

Name: _____

2018 OFFICIAL BALLOT PROPOSED BYLAWS AMENDMENTS

This ballot is for use only by IOIA members not attending the Annual General Meeting on Saturday, March 3, 2018 at the Hilton Garden Inn Charleston/Mount Pleasant, South Carolina, USA.

Official Ballot Instructions

1. Please write your name at the top of the ballot.
2. IOIA will remove it before the vote count and will record you as a voted member. Or you can alternately attach a separate sheet to identify yourself.
3. Return your ballot. Ballots may be:
 - Folded, mailed, and returned in an envelope clearly marked **BALLOT** on the outside to: IOIA, P O Box 6, Broadus, MT 59317 USA.
 - Scanned and emailed to ioia@ioia.net.

Note: All ballots will be maintained confidentially. Names will be recorded and then rendered illegible before the ballots are given to the ballot counters.

DEADLINE FOR RECEIVING BALLOTS BY MAIL OR E-MAIL IS MARCH 1, 2018

Voting is by secret ballot. IOIA Bylaws limit voter eligibility to Inspector Members. For a current copy of the Bylaws, visit www.ioia.net. If not attending the Annual Meeting, you may designate an attendee to be your proxy for all matters not the subject of a mail ballot.

The following Bylaws Amendments are proposed by the Bylaws Committee and the Board of Directors. They were proposed following a comprehensive review of the bylaws. NOTE: that the ballot is 2 pages (see reverse).

The full text of all proposed revisions is available on the IOIA website at <http://www.ioia.net/AGM.html>. To save resources including paper, you are not being mailed a copy of the full text. Please note that you can vote for or against each proposal by section. You may also choose to abstain on any and all sections and you will still be counted in the quorum. The IOIA bylaws require a quorum of 25% for any bylaw change.

IOIA OFFICIAL BALLOT

PROPOSED BYLAWS AMENDMENTS: Vote yes or no. A “yes” vote will change the current Bylaws. A “no” vote leaves them as they are.

Section 2.8: Proxies

Change the Bylaws to add that proxy holders must be current inspector members.

Yes No Abstain

Section 2.9: Action by Written Ballot

Clarify the current language for requirement that ballots other than elections must provide option to abstain. The bylaws already require that ballots other than elections provide the opportunity to abstain. This change simply clarifies the language.

Yes No Abstain

Section 3.0 Number of Directors

Sets number of directors to seven (7). Current language states the Board will consist of “no less than 5 nor more than 12 members”. Deletes current requirement to set the number of Directors annually at the annual meeting. Deletes requirement that directors must be “actively inspecting”. Clarifies that Board members must be inspector members.

Yes No Abstain

Section 3.1 Election of Directors; Terms of Office:

Deletes language that was pertinent until transition of the Board of Directors term length from 2 years to 3 years was completed. That transition has been completed.

Yes No Abstain

Section 3.5.c. Duties of the Board of Directors.

Deletes language that makes the Board of Directors responsible for contracting, hiring, discharging, and fixing compensation decisions for staff. This language dates to before IOIA had employees. The current bylaws have no reference to an Executive Director. New language has been added to replace it with “Appoint an Executive Director as the chief executive officer of the Corporation. The Executive Director will hold office at the will of the Board and shall report directly to the Board.”

Yes No Abstain

Section 3.6, 3.7, & 3.8 Meetings of the Board of Directors – 3 proposed changes

Adds language to 3.6 to clarify that BOD meetings shall be open to all inspector members rather than all members. Corrects grammatical language in 3.7. Adds language to 3.8 to clarify that notices of BOD meetings will be made public to inspector members.

Yes No Abstain

Section 4.0 Election of Executive Committee

Deletes redundant and unnecessary language regarding who may serve on Executive Committee. The bylaws are already clear that only Directors may serve on the Executive Committee.

Yes No Abstain

Section 4.6 Duties of the Secretary

Amends Duties of Secretary to delete “Be custodian of the records of the organization”.

Yes No Abstain

Section 4.7 Duties of the Treasurer

Amends Duties of Treasurer to delete several detailed duties currently performed by administrative staff including making deposits, receiving monies, and maintaining accounts.

Yes No Abstain

Section 5.0 Committees: Authorization

Removes language “All committees and subcommittees shall keep regular records and send copies of minutes to the Secretary.”

Yes No Abstain

Section 6.0 Corporate Records and Reports: Minutes, Books or Accounts

Clarifies that copies of all bylaws, as amended, are kept on file and available to members.

Yes No Abstain

Section 6.2 Annual Statement of General Information

Deletes specific dates for reports to Secretary of State, as these dates vary by state or province and could change. Replaces specific dates with language with requirement that reports be filed annually.

Yes No Abstain