



Proposed Bylaws Revisions January 2022

There are two proposed revisions to the Association of Performing Arts Professionals (APAP) Bylaws. The updates detailed below have been approved by the APAP Governance Committee and the Board of Directors (vote effective April 20, 2021), and are brought forth to membership for final approval at the annual meeting on January 16, 2022.

I. Increase in Maximum Board Size (Article III. The Board of Directors; Section 1. Number)

The first proposed update is to increase the maximum number of board positions from 23 to 28. The maximum of 28 would include the President & CEO serving as the ex-officio (nonvoting board member). The maximum number of board seats was previously changed to 23 and approved in 1993.

The intent for increasing the maximum board size:

- The potential increase to the maximum number of board positions allows for broader representation of our membership. This also aligns with and supports our name change to the Association of Performing Arts Professionals (formerly Association of Performing Arts Presenters), which was approved in 2017 to be more reflective and inclusive of professionals within the touring and performing arts field.
- The APAP Board is a working board and the addition of up to five new members would add more knowledge, relationships, and capacity to better fulfill the demands and responsibilities of the board.
- Recent board nomination cycles have been highly competitive due to increasingly impressive candidates, unfortunately with very few open seats to fill.
- APAP is committed to reflecting diverse perspectives and expertise, particularly within the board.

Note: Increasing the board size from 23 to 28 would allow up to 28 board seats but does not mandate the board to always maintain the maximum number of seats.

II. Adopting Gender Inclusive Language throughout the Bylaws

The second proposed item is to update related language in the bylaws to be gender inclusive, replacing all language that suggests a gender binary.

The intent for updating the language:

- It is necessary to contemporize the language within the bylaws to be inclusive of all gender expressions, replacing “he/she” with “the member” or similar verbiage.

For informational purposes

Article IV. Amendment of Bylaws

- “These Bylaws may be amended either by the members or the Board of Directors. The members shall be informed, prior to the next annual meeting of the membership, of any Bylaws change made by the Board of Directors. Each change made to the Bylaws by the Board of Directors shall be ratified, amended, or repealed by the members, though such changes shall be effective at the time they are made by the Board of Directors.”
- The updates to the bylaws were first discussed at the May 5, 2021 Real Talk in Real Time Listening Session (Zoom).
- Additional discussion was introduced at the November 3, 2021 Real Talk in Real Time Zoom Listening Session (Zoom).