



Board Directors:

Michele Elefante, Chair
Sally Van Wright, Secretary
Faye Henry, Treasurer
Michael Peñafiel
Onyemma Obiekea
Magdalena Diaz

RESOLUTION TO AMEND BYLAWS TO CHANGE LIMITS ON OFFICER TERMS

No. 2023-001

The bylaws of the Association of ESD Professionals state that Officers shall not serve consecutive terms:

“The Officers of the Board shall be elected for terms of office to coincide with the term of office for the Director assuming that Office, except that each Officer shall hold office until a successor shall have been duly elected or until resignation, removal, or death. Officers shall serve two-year terms of office and may only serve as an Officer once every two terms.” (Bylaws Art. VII, § 4.)

RESOLVED, that Article VII, section 4 of the Association of ESD Professionals Bylaws be amended to allow Board Secretaries and Treasurers to serve unlimited consecutive terms and to change the limit on the number of consecutive terms allowed for Chair by changing the section above (Bylaws Art. VII, § 4) to the following (changes begin with the second sentence):

“The Officers of the Board shall be elected for terms of office to coincide with the term of office for the Director assuming that Office, except that each Officer shall hold office until a successor shall have been duly elected or until resignation, removal, or death. Officers shall serve two-year (2-year) terms. Officers may serve an unlimited number of terms. Secretaries and Treasurers may serve their terms either consecutively or periodically. Chairs are limited to serving no more than two (2) of their terms consecutively. This does not limit the Director who is holding the office of Chair from serving as a Director more than two (2) terms consecutively, it only limits the number of terms they may serve consecutively as Chair. Nothing in this paragraph changes the requirement that Officer elections for Chair, Secretary, and Treasurer be held at the expiration of each term.”

This Resolution supersedes relevant provisions of the Association Bylaws.

CERTIFICATE OF THE SECRETARY

I, the undersigned, certify that I am the present acting Secretary of the Board of Directors of the Association of ESD Professionals and the above Resolution was approved and adopted by the Association Board of Directors on February 11, 2023.

Sally Johnson Van Wright
Secretary of the Board of Directors

Date