

LWVFA and LWVFA ED FUND Bylaws Amendments

March, 2010

Memo to LWVFA Membership:

RE: Summary of Proposed Changes to the LWVFA & LWVFA Ed Fund Bylaws for 2010

From: 2010 Bylaws Committee:

Edith Appel, Liz Brooke, Therese Martin, & Sherry Zachry, Chair

Please refer to the two PDF documents posted on the LWVFA website homepage at www.lwv-fairfax.org – “LWVFA Bylaws with 2010 Proposed Amendments” and “LWVFA Ed Fund Bylaws with 2010 Proposed Amendments” as you read this. The proposed bylaws are shown in their entirety with color coded text and strikethroughs explaining the changes. Because the Committee is proposing so many changes in text and order of Articles, space will not allow all changes to be repeated in the 2010 Annual Meeting Kit. Therefore, we have created this Summary of Proposed Changes to explain our process. Color copies of the Bylaws will be available at the April 24th Annual Meeting; requests for additional copies of the bylaws before Annual Meeting should be directed to the LWVFA Office at League@lwv-fairfax.org or by calling 703-658-9150.

The 2010 Bylaws Committee was tasked with revising the LWVFA & LWVFA Ed Fund Bylaws as follows:

I. Make both documents consistent in language and order of Articles and Sections: The committee agreed to overhaul both the LWVFA and LWVFA Ed Fund Bylaws in their entirety to make the text, Articles and Section numbers consistent in both documents.

This required adding to each document text and sections that were present in one document but missing in the other document. Most changes (additions) were made in the Ed Fund Bylaws. We also compared the LWVFA Bylaws with the Sample Bylaws from LWVUS resulting in further text edits and renumbering of the articles. The LWVUS requires that all League Bylaws be identical to LWVUS Sample Bylaws for Articles I, II, III (except for name). The LWVFA Bylaws conform to the LWVUS requirements.

The Articles and Sections of each fund do vary in the following areas – the LWVFA [GF] Bylaws have one **Article** not contained in the Ed Fund Bylaws. That Article [in the GF Bylaws] is proposed re-numbered **ARTICLE VIII – PROGRAM**. In the 2009 Bylaws, **ARTICLE X – CONVENTIONS AND COUNCIL** was also included in the GF Bylaws; however, the committee subsumed old **Article X** [Conventions and Council] into the “**powers and duties of the board**” in proposed **Article V, Section 4** of both bylaws. We are including a Contents page at the end of this article (*for website only*) that compares the contents (by Article and Section) of the two proposed 2010 LWVFA and LWVFA Ed Fund Bylaws.

II. Grammar/Language changes: Minor editing was made in language, to either clarify or update the language—no substantive changes in meaning were made in those edits and we incorporated updated and LWVUS language where we could.

III. Changes in Program Adoption Process of GF Bylaws: (*Note: The Program Article was reordered to become Article VIII in accordance with the LWVUS sample bylaws.*)

We added some language under **Program**, (old Article IX) newly numbered **Article VIII**, of the LWVFA (GF) Bylaws to specify certain aspects of League program (i.e., study involving consensus, concurrence and action) and to the process for program adoption. According to League guidelines, “Action” (which is considered a part of “League program”) can only occur under the LWVFA [GF] – not under the Ed Fund. **Therefore, the entire program selection process is listed in the GF Bylaws only.** Also, we included language that allows for **informational** (non-consensus/concurrence) **program meetings** in **Article VIII, Sec 2, by adding “(c)”**.

IV. Co-Presidents instead of “President-elect:” The **major [substantive] changes** proposed for 2010 involve making the bylaws more flexible regarding Officers of the separate corporations. The Bylaws Committee was asked to add language that would establish a **“president-elect” category** in order to give an incoming president a year’s training before assuming the full portfolio of president.

The Bylaws Committee believes that creating a *new* officer category (or even a director position with a designated portfolio) in the bylaws would be too restrictive for future nominating committees; therefore, we used the **“co-president” category** already in the bylaws and changed the process for electing co-presidents so that they would not serve simultaneous two-year terms.

We propose that **each “Co-President”** (which would be the official title) **be elected in “alternate years”** so that the terms would overlap for one year; thus allowing one **co-president** to be in training **as the incoming (“junior”) co-president**. This process has been used successfully in the past when LWVFA had co-directors in the Voters Service and Program Director portfolios. In the past, **one voters service and one program director was elected each year** with both directors serving on board -- the “junior” person learned from the “senior” director what was involved in the portfolio with separate tasks being assigned to each.

This change required edits in wording under the **“Officers” (Article IV), “Board of Directors” (Article V. which includes “Executive Committee”)** sections, among others, of **both bylaws**. We removed the **“even/odd” years provision (Article V. Sec.1)** for which officers are elected and changed the wording to say **“alternate year”** pinned to the **Secretary and Treasurer** election years (secretary and president have been elected in odd years and treasurer in even years). We note that the original language about even/odd years and specifying which year the President and Secretary and which year the Treasurer are elected came from the LWVUS Sample Bylaws.

These changes mean that *if there is a “Co-President” title nominated, one co-president will be elected each year at Annual Meeting*. The tricky part was keeping the current language that allows a “president” [as a stand-alone position] to be elected in the year that the secretary is elected, as well as allowing a co-president to be elected the same year, when (and if) the co-president leadership is first initiated. Once initiated, the other co-president is elected the next year with the Treasurer position. Then we had to **fix the language defining the Executive Committee** to include **“both” co-presidents and/or a president and one co-president** – which circumstance would occur in the year that the *first co-president* is elected to join the existing president who would have one year left in her term.

Hopefully, we have accomplished all of our tasks, but the membership will decide whether we did by approving our Proposed Bylaws, or not.

Respectfully submitted,

Sherry Zachry

Sherry Zachry, Bylaws Chair
March 16, 2010

Next page (on the website only) is Proposed Contents – comparing proposed Ed Fund and General Fund (LWVFA) Articles & Sections

LWVFA Bylaws 2010

Table of Contents Comparison of GF and EF Bylaws by Article and Section

(FYI only – not be made a part of the bylaws):

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ARTICLE VIII – PROGRAM [*GF Only*]

- Sec. 1 Authorization
- Sec. 2 Definition of Program
- Sec. 3 Adoption (subsections a, b, c, d)
- Sec. 4 Changes in Program (*new section*)
- Sec. 5 Program Action
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ARTICLE IX – FINANCE

- Sec. 1 Fiscal Year
- Sec. 2 Depositories
- Sec. 3 Dues (*GF only*)
- Sec. 4 Budget
- Sec. 5 Budget Committee
- Sec. 6 Distribution of Funds Upon
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ARTICLE X – PARLIAMENTARY AUTHORITY

- Sec. 1 Parliamentary Authority

ARTICLE XI – AMENDMENTS

- Sec. 1 Power of Directors to Amend
- Sec. 2 Power of Members to Amend

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