

SBIA Bylaws Updates 2021

Guide to changes

Housekeeping Items

- Font consistency: Garamond
- Amendment and copyright date changes
- References to 'Organization' and 'Corporation' in the body where the reference is to SBIA are converted to 'Association' as this is used in more places in order to maintain consistency.
- Honorifics (PBUH, SAWS, SWT) are replaced with their Unicode equivalents
- Cross references are now standardized to Article #, Section #,(#).... (If Article # is omitted, then the Section refers to the current article)
- Capitalizations for Article, Section, General Body etc. are made consistent across the document. Section headers have Every Word Capitalized.
- List styles are (Indo-Arab number)(Uppercase)(lower roman)(lowercase)

Article 3: Membership

1(A)	Section 1 (A) is written out so that the sub-clauses 1-8 have parallelism with appropriate commas instead of periods (4,6 were fixed), Conjunctive 'and' was added after sub-clause 7 Conclusion is placed outside sub-clause 8
1 (C)	The change in membership dues should be announced in the first two months of the membership cycle for the subsequent election year. Clarified that annual dues should be paid by June 30

Article 4: The General Body

2(E)	No confidence vote requires physical presence of general body
2(F)	Removed the “unless regularly scheduled elections are scheduled in less than six months” to align with the other vacancies. Added condition that vacancies should be filled in 3 months.
3(A)	Purpose of regular GBM
3(B)	Emergency condition for virtual GBM
3(C)	GBM notification
3(D)(E)	Restrictions on virtual GBM
3(F)	Selection of Chairperson from Directors or Trustees

Article 5: Board of Directors

2(B)	Split conditions into 3 parts; Replaced Ramadan amount with 'minimum eligibility amount' (Amt to be decided by BOD)
2(C)	Max consecutive terms limited to 2 per EC recommendation
2(D)	Gap year required between serving on Board after term limit (EC recommendation)
NEW 2(E) 2(E) onwards renumbered	NEW: Gap year required between serving on Trustees (full or partial term) (EC recommendation)
OLD 2(E) → 2(F)	Maintenance of eligibility amount changed from 'Ramadan amount' to 'minimum annual eligibility amount'
OLD 2(G) → 2(H)	Election process is held over multiple months, so clarified that the process can be held in the second half of the calendar year
OLD 2(H) → 2(I)	Deleted reference to section about initial BOD formation; OLD 2(K) deleted.
3(H)	NEW: In case of an emergency (pandemic etc), financial eligibility requirements may be suspended by BOD. This suspension applies to members, BOD, BOT etc in general
3(I)	NEW: All directors are required to sign arbitration agreement and acknowledge conflict of interest policy
4(B)	Dismissal clarified per section 7
5(D)	Language consistency

Article 6: Meetings of the BOD

1	Virtual meetings allowed (requirement for physical quorum removed) Physical meeting required once a quarter unless emergency continues to persist
13(B)	Emergency declaration motion
13(G)	End of Emergency

Article 8: Committees

2

Also applies to Board of Trustees

Article 9: Fiscal Management

3	Corporation account to operations account
4	Bills shall not be paid in cash

Article 10: Board of Trustees (now combined here) – 1

Old BOT Bylaws	Article 10 reference	Comment
I.1.3.1	1 (A)3(i)	Replaced Ramadan amount with 'minimum eligibility amount'
(NEW)	1 (A)3(ii)	The Board of Directors may suspend financial eligibility requirements should an emergency such as the one described in Article 6 Section 13(A) of the SBIA Bylaws occur.
(NEW)	1 (D)	Trustees must sign arbitration agreement and acknowledge the Conflict of Interest Policy annually
II-2	2 (B)	Removed reference to initial formation
II-2.1-2.3 deleted		Initial formation
II.2.4→	2 (B)	Two consecutive terms may not be served. Removed lifetime cap on terms as trustee as pool of candidates eligible to be trustee is fairly small
NEW	2 (B)2	Gap year required
II-4	2 (D)	Current SBIA directors may not be eligible to run for Trustees. This implies a gap year will be required before serving as a trustee.

Article 10: Board of Trustees (now combined here) – 2

Old BOT Bylaws	Article 10 reference	Comment
IV—1	4 (A)	Dismissal and removal clause
IV-5	4 (E)	Nominated candidates for vacancies will fill out the remainder of the term
V-2	5 (B)	Virtual meetings. Changed 'main office' to Principal Office to match BOD bylaws
VII, VII-1	7, 7(A)	Board here refers to Board of Trustees
VIII.2.1, VIII.5	8(B)1, 8(E)	Change absolute numbers of BOD to fractions of BOD (as proportion of total numbers of the size of the Board of Directors)
VIII6.2.3, VIII.7, VIII.7.2, VIII.7.3	8(F)2(iii), 8(G) 8(G)2,(G)3	The term 'General Body' refers to the Association's membership, not a 'General Body Meeting.' (See the introduction to Article 4 of the Bylaws) To avoid misinterpretation with the current spoken usage of the term, 'General Body' here is being replaced with 'Association's membership.'
VIII.8.2	8(H)2	Four-fifths (remove hard coded numbers)
VIII.10	8(J)	Excess funds verbiage clause in BOD is more accurately written and more expansive. This has been replicated here

Article 14: Conflict of Interest Policy

- New, taken from the IRS website for non-profits