

SUMMARY OF PROPOSED LWFNJ BYLAWS AMENDMENTS FOR 2023 CONVENTION
As of April 28, 2023

APPROVED BY LWFNJ BOARD, WHICH RECOMMENDS VOTING IN FAVOR AT CONVENTION

PROPOSAL	AFFECTED BYLAWS	PROPOSED BY	RATIONALE
<p>1) Replace Existing Language with Gender Neutral Language</p>	<ul style="list-style-type: none"> • Article V, Section 9; • Article IX, Section 3; • Article XIV, Section 2; and • Article XIV, Section 3 	<p>LWFNJ Governance Committee</p>	<p>In response to the motion passed at the 2021 Convention, the Governance Committee drafted these proposed gender neutral language changes to promote inclusivity.</p>
<p>2) Remove the NJ Residency Requirement to Be a LWFNJ Voting Member</p>	<p>Article III, Section 2(a)</p>	<ul style="list-style-type: none"> • LWF Monmouth County; • LWF Morristown Area; and • LWFNJ Governance Committee 	<p>The Governance Committee does not believe it is necessary to limit our voting members to only those who live in New Jersey. Further, the Governance Committee and the Board discussed and do not believe it is necessary to include any in-state connection requirement. If people would like to join and participate in LWFNJ and they meet any other applicable criteria, then they should be able to be a voting member of LWFNJ. This proposed change is consistent with the current bylaws of other state leagues, including neighboring states Pennsylvania (“LWFPA”) and New York (“LWFNY”), which do not have an in-state residency or other in-state connection requirement.</p> <p>In addition, we have enumerated the various categories, similar to what LWFUS, LWFPA, and LWFNY have done in their respective bylaws.</p>

<p>3) <u>Remove the Sentence Regarding the Council from the Membership Article and Add at the End of the Council Article</u></p>	<ul style="list-style-type: none"> • Article III, Section 2(a); and • Article XII, Section 4 	<p>LWVNJ Governance Committee</p>	<p>All language regarding the Council should be in the Council Article to avoid potential duplication, confusion, and/or conflict among various bylaws articles.</p>
<p>4) <u>Remove the Sentence in the Membership Article That Only Voting Members May Serve on the Board or Program Committees</u></p>	<p>Article III, Section 2(a)</p>	<p>LWVNJ Governance Committee</p>	<p>The Governance Committee proposed this deletion for 2 reasons: 1) Article V, Section 2 already addresses Board member qualifications, so no need to repeat here causing potential duplication, confusion, or conflict among various bylaws articles; and 2) We want to encourage non-members to become involved with LWVNJ's program committees so that they may want to become voting members of LWVNJ.</p>
<p>5) Add the LWVNJ Executive Director as <i>Ex Officio</i>, Non-Voting Member of the LWVNJ Nominating Committee</p>	<p>Article VII, Section 2</p>	<p>LWVNJ Governance Committee</p>	<p>The Governance Committee proposes this change to model LWVUS' recent change to add its CEO as an <i>ex officio</i>, non-voting member of its Nominating Committee. LWVUS' CEO is most similar to LWVNJ's Executive Director. It is beneficial to have LWVNJ's Executive Director participate on the Nominating Committee to share their knowledge and expertise, including regarding LWVNJ's members, committees, policies, and bylaws. However, the Governance Committee proposes to maintain the current voting structure and numbers, and thus, have the Executive Director be a non-voting member.</p>
<p>6) Add a New Section to Article XI Allowing the Board to Approve</p>	<ul style="list-style-type: none"> • Article XI, Section 4; • Article XI, Section 5; • Article XI, Section 6; and 	<ul style="list-style-type: none"> • LWV-Fairlawn • LWV Teaneck; and 	<p>Under the current bylaws, the only permitted method to update LWVNJ's Study and Action, comprised of its current</p>

<p>Editorial Changes to LWFNJ's Program (e.g., Position Statements and Explanatory Statements)</p>	<ul style="list-style-type: none"> • Article XI, Section 7 	<ul style="list-style-type: none"> • LWFNJ Governance Committee 	<p>position statements and explanatory statements, is to conduct a new study or study update, which can be burdensome including financially, time-consuming, and/or unnecessary. There have been multiple instances over the years where LWFNJ desires to substantively maintain its current position statements and explanatory statements, but wants to update such statements to reflect evolving, more inclusive terminology as well as correct grammatical and typographical errors. Thus, based on feedback from local Leagues, the Governance Committee recommends the adoption of a way to make editorial changes to existing position statements and explanatory statements without a formal updated study.</p> <p>LWFVUS has a similar approach on how to update Impact on Issues and refers to such updates as editorial changes, which language we have mirrored in this proposed amendment.</p>
<p>7) Allow the Board to Consent to Action Without a Meeting by Adding a New Section 11 to Article V</p>	<p>Article V</p>	<p>LWFNJ Governance Committee</p>	<p>The current bylaws only allow the Board to take action at a regularly scheduled Board meeting or a special Board meeting. However, there have been several instances where special Board meetings had to occur so the Board could vote on only one discrete issue or an urgent issue. It can be very difficult to schedule special Board meetings and ensure quorum, especially due to work, holidays, vacations, family, or other responsibilities, or short notice. Therefore, amending the bylaws to allow the Board to take action without</p>

			<p>holding a meeting would allow the Board to be even more productive, efficient, and flexible to take action swiftly, as needed.</p> <p>The proposed bylaws amendment includes safeguards such as the entire Board must unanimously vote in writing in favor of the proposed action per state statute.</p>
<p>8) Replace References to Months and Weeks with Days</p>	<ul style="list-style-type: none"> • Article V, Section 6; • Article V, Section 9; • Article VII, Section 3; • Article VII, Section 9; • Article VIII, Section 3; • Article IX, Section 1; • Article X, Section 1; • Article X, Section 2; • Article XI, Section 4; • Article XII, Section 5; and • Article XV 	<p>LWVNJ Governance Committee</p>	<p>The Governance Committee proposes all deadlines referenced in the bylaws be changed from a set number of weeks or months to a set number of calendar days to avoid potential confusion in determining the deadlines' corresponding calendar dates, making it easier to calculate.</p> <p>In addition, there are already some references to deadlines using days so making these changes will ensure consistency throughout the bylaws.</p> <p>We also proposed some minor edits to these sections for clarity and consistency.</p>

N.B.: For reference, the current LWVNJ bylaws can be found [here](#).

N.B.: Two local Leagues had proposed a change to the bylaws based on the bylaws on LWVNJ's website, which were obsolete. Their requested change was already in the bylaws, i.e., that state program committees may recommend Program recommendations to the Board. The local Leagues were so informed and thanked for submitting their proposed change, allowing LWVNJ to update the website's bylaws. The language in effect is as follows from Article XI – Principles and Program, Section 4(a): *“Local League boards and state program committees may make recommendations to the Board at least three months prior to the convention.”*

N.B.: A LWVNJ Board member submitted proposed bylaws changes to the LWVNJ Governance (Bylaws) Committee, which the Governance Committee reviewed and discussed at length. The Governance Committee decided that all proposals except one related to financial and operations issues and policies.

One proffered proposal that the Governance Committee pursued with *pro bono* outside counsel was whether the LWVNJ Board may take action without a meeting, which resulted in a proposed bylaws amendment drafted by the Governance Committee and *pro bono* outside counsel, which the Board revised and approved for the membership to vote in favor of at the convention. (See Proposal 7 above.)

N.B.: The Program Planning Committee brought a question to the Governance Committee regarding its ability to propose bylaws amendments. After reviewing the bylaws, the Governance Committee informed the Program Planning Committee that it would not be able to do so. Thus, the Governance Committee met to discuss the Program Planning Committee's proposal and drafted a proposed bylaws amendment, which the Board approved. (See Proposal 6 above.)

N.B.: Warm thanks to the LWVNJ Governance Committee members who drafted and reviewed these proposed bylaws amendments:

- Deborah McComber, Governance Committee Co-Chair
- Jin Hwang, Governance Committee Co-Chair
- Kathleen Hofmann
- Susan Sferas
- Anne Torre