



MEMORANDUM

May 17, 2018

TO: NACW Members
FR: Kristin Garvey, President
RE: NACW Bylaws Changes

The purpose of this letter is to inform you that revisions to the NACW Bylaws have been proposed, to provide a copy of the proposed revisions to you, and to give you some background regarding the proposed changes. The NACW By-laws Committee, consisting of Susan Garrison, Dianne McKay, Cecilia Zamora, and myself, are proposing some revisions to the NACW Bylaws. The revisions have been reviewed by the NACW Board of Directors and are being recommended for adoption by the NACW members. According to our current Bylaws, these bylaws must be presented to the membership at least 60 days before the annual meeting and will be accepted at that meeting.

Article XI - Amendment of Bylaws: These Bylaws may be altered, amended or repealed by a two-thirds (2/3) vote of Commission members present at the annual meeting. The bylaws may contain any provision for managing the business and regulating the affairs of the corporation not inconsistent with law or the articles of incorporation. Written notice shall be given to each voting member that the purpose or one of the purposes of a meeting is to consider the adoption, amendment or repeal of the bylaws. There shall be included in or enclosed with the notice a copy of the proposed amendment or a summary of the changes to be effected thereby. Such notice shall be sent at least sixty (60) days before the annual meeting.

The main purpose for the revisions is to update the by-laws so that they accurately reflect practices that we are already following, to provide for some technical changes, and to update the organizational structure to allow us to strengthen our membership. The two principal changes are as follows:

1. Article III - Members, Section 1(B): This change calls for the creation of an "Allied Membership" category, which would be opened to non-profit (501c3 or 501c4) organizations that support the mission of NACW. These types of organizations would include but not be limited to "Friends of Commissions" groups, university and college level women's commissions, or other organizations supporting equality and inclusion of all people. Membership would be accepted after approval by Board of Directors. Subsequent changes have been incorporated through the bylaws.
2. Article VIII - Committees, Section 2 (Standing Committees): This change streamlines the standing committees of the board to include: the Executive Committee, Governance Committee, Finance Committee, and Development Committee. Other committees and task forces can be created as needed by the Board of Directors.

For your reference, we have provided links to the:

- Proposed Bylaws: (http://www.nacwconference.org/uploads/1/9/7/3/19734069/proposed_bylaws_nacw_2018_updated_draft.pdf)
- Original Bylaws (http://www.nacwconference.org/uploads/1/9/7/3/19734069/current_bylaws-2017.pdf)

Please take time to review these proposed Bylaws carefully. We ask that you discuss these changes with each of your commission boards and obtain their approval. To be accepted by NACW, these Bylaws must be passed with a two-thirds (2/3) vote of Commission members present at the annual business meeting, which will be held during our annual conference in Los Angeles, CA, August 1-4, 2018. As an NACW member, you are encouraged to send a delegate to this conference and business meeting so that your commission has a voice in your association.

Thank you for your time and attention. If you have any questions or comments, please contact me at president@nacw.org.