



PROPOSED ARTICLES OF INCORPORATION AMENDMENT

Header		
CURRENT WORDING	PROPOSED CHANGE	WORDING IF ADOPTED
Amended and Restated Articles of Sigma Theta Tau International Honor Society of Nursing, Incorporated	Second Amended and Restated Articles of Sigma Theta Tau International Honor Society of Nursing, Incorporated	Second Amended and Restated Articles of Sigma Theta Tau International Honor Society of Nursing, Incorporated
The name of the resident agent is Stephen W. Lyman.	The name of the resident agent is Stephen W. Lyman Katie J. Miller.	The name of the resident agent is Katie J. Miller.
Section 2. House of Delegates		
CURRENT WORDING	PROPOSED CHANGE	WORDING IF ADOPTED
The House of Delegates shall be vested with the legislative and judicial powers of the Society as may be provided in the Bylaws, including the power to: <ul style="list-style-type: none"> a. revise and amend the Bylaws; b. elect the Board of Directors; c. levy assessments; and d. to grant or revoke charters for chapters of the Society. 	The House of Delegates shall be vested with the legislative and judicial powers of the Society as may be provided in the Bylaws, including the power to: <ul style="list-style-type: none"> a. revise and amend the Bylaws; b. elect the Board of Directors; c. levy assessments; and d. to grant or revoke charters for chapters of the Society. 	The House of Delegates shall be vested with the legislative and judicial powers of the Society as may be provided in the Bylaws.

continued

PROPOSED ARTICLES OF INCORPORATION AMENDMENT

(CONTINUED)

Section 8. Financial Books and Records

CURRENT BYLAWS WORDING	PROPOSED CHANGES	WORDING IF ADOPTED
<p>The fiscal year of the Society shall be July 1 through June 30. Annually both an independent audit and an independent opinion letter from the auditor to management shall be obtained by the Board of Directors. The books and records of the Society may be kept on the modified cash basis of accounting.</p>	<p>The fiscal year of the Society shall be July 1 through June 30 <u>unless changed at the discretion of the Board of Directors.</u> Annually both an independent audit and an independent opinion letter from the auditor to management shall be obtained by the Board of Directors. The books and records of the Society may be kept on the modified cash basis of accounting.</p>	<p>The fiscal year of the Society shall be July 1 through June 30 unless changed at the discretion of the Board of Directors. Annually both an independent audit and an independent opinion letter from the auditor to management shall be obtained by the Board of Directors. The books and records of the Society may be kept on the modified cash basis of accounting.</p>
<p>RATIONALE:</p>	<p>Changes to the header reflect that changes were made to these articles and that the listed agent has changed. These proposed changes are needed to correctly reflect changes approved by the House of Delegates in 2015 which transferred final approval of chapter charter and amendment applications from the House of Delegates to the Sigma Board of Directors. The removal of additional responsibilities of the house comes at the recommendation of Sigma's legal counsel as this detail is already specified in the Sigma bylaws. Lastly, instead of removing the fiscal year, as was done in the Sigma bylaws, legal counsel recommends adding additional verbiage to specify that the fiscal year is set at the discretion of the Sigma Board of Directors.</p>	
<p>IMPACT ON CHAPTERS:</p>	<p>This proposed change does not change current operations and practices of the Society. These changes bring the Sigma Articles of Incorporation and international bylaws into alignment and reflects action taken in previous sessions of the House of Delegates.</p>	