



• **Board of Directors**
Executive Committee

December 14, 1999 Board Meeting

8-5

Subject

Number of Vice Chairs

Description

The services performed by the two vice chairs have been valuable in managing the tasks of the board. One of these vice chair positions is temporary and due to expire at the end of this year. It is requested that both positions of vice chairs be made permanent. Both vice chairs would be appointed by and serve at the pleasure of the chair.

Policy

This relates to the method of selecting vice chairs and the number of vice chairs.

Board Options/Fiscal Impacts

Option #1

Approve the amendments to Administrative Code sections 2200, 2201, 2202 and 2204 set forth in [Attachment 1](#), which will establish two vice chairs, both appointed by and serving at the pleasure of the chair. [Attachment 2](#) shows the additions and deletions to the current sections.

Fiscal Impact: None

Option #2

Keep the status quo, and there will only be one vice chair, appointed by and serving at the pleasure of the chair when the term of the elected vice chair expires at the end of 1999.

Fiscal Impact: None

Recommendation

Option #1.


Chair of the Board of Directors

11/19/99
Date

[Attachment 1](#)
[Attachment 2](#)

ATTACHMENT 1**§ 2200. Establishment of Offices.**

There shall be one office of Chair and one office of Secretary of the Board. There shall be two offices of Vice Chair of the Board serving at the pleasure of the Chair.

§ 2201. Terms of Office; Limitations.

(a) The term of office of officers of the Board shall commence on January 1 of the year immediately following their election, except for the Vice Chairs who are appointed to their position.

(b) A director may serve as a Board officer for not more than two consecutive full two-year terms.

(c) A director shall not be eligible to serve in a combination of offices of the Board, as a nonofficer member of the Executive Committee or as an ex officio member for more than four consecutive full two-year terms except that any member may serve in the office of Chair for two consecutive full two-year terms except that without regard to previously held office and may thereafter serve as a member of the Executive Committee in the capacity as a past Chair.

§ 2202. Selection of Officers.

The Chair shall be nominated by the Special Nominating Committee or from the floor and elected in even-numbered years at the October meeting of the Board. The Secretary shall be nominated by the Special Nominating Committee or from the floor and elected in even-numbered years at the November meeting of the Board. The two Vice Chairs shall be selected by the Chair, with the approval of the Executive Committee and Board. Selection of the offices shall be made without regard to the regions represented.

§ 2204. Delegation of Duties to Vice Chairs.

The Vice Chairs selected by the Chair shall act in the Chair's absence, failure or inability to act. The Chair shall assign one or more duties of the Chair to the Vice Chairs.

ATTACHMENT 2

§ 2200. Establishment of Offices.

There shall be one office of Chair and one office of Secretary of the Board. There shall be ~~one~~ two offices of Vice Chair of the Board serving at the pleasure of the Chair. ~~In addition, the Vice Chair with an unexpired term as of January 1, 1999 shall remain in office until the expiration of that term of office.~~

§ 2201. Terms of Office; Limitations.

(a) The term of office of officers of the Board shall commence on January 1 of the year immediately following their election, except for the Vice Chairs who are appointed to their position.

(b) A director may serve as a Board officer for not more than two consecutive full two-year terms.

(c) A director shall not be eligible to serve in a combination of offices of the Board, as a nonofficer member of the Executive Committee or as an ex officio member thereof for more than four consecutive full two-year terms except that any member may serve in the office of Chair for two consecutive full two-year terms without regard to previously held office and may thereafter serve as a member of the Executive Committee in the capacity as a past Chair.

§ 2202. Selection of Officers.

The Chair shall be nominated by the Special Nominating Committee or from the floor and elected in even-numbered years at the October meeting of the Board. The Secretary shall be nominated by the Special Nominating Committee or from the floor and elected in even-numbered years at the November meeting of the Board. ~~The two~~ One Vice Chairs shall be selected by the Chair, with the approval of the Executive Committee and Board, and shall ~~serve~~ serve at the pleasure of the Chair. Selection of the offices shall be made without regard to the regions which are represented.

§ 2204. Delegation of Duties to Vice Chairs.

The Vice Chairs selected by the Chair shall act in the Chair's absence, failure or inability to act. The Chair shall assign one or more duties of the Chair to the Vice Chairs, ~~selected by the Chair and to the Vice Chair serving the remainder of the unexpired term.~~