

USAT Bylaw Amendment Proposals  
Membership Vote 2013

**PROPOSAL #2—REGION RESTRUCTURE**

Under ARTICLE XXI, Section 4 (c) of the USAT Bylaws, the Board of Directors voted in favor of submitting the attached revised and restated ARTICLE VII, Section 4 (a) (Exhibit C) to a vote of the membership. The attached Exhibit D “tracks” all of the proposed changes for ease of reference. The Board in its approved Resolution stated:

*“The Board of Directors currently has eight General Directors who are elected by members within their eight individual Regions. These Regions were structured in the Fall of 2004 from a previous three-zone configuration (East-Central-West).*

*Since that time, regional membership growth has occurred at differing rates and the largest “Board Region” has grown to have over ten thousand more members than the smallest Region, representing a difference of 77 percent. At this level, many of our members are not being afforded an equal enough representation or voice among the General Directors on the Board: If a member in the smallest Region has one vote and voice, a member in the largest Region has 0.56 vote and voice.*

*There are other deficiencies with the current structure. The Board Regions do not conform to standard State jurisdictions causing required internal adjustments based on detailed ZIP code information, resulting in management inefficiencies. Not all Board Regions are comprised of close or contiguous states and therefore do not share any semblance of cultural or economic similarities. Finally, one Region spans a distance of 3,700 miles from Madison, WI to Honolulu, HI and 4,300 miles from Anchorage, AL to St. Louis, MO. The Board Region is also awkwardly named and referred to as the Midwest/Rocky Mountain/Pacific Region”*

All of the current eight General Directors reside in States that remain within the restructured eight Regions.

This amendment has been approved by the Board for membership vote.