (2) will be replaced with the following:**

Provision 3.01(2) *“Life member - this category will no longer be available effective March 1, 2021. All previously paid lifetime members will retain their privileges.”*

**Amendment pertaining to the Assistant Treasurer becoming a member of the BOG and Executive Committee:**

Under 4.00 OFFICERS AND BOARD OF GOVERNORS

***4.01 The officers of the Society shall consist of the President, Immediate Past President, President-Elect, Recording Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, Auditor, Chair and Vice-Chair, of the Board of Governors.***

***4.03 The Board of Governors shall act as the Board of Directors of the Corporation and shall include the following as members: (1) The President, Immediate Past President, President-Elect, Recording Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, Auditor, Chair and Vice-Chair of Board of Governors. (2) Presidents of approved and chartered Chapters of the Society organized in accordance with Section 3.0201 of these Bylaws (3) Class President or representative of the silver jubilarian class for that year which shall have been formed in accordance with Section 3.0202 of these Bylaws. The Class President or representative shall be a dues paying member of the UPMASA and shall serve a term of one year. All questions determining official class representation shall be submitted in writing before the Board of Governors and the official decision shall be so determined by the Board. (4) The Past Presidents, except for the Immediate Past President of the society, shall be ex-officio non-voting members of the Board of Governors. (5) Chairs of standing committees as defined in Section 6.04. (6) Chairs of special committees as defined in Section 6.01. (7) Co-chairs (Vice-Chairs) of the Permanent Endowment Fund and Membership Committees***

Under 5.00 DUTIES OF OFFICERS AND EXECUTIVE COMMITTEE

***5.11 The Assistant Treasurer whose main duty is to assist the Treasurer has additional responsibilities as stated in the Policies and Procedures of the Finance Committee.***

Amendment pertaining including both the Personnel and Human Resources Committee and the Legacies Committee.

*6.04 The following standing committees shall be formed as permanent standing committees:*

*a. Archives b. Awards c. Chapter and Class Development Liaison d. Constitution and Bylaws e. Executive Committee f. Finance g. Internet Services Committee h. Medical Missions and Resource i. Membership and Biographical Data j. Nominations k. Permanent Endowment Fund l. Post-Graduate Education and Faculty Development m. Programs n. Project Coordination Committee o. Publications p. Research q. Strategic Planning r. Personnel and Human Resources s. Legacies.*

*6.0418 The Personnel and Human Resources (P/HR) Committee will review HR-related questions and issues received from the BOG members and members of the Organization. The P/HR Committee will provide independent opinions and recommendations to the UPMASA Board of Governors regarding such matters for its final decision or to the Executive Committee for urgent or immediate action if the Board is not in session. The Policies and Procedures of the committee details examples of the issues the committee expects to face. The committee shall have a total number of 7 members. The incumbent President appoints the Chair of the Committee and 2 members from the Executive committee. The chairman of the committee selects the remaining members.*

*6.0419 The Legacies Committee is charged with the proper use of the funds received from legacy donations to UPMASA, the formation of rules for the proper disbursement of these funds and the establishment of programs that will encourage legacy donations to UPMASA. The committee shall have 5 members. The incumbent president appoints the Chair of the Committee and 1 other member. The chair of the committee selects the other members.*

Amendment pertaining to the addition of the Project Coordination Committee Chair and the Chair of the Legacies Committee to the Finance Committee.

**RE: CBL AMENDMENT #6.0405 1.**

*6.0405 1. The Finance Committee shall have the function of developing and presenting to the Board of Governors the annual budget of the Society and of developing programs to enhance the Society's assets including the PEF. The Finance Committee shall be composed of the following: a Chair to be appointed by the President, the Treasurer, the Co-Chairs of the PEF Committee, the Chair of the Project Coordination Committee, the Chair of the Legacies Committee, the Auditor, the Assistant Treasurer who is appointed by the President, and one other member to be appointed by the President.*

*The duties and responsibilities of the Assistant Treasurer will be defined by the Policies and Procedures of the Committee.*

**Amendment pertaining to creating an Ad Hoc Committee on Elections to conduct the manner of general election.**

**RE: CBL AMENDMENT #9.04**

The current Provision 9.04 states:

*“Elections shall be conducted in a dignified manner. The Board of Governors shall conduct, regulate and be responsible for any balloting, and tabulation of ballots, if required. If the Board of Governors decide that election of officers be held by mail, all ballots shall be mailed to all paid members to their last known valid addresses at least sixty (60) days prior to the Annual Meeting of the members. All ballots shall be postage marked and returned no later than thirty (30) days prior to the Annual Meeting of the members of the Society. All ties and controversies shall be decided upon by the Board of Governors, sitting en banc. The majority decision of the Board of Governors shall be the final decision.”*

**Provision 9.04 will be replaced with the following:**

9.04 Elections shall be conducted in a dignified manner. The Board of Governors shall conduct, regulate and be responsible for any balloting, and tabulation of ballots, if required. **An Ad Hoc Committee on Elections shall be created by the President to implement the manner of election.** All ties and controversies shall be decided upon by the Board of Governors, sitting en banc. The majority decision of the Board of Governors shall be the final decision.