# Report of the MOBIUS Bylaws Committee

June 6, 2022

Submitted by: Sharon McCaslin

**This Annual report covers tasks and activities undertaken during the period June 2021 through May 2022 and provides an overview of scheduled activities for the same period.**

**Date of last meeting:** February 1, 2022)

**Date of next meeting:** TBD

## SUMMARY OF ACTIVITIES

### Recommendations to Board of Directors:

* As a new committee, requested that the charge reflect a minimum of two meetings for the committee, since significant changes are not generally expected.
* Requested any suggestions for needed Bylaws changes at board meetings.
* Presented proposed Bylaws changes to the Board for information at the February board meeting.

### Action Items Completed:

* Developed three proposed Bylaws Changes to bring Bylaws into agreement with current practice:

**Bylaws Change #1:**

Purpose: To update the legal address of the organization.

Current language in the bylaws:

***Section 1:1 Principal Office.***

The principal office of MOBIUS (the "Corporation") shall be at such place as the Board of Directors (the "Board") may from time to time determine, but until a change is effected such principal office shall be at 3212A Lemone Industrial Boulevard, Columbia, MO 65201.

Proposed language:

***Section 1:1 Principal Office.***

The principal office of MOBIUS (the "Corporation") shall be at such place as the Board of Directors (the "Board") may from time to time determine, but until a change is effected such principal office shall be at 2511 Broadway Bluffs, Ste 101, Columbia, MO 65201.

**Bylaws Change #2:**

Purpose: To align election processes with current practice.

**#2A:**

Purpose: To remove the sentence about election of Directors from the annual meeting.

Current language in the bylaws:

***Section 2:5 Regular Meetings.***

There shall be a minimum of two meetings annually of the Members, which shall take place at a time and location determined by the Board of Directors. One meeting shall be designated as the annual meeting. The annual meetings of the Corporation shall be for the purpose of electing Directors and conducting such business as may properly be brought before the Members. At each annual meeting, the President and Treasurer shall report on the activities and financial condition of the Corporation.

Proposed language:

***Section 2:5 Regular Meetings.***

There shall be a minimum of two meetings annually of the Members, which shall take place at a time and location determined by the Board of Directors. One meeting shall be designated as the annual meeting. At each annual meeting, the President and Treasurer shall report on the activities and financial condition of the Corporation.

**#2B:**

Purpose: To permit elections of Directors to be held before the annual meeting, so that newly elected Board members can be notified and can plan for attendance at the first meeting of the new Board, held immediately after the annual meeting.

Current language in the bylaws:

***Section 3:3 Election.***

At each annual meeting of the Members, the Members, through their representatives, shall elect Directors to hold office until the next succeeding annual meeting. Elections shall be conducted in accordance with procedures established by the Board of Directors.

Proposed language:

***Section 3:3 Election.***

Prior to each annual meeting of the Members, the Members, through their representatives, shall elect Directors to hold office until the next succeeding annual meeting. Elections shall be conducted in accordance with procedures established by the Board of Directors.

**Bylaws Change # 3:**

Purpose: To align with current practice in removing the requirement of a formal written application.

Current language in the bylaws:

***Section 2:2 Membership Application and Dues.***

A written application for Membership is required for new Members. An applicant for membership must be approved by the Board prior to admission as a Member.

Proposed language:

***Section 2:2 Membership Application and Dues.***

New members must apply to the Executive Director. An applicant for membership must be approved by the Board prior to admission as a Member.

* Presented the three changes to the membership for voting. All three were approved.