

Proposed change in By-laws

Current:

3. **Board of Directors** - Dragonfest of Colorado, Inc. shall be governed by a Board of Directors, (Board). The Board shall consist of five elected Directors who serve without compensation and other appointed Corporate Officers and Corporate Managers as discussed in Paragraph 6.
5. **Directors** - Only Directors are allowed to vote, make a motion, or second a motion before the Board. Regardless of the office held, each Director is allowed only one vote per motion. Board decisions shall be by majority vote and four Directors shall constitute a quorum.
 - A. **Term of Office** - The term of office for an elected Director is five years. Members of the Corporation shall elect at least one new Director annually.

Change:

Change the term for the Board of Directors to 3 years and elect 2 new members each year. There will be 6 full board directors plus 1 Director Emeritus selected by the board from the outgoing directors. The Director Emeritus position would be to advise the board as needed and vote only in the case of a tie.

Bylaw changes: Sections 3 and 5 need to be updated to allow the board to be restructured.

Changes are in Red

3. **Board of Directors** - Dragonfest of Colorado, Inc. shall be governed by a Board of Directors, (Board). The Board shall consist of **six** elected Directors **and one Director Emeritus** who serve without compensation and other appointed Corporate Officers as discussed in Paragraph 6.
5. **Directors** - Only Directors are allowed to vote, make a motion, or second a motion before the Board. Regardless of the office held, each Director is allowed only one vote per motion. **The Director Emeritus will be allowed to vote in the case of a tie, but is not allowed to make a motion, or second a motion before the Board.** Board decisions shall be by majority vote and **four of the six Full** Directors shall constitute a quorum.
 - A. **Term of Office** – The term of office for an elected Director is **three** years. Members of the Corporation shall elect **two** new Directors annually.
 - i. **Each year after the Election results have been posted, the Board will meet. At this time the New Board of Directors shall choose one of the exiting Directors to be the Director Emeritus.**
 - ii. **If neither of the exiting Directors are able to serve a 4th year, the Board may then appoint an 'Interim' Director Emeritus till after the next election.**

What the proposed change means:

The Dragonfest Board will consist of 6 members. The Elected term for each Director will be three, (3), years. Each year two Directors will be elected, to replace the two exiting Directors. The new Board will choose the director emeritus from the two exiting Directors. If neither Director is able to serve a 4th year, the Board will then appoint an Interim Director till the next annual election. In order for this change to be implemented smoothly the current Directors will shorten their terms accordingly:

Starr (2013-2017) – no change

Eric (2013-2018) – exit 2017

Alyx (2015-2019) – exit 2018

Meta (2015-2020)– exit 2018

2016	2017	2018	2019	2020	2021
Christine (2011-2016)	Starr	Alyx	B #1 2017-2020	B #3 2018-2021	B #5 2019-2022
Starr (2013-2017)	Eric	Meta	B #2 2017-2020	B #4 2018-2021	B #6 2019-2022
Eric (2013-2018)	Alyx	B #1 2017-2020	B #3 2018-2021	B #5 2019-2022	B #7 2020-2023
Alyx (2015-2019)	Meta	B #2 2017-2020	B #4 2018-2021	B #6 2019-2022	B #8 2020-2023
Meta (2015-2020)	B #1 2017-2020	B #3 2018-2021	B #5 2019-2022	B #7 2020-2023	B #9 2021-2024
	B #2 2017-2020	B #4 2018-2021	B #6 2019-2022	B #8 2020-2023	B #10 2021-2024
	(Christine)	(Eric)	(Meta)	B 1 or 2 2017-2020	B 3 or 4 2018-2021