

## By-Laws Change Proposed by the Executive Committee of the AAA Auditing Section

The Auditing Section membership will be asked to vote on the proposed By-Laws change in April and May 2009. Please contact Audrey Gramling ([agramli1@kennesaw.edu](mailto:agramli1@kennesaw.edu)) with any questions.

<p>NOTE: The following is taken from the Section website at <a href="http://aaahq.org/audit/bylaws.htm">http://aaahq.org/audit/bylaws.htm</a>.</p>	<p>NOTE: Key aspects of the change include the following:</p> <ul style="list-style-type: none"><li>(1) allows for, but does not require, uncontested elections;</li><li>(2) provides for a Nominating Committee where 3 of the 5 members are elected by the section membership, and</li><li>(3) retains the provision for candidates to be added to the ballot by petition.</li></ul>
<p style="text-align: center;"><b>CURRENT BY-LAWS</b></p> <p>4. The Nominating Committee of the Section is comprised of the most recent Past President of the Section and two people who served as either immediate past Committee Chairs or Regional Chairs. The current year's Nominating Committee appoints the two people other than the Past President to serve on the following year's Nominating Committee. The Nominating Committee is chaired by the immediate Past President of the Section.</p> <p>5. A call for nominations from members will be announced each year no later than May 1; the nominating period will close on July 1. The Nominating Committee will consider all nominated persons who are members in good standing of the Section at that time. In addition, the Nominating Committee will automatically place on the ballot any person whose nomination is accompanied by a signed petition of not less than one hundred (100) members in good standing of the Section and a signed statement by the nominee of willingness to serve if elected. The Nominating Committee places two or more names on the ballot for each Section office becoming vacant with the possible</p>	<p style="text-align: center;"><b>PROPOSED CHANGE TO THE BY-LAWS</b></p> <p>4. The Nominating Committee of the Section is formed no later than October 15, as described below. The Nominating Committee is comprised of the two most recent Past Presidents of the Section as of October 15 that are willing and able to serve and three Section members who are elected by the Section membership. An elected member can not simultaneously serve as a member of the Executive Committee during the term on the Nominating Committee. The most immediate Past President serves as a committee member, while the more senior Past President serves as the Chair of the Nominating Committee.</p> <p>5. A call for nominations for the Nominating Committee will be announced no later than May 30; the nominating period will close on July 15. The call shall be made by mail, e-mail, facsimile and/or other electronic dissemination method. Nominations for the Nominating Committee will be made to the Past President of the Section who will announce the nominees for the Nominating Committee at least three weeks prior to the end of the voting period. The voting period will begin no earlier than August 15, and shall be closed no later than September 30. The candidates' names for the Nominating Committee will appear on the ballot in alphabetical order. The election shall take place by mail, e-mail, facsimile or electronic vote of the members. The Executive Committee shall decide</p>

exception of the office of Vice President--Practice. The Nominating Committee, at its discretion, may place only one name on the ballot for Vice President--Practice. The Nominating Committee cannot nominate a member from itself.

6. The Nominating Committee shall announce the nominees for offices of Vice-Presidents, Secretary, and Treasurer at least three weeks before the close of the voting period. The candidates' names for each office will appear on the ballot in alphabetical order. The election shall take place by mail, e-mail, facsimile or electronic vote of the members. The Executive Committee shall decide for each election which of these methods will be used. The voting period shall begin not earlier than October 1 and shall be closed no later than December 31. The results of the election are certified and announced by the Secretary at the Section's annual business meeting.

for each election which of these methods will be used. The three candidates receiving the most votes will become members of the Nominating Committee, along with the two Past Presidents, as described above. The results of the election of the members of the Nominating Committee are to be certified by the Secretary and announced to the membership no later than October 15. The announcement shall be made by mail, e-mail, facsimile and/or other electronic dissemination method, along with a call for individuals to nominate officer candidates to the Nominating Committee Chair. The Nominating Committee will accept nominations for officer candidates through November 15.

6. The Nominating Committee's duties shall include soliciting candidates from the membership for open offices and preparing a slate of at least one candidate for each of the open offices. All names included on the slate must be of members in good standing of the Section. The slate of candidates cannot include the names of any members of the Nominating Committee. The Nominating Committee will present its slate to the Executive Committee no later than 30 days prior to the Section's Annual Business Meeting. The Nominating Committee shall announce the slate for open offices of Vice-Presidents, Secretary, and Treasurer at the Section's Annual Business Meeting. The membership will be also notified of the slate by mail, e-mail, facsimile and/or other electronic dissemination method within 15 days following the Section's Annual Business Meeting. Additional candidates for any of the open positions may be nominated by a signed petition of not less than one hundred (100) members in good standing of the Section and a signed statement by the nominee of willingness to serve if elected that is submitted to the Auditing Section President no later than 30 days following the Section's Annual Business Meeting. For those open offices where the slate includes only one candidate name, an affirming vote of the membership will be held. For those open offices where the slate includes more than one candidate name, an election will be held, with candidate names listed in alphabetical order on the ballot. The affirming vote, and election, if necessary, shall take place by mail, e-mail, facsimile or electronic vote of the members. The Executive Committee shall decide for each election which of these methods will be

	used. The voting period will begin no earlier than March 1 and end no later than April 15. The voting period will last for at least three weeks.
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