

## PROPOSAL 2 – Amending the Constitution & Bylaws

### Constitution

#### ARTICLE VII AMENDMENTS

##### Section 1: Proposals

(a) Amendments to or a repeal or revisions of the Constitution or Bylaws may be proposed by:

1. The Board of Directors on its own initiative or upon approval of a recommendation of the Constitution and By-laws Committee
2. Any voting member of the organization in writing to the Constitution and By-law Committee, which shall evaluate the proposal and make a recommendation within forty-five (45) days to the Board of Directors
3. A petition by 25% percent of the voting membership. The Board of Directors shall present all proposals made by such petition to the voting membership within sixty (60) days with or without endorsement.

##### Section 2: Approval

(a) Amendments to or a repeal or revision of the Constitution or Bylaws shall be approved by:

1. for those proposals endorsed by the Board of Directors a majority vote of the members in good standing and voting or;
2. for any proposals not endorsed by the Board of Directors by 2/3 vote of the members in good standing and voting.

(b) Members shall cast ballots in accordance with the policies established by the Board of Directors, providing notice for changes proposed have been published and made available to each Member at least thirty (30) days prior to the commencement of voting, together with a notice of when such voting is to be held.

### Bylaws

#### ARTICLE VIII AMENDMENTS

Amendments to or a repeal or revisions these By-Laws made be made in the manner as prescribed in the Constitution.

## Current Version

### Constitution

#### ARTICLE VII AMENDMENTS

**Section 1:** The Constitution shall be amended only at the Annual Meeting.

**Section 2:** Proposed amendments to the Constitution shall be presented in writing to the Chairman of the Constitution & By-Laws Committee not less than ninety (90) days prior to the Annual Meeting. A copy of all proposed amendments shall be submitted to all member organizations and individual members in good standing not less than thirty (30) days prior to the Annual Meeting. An affirmative vote of two-thirds (2/3) of the authorized delegates and individual members present and voting at the Annual Meeting shall be required for the adoption of an amendment or revision.

### Bylaws

#### ARTICLE VIII AMENDMENTS

**Section 1:**

Proposed amendments to these By-Laws made be made in the same manner as prescribed in the Constitution. However, an affirmative vote of a simple majority is all that is needed for passage.

**Section 2:**

Any section of these By-Laws may be waived at any meeting of the Association for that meeting only, by an affirmative vote of two-thirds (2/3) of the members present and voting

#### *Explanation*

*This bylaw amendment will allow the Constitution and Bylaws to be amended without having to wait for an Annual Meeting, while assuring membership participation in the process.*

*Presently the NYSVARA Constitution and Bylaws can only be amended at an Annual Meeting. One primary reason for this was that in the past there was not a cost effective or less labor-intensive method to employ that would enable and ensure membership participation in the amendment and approval process. Electronic voting methods are now used by most statewide and national organizations to facilitate easy voting and maximize membership voting opportunities.*

*This amendment allows the Constitution and Bylaws to be amended between meetings when necessary, while assuring that the membership receives notification and retains the right to vote on any proposed changes or revision. It also clarifies the process for proposing amendments or revisions.*

*The amendment also drops wording about waiving the bylaws, which is enigmatic, not consistent with standard and accepted practices and could lead to potential legal issues.*