
T-MEMBER-INITIATED REQUESTS TO AMEND BYLAWS

Pursuant to Article XVII of the SOA Bylaws, "Amendments to the Bylaws may be proposed... by written request of not less than 100 Fellows of the SOA."

Recognizing that this contemplates a "grass roots" member-initiated approach to changing the Bylaws (as opposed to amendments originating with the Board), this policy is intended to describe how proponents of a proposed amendment may gather and submit the required number of written requests from SOA Fellows.

Written Request Form

A member-initiated proposal to amend the Bylaws must be supported by the written request of 100 or more Fellows. In order for this requirement to be satisfied, it must be clear that all the requests actually support *the same* amendment. If the SOA receives requests generally supporting change, but which are silent as to any specific amendments that should be made to the Bylaws, or requests which propose different ways in which the Bylaws should be amended, then it is uncertain whether those various requests support the same amendment, and therefore they cannot be counted together to satisfy the "100 or more Fellows" requirement.

The most effective way to ensure the required level of support exists for a specific proposed amendment is to allow proponents to gather support for the amendment "petition style". The SOA will make available a Request Form for these purposes. (A sample Request Form is attached.) Proponents need not use the specific Request Form provided by the SOA, but may develop their own form, as long as the form captures and conveys all the information required, as described below.

Proponents of a Bylaws amendment may use the Request Form to identify the specific amendments being proposed, including the language of any new or revised provisions. The Request Form will also contain spaces for the identification of Fellows who support the amendment and who wish to add their signatures to the petition. Each Fellow signing such a form will be deemed to have made a "written request" for the amendment, as required in the Bylaws.

Valid requests by Fellows

A written request from a Fellow must contain the Fellow's name, SOA member number, signature, and the date on which the Fellow signed the request. The information provided must be legible enough to allow SOA Staff to verify the person signing the form as a Fellow.

A signed request from a Fellow must be dated not more than one year prior to the date as of which the requests are counted to determine if the required number of requests has been received. The SOA cannot presume that a request more than one year old still reflects the current intentions and desires of the Fellow who may have supported the request at one time. In addition, a valid request must not have been subsequently revoked by the Fellow.

Revoked requests

Any Fellow who has made a written request supporting a proposed amendment may thereafter revoke his/her request. The revocation of a previously made request must be submitted to the SOA in writing, legibly identifying the Fellow by name and member number, must be signed and dated, and must identify the proposed amendment for which the support is being revoked.

Gathering 100 or more requests

Those Fellows proposing an amendment should gather the required level of support from 100 or more Fellows before submitting the written requests to the SOA.

- It is not necessary to have an individual written Request Form from each Fellow supporting the amendment. As indicated by the attached sample form, more than one name/signature can be obtained on each copy of the Request Form.
- Multiple copies of the same Request Form may be used to gather the required signatures, and then submitted together. (Each copy of the Request Form must describe the same proposed amendments.)

How and where requests should be submitted

Requests supporting a proposed amendment should be submitted to the SOA's Executive Director:

Society of Actuaries
Attn: Executive Director
475 N. Martingale Road, Suite 600
Schaumburg, IL 60173

The proponents of the amendment may submit physical, hard copies of the Request Forms, or may scan them and submit them electronically. Scanned copies may be submitted to governance@soa.org.

Verification of written requests by Fellows

SOA Staff will verify whether written requests for the proposed amendment have been received from at least 100 Fellows.

- Staff must be able to verify that the name and member ID number associated with a particular signature is that of a Fellow.
- The request of each individual Fellow must be dated, and the date signed must not be more than one year prior to the date as of which the requests are counted to determine if the required number of requests has been received.
- Staff must be reasonably satisfied that the signature and date signed appear to be authentic.

If SOA Staff has reason to question the validity of any written request submitted, Staff will use reasonable efforts to verify the request directly with the Fellow. If a questionable written request cannot be verified, it will not be counted toward the 100 required.

If at least 100 verified written requests from Fellows are not received, the SOA will notify those submitting the requests that the requirements of the Bylaws have not been satisfied and the requests will not be submitted to the Board.

Action on verified requests

If the SOA Staff verifies that a proposed Bylaws amendment has been requested by at least 100 Fellows, the proponents will be so notified and the requested amendment will be considered by the SOA Board of Directors at the next meeting of the Board at which adequate notice can be given for a proposed amendment to be considered; at least 20 days notice is required by Article XVII.

In order for a proposed Bylaws amendment to be adopted, the amendment must be approved by at least two-thirds of the entire Board. In addition, an amendment of the Bylaws that affects the substantive rights of SOA members also requires approval by a vote of the Fellows.

