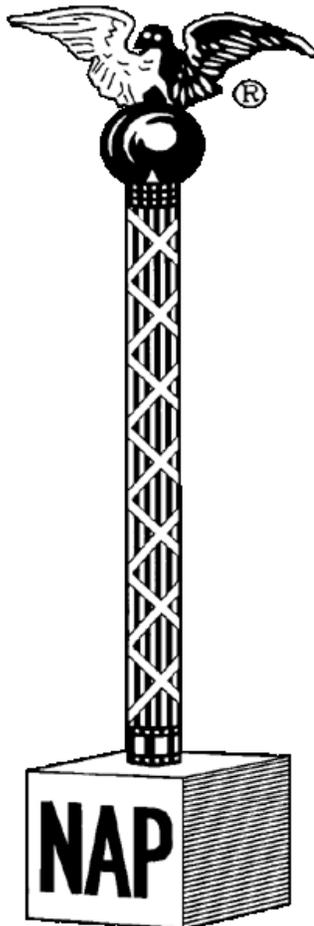


NATIONAL ASSOCIATION OF PARLIAMENTARIANS®



Proposed

BYLAWS

AMENDMENTS

41st Biennial Convention

September 8-11, 2017

OFFICIAL NOTICE

This booklet contains notice of the proposed amendments to be considered by the delegates to the NAP Biennial Convention, September 8-11, 2017, in Lombard, Illinois.

Having the proposed amendments in hand this early allows time to consider the merits and discuss at local meetings. Make your feelings known to your delegates if you are not able to attend the convention. Our goal as parliamentarians should be to come well-prepared and contribute to expeditious handling of these issues at the business meetings during the convention.

In addition to stating the amendments in a formal manner, the proposed amendments are presented in three-column format: **Current Wording; Proposed Amendment; and If Adopted, Will Read.** Below each is the identity of the proposer, the rationale furnished by the proposer, the bylaws committee's recommendation, which may include a proposed amendment, and the bylaws committee's rationale for the recommendation if other than adoption.

There will be a bylaws forum at the convention. Please refer to the convention schedule for the date, time, and location of this forum once you have arrived at the convention. During the forum, the Bylaws Committee will facilitate open discussion (no action) of the proposed bylaws amendments. Please keep in mind that your decisions must consider how all members, units, associations, districts, and NAP will be affected.

BE CERTAIN TO BRING THIS BOOKLET WITH YOU TO THE CONVENTION.

2015-2017 NAP Bylaws Committee

Weldon L. Merritt, PRP, *Chairman*

Lucy Anderson, PRP

Ronald Avedisian, PRP

Richard Brown

Ruth Ryan, PRP

Joe Theobald, PRP

Mary L. Randolph, PRP, *ex officio*

Roger Hanshaw, PRP, *advisor*

Formatting used in printing the proposed bylaw amendments:

Underlined print = insert or add

~~Line through print~~ = strike out

Preface to Bylaws Amendments

The following proposed amendments to the NAP Bylaws are presented in the order it is anticipated they will be considered by the convention. These amendments have been carefully arranged to take into consideration the principles of supersedence and conformity.

The principle of supersedence is reflected in the following from *Robert's Rules of Order Newly Revised*:

If notice is given of several amendments which conflict so that all cannot be given effect, the chair should arrange them in a logical order, much as in the case of filling blanks (12), generally taking the least inclusive amendment first and the most inclusive last so that the last one adopted is given effect. Such arrangement of the amendments can be altered by the assembly by a majority vote without debate. Adoption of such an arrangement by unanimous consent or a formal vote is not subject to a motion to Reconsider, nor may a later, separate amendment be offered as a substitute for a pending one. However, as already stated on page 592, all bylaw amendments of which notice was given should be considered, as a matter of the rights of their proposers, and a bylaw amendment is not dropped simply because it would conflict with one previously adopted. This procedure does not violate the normal parliamentary rule as might appear, because when any bylaw amendment is adopted, that amendment becomes a part of the bylaws immediately; and it is the bylaw language as thus amended, rather than the previous language, which any bylaw amendments subsequently considered would now propose to modify. If an amendment that has not been considered no longer presents a rational proposition because it was applicable only to language which has disappeared from the bylaws in this process, such a bylaw amendment must, of course, be dropped; but this situation should generally not arise if the amendments are taken up in proper order as indicated above. [RONR (11th ed.), p. 593, l. 35 to p. 594, l. 27]

Thus when there are amendments that might supersede one another if adopted later, these have been arranged so as to allow for the consideration of the least inclusive amendment first in order for the assembly to have the maximum flexibility in its deliberations.

The principle of conformity is found, in its most explicit standard,

. . . where all of the individual amendments must be made, if any one of them is made, in order to leave a coherent resolution pending if the motion to amend is adopted. [RONR (11th ed.), p. 274, ll. 13-16]

However, there is additional indirect guidance. The language just quoted is followed by the sentence, "Such proposed amendments may not be divided." [*Id.* ll. 17-18]

In addition, the following should be noted in relation to the principle of conformity.

[A] series of amendments to a main motion (or conceivably to a primary amendment such as a substitute) may be offered in one motion. Unless these amendments meet the standard for conforming amendments given on pages 273–74, any member may demand a separate vote on one or more of them.¹ [*Id.* at 275, ll. 7-14]

¹Although the text by its terms applies to subsidiary motions to amend, its logic applies as well to a series of main motions that are instances of *Amend Something Previously Adopted* – such as bylaws amendments.

If a series of amendments offered together may not be divided, it may be inferred then that they are conforming amendments—certainly they are treated in the same way. In this connection members should note that:

A motion cannot be divided unless each part presents a proper question for the assembly to act upon if none of the other parts is adopted, and unless the effect of adopting all of the parts will be exactly the same—no more, no less—as adoption of the compound main question. Thus, if it is moved to establish a committee and give it instructions, this motion is indivisible because, should the part establishing the committee fail, the part giving the committee instructions would be absurd. [*Id.* p. 272, ll. 19-28.]

In addition to the preceding discussion of supersedence and conformity members should be aware that all of the proposed amendments have been reviewed by competent counsel licensed to practice law in the District of Columbia where NAP is incorporated and have been found to have no conflict with the nonprofit code of that jurisdiction.

Thank you to the members of the 2015-2017 NAP Bylaws Committee for their excellent service. The members of the bylaws committee are: Weldon L. Merritt, PRP (chairman); Lucy Anderson, PRP; Ronald Avedisian, PRP; Richard Brown; Ruth Ryan, PRP; and Joe Theobald, PRP. Additional thanks are expressed to NAP Parliamentarian Roger Hanshaw, PRP, for his assistance as advisor to the committee.



Mary L. Randolph, PRP
NAP President

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PROPOSED AMENDMENTS

AMENDMENT 1: TIMING OF NAP BUDGET APPROVAL; PART 1

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of the NAP Board of Directors, Paragraph 1, by striking Subparagraph a and re-lettering the succeeding subparagraphs.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
1. at its first meeting (post-convention): a) prepare and adopt an annual budget for each year of the biennium; b) elect two professional registered members to membership on the ethics committee; and c) elect a member of the ethics committee to serve as committee chairman;	1. at its first meeting (post-convention): a) prepare and adopt an annual budget for each year of the biennium; b) a) elect two professional registered members to membership on the ethics committee; and e) b) elect a member of the ethics committee to serve as committee chairman;	1. at its first meeting (post-convention): a) elect two professional registered members to membership on the ethics committee; and b) elect a member of the ethics committee to serve as committee chairman;

Proviso: This amendment shall be effective only if Amendment 2 also is adopted.

Proposed by: NAP Board of Directors

Rationale: The budget is too important to be rushed through without adequate consideration. Under the current bylaw, the newly installed board is required to adopt the budget for the upcoming fiscal year which begins the end of November at their first (post-convention) board meeting. The members of the newly installed board do not have adequate time to fully evaluate the impact of the budget nor include or delete any items that may need to be considered before adoption of the budget.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 2: TIMING OF NAP BUDGET APPROVAL; PART 2

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of the NAP Board of Directors, by inserting a new Paragraph 4 to read as follows, and renumbering the succeeding paragraphs:

4. prepare and adopt an annual budget for the next fiscal year prior to the end of the current fiscal year

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
	4. prepare and adopt an annual budget for the next fiscal year prior to the end of the current fiscal year	4. prepare and adopt an annual budget for the next fiscal year prior to the end of the current fiscal year

Proposed by: NAP Board of Directors

Rationale: This amendment allows time for the incoming board to review and assess the budgetary situation which they are inheriting and to set its own budgetary priorities for the upcoming year.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment and the conforming amendment BE adopted.

CONFORMING AMENDMENT 2A: DUTIES OF TREASURER

Amend Article V, Officers, Section 8, Duties of Officers, Subsection D, Duties of the Treasurer, Paragraph 2, by striking “at the first meeting (post-convention) of the following biennium.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
2. present the proposed budget, with recommendations, for adoption by the NAP Board of Directors at the first meeting (post-convention) of the following biennium;	2. present the proposed budget, with recommendations, for adoption by the NAP Board of Directors at the first meeting (post-convention) of the following biennium;	2. present the proposed budget, with recommendations, for adoption by the NAP Board of Directors;

AMENDMENT 3: CHANGE NOTICE DEADLINE FOR CONVENTION

Amend Article VI, Meetings, Section 2, Conventions, Subsection A, Call to Convention, by striking "July 1" and inserting "February 15."

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
A. Call to Convention. The call to convention, giving notice of the place, date, and time of the convention, shall be published in <i>the National Parliamentarian</i> ® and sent by July 1 of the convention year.	A. Call to Convention. The call to convention, giving notice of the place, date, and time of the convention, shall be published in <i>the National Parliamentarian</i> ® and sent by July 1 <u>February 15</u> of the convention year.	A. Call to Convention. The call to convention, giving notice of the place, date, and time of the convention, shall be published in <i>the National Parliamentarian</i> ® and sent by February 15 of the convention year.

Proposed by: Washington State Association of Parliamentarians Board of Directors and Oregon Association of Parliamentarians Board of Directors.

Rationale: The NAP Convention is generally held late in August or early in September. The notice deadline in the current bylaws is July 1, which is too short a timeline to allow adequate travel planning and **adjustment** of family or work schedules. This date would correspond to the Winter issue of the *National Parliamentarian*.

The DC Nonprofit Corporation Code, § 29–405.05(a) provides:

A membership corporation shall give notice to the members of the date, time, and place of each annual, regular, or special meeting of the members. *Except as otherwise provided in the articles of incorporation or the bylaws*, the notice shall be given no fewer than 10 nor more than 60 days before the meeting date. *Except as otherwise provided in this chapter, the articles, or the bylaws*, the corporation shall give notice only to members entitled to vote at the meeting. [Emphasis added]

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 4: CHANGE NOTICE DEADLINE FOR NATIONAL TRAINING CONFERENCE

Amend Article VI, Meetings, Section 3, Membership Meetings in Even-Numbered Years. by striking "January 1" and inserting " February 15."

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Membership Meetings in Even-Numbered Years. The call to membership meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by January 1 of the meeting year.</p>	<p>Section 3. Membership Meetings in Even-Numbered Years. The call to membership meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by January 1 <u>February 15</u> of the meeting year.</p>	<p>Section 3. Membership Meetings in Even-Numbered Years. The call to membership meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by February 15 of the meeting year.</p>

Proposed by: Washington State Association of Parliamentarians Board of Directors and Oregon Association of Parliamentarians Board of Directors.

Rationale: The amendment would bring the Call to the NAP Membership Meeting and the Call to the NAP Convention into the same notice schedule. This date allows adequate time for members to plan and prepare for the educational session.

Bylaws Committee Recommendation: The Bylaws Committee recommends that:

- if amendment 3 is adopted, this amendment also BE adopted;
- if amendment 3 is defeated, this amendment be amended by striking "February 15" and inserting "July 1," and as amended, BE adopted;
- if amendment 3 is amended to strike "February 15" and insert any other date, this amendment be amended to insert the same date as inserted in Amendment 10, and as amended, BE adopted; and
- regardless of the final form in which this amendment is adopted, this amendment be superseded by Amendment 5.

Bylaws Committee Rationale: The Bylaws Committee concurs with the proponents of this amendment that the deadlines for the Call to the Membership meeting in the even-numbered year and the Call to Convention should be the same. Thus, regardless of the disposition of Amendment 3, this amendment should be adopted in some form to bring the two deadlines into conformity. However, the Bylaws Committee also agrees that the provisions for the Call to Membership Meeting should be reformatted to be more readable and clear, and therefore believes that the language of Amendment 5 is preferable.

AMENDMENT 5: REFORMAT EVEN-YEAR MEMBERSHIP MEETING PROVISION

Amend Article VI, Meetings, Section 3, Membership Meetings in Even-Numbered Years, by substituting the following new Section 3:

Section 3. Membership Meetings in Even-Numbered Years. A meeting of the membership shall be held in conjunction with the NAP Training Conference for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer.

- A. Call to Membership Meeting.** The call to the Membership Meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the *National Parliamentarian*® and sent by February 15 of the meeting year.
- B. Quorum.** The quorum for the membership meeting shall be 50 members.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Membership Meetings in Even-Numbered Years. A meeting of the membership shall be held in conjunction with the NAP Training Conference at a place, date, and time determined by the NAP Board of Directors for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer. The call to membership meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by January 1 of the meeting year. The quorum for the membership meeting shall be 50 members.</p>	<p>Section 3. Membership Meetings in Even-Numbered Years. A meeting of the membership shall be held in conjunction with the NAP Training Conference at a place, date, and time determined by the NAP Board of Directors for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer. The call to membership meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by January 1 of the meeting year. The quorum for the membership meeting shall be 50 members.</p> <p>Section 3. Membership Meetings in Even-Numbered Years. <u>A meeting of the membership shall be held in conjunction with the NAP Training Conference for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer.</u></p> <p>A. Call to Membership Meeting. <u>The call to the Membership Meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by February 15 of the meeting year.</u></p> <p>B. Quorum. <u>The quorum for the membership meeting shall be 50 members.</u></p>	<p>Section 3. Membership Meetings in Even-Numbered Years. A meeting of the membership shall be held in conjunction with the NAP Training Conference for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer.</p> <p>A. Call to Membership Meeting. The call to the Membership Meeting in each even-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the <i>National Parliamentarian</i>® and sent by February 15 of the meeting year.</p> <p>B. Quorum. The quorum for the membership meeting shall be 50 members.</p>

Proposed by: Washington State Association of Parliamentarians Board of Directors and Oregon Association of Parliamentarians Board of Directors.

Rationale: The current format is neither specific nor clear on procedures for the biennial Membership Meeting. The proposed format is clear and brings the notice of Call to Membership Meeting into the same time frame as the call to the biennial NAP Convention of Delegates.

Bylaws Committee Recommendation: The Bylaws Committee recommends that:

- if amendment 3 is adopted, this amendment also BE adopted;
- if amendment 3 is defeated, this amendment be amended by striking “February 15” and inserting “July 1,” and as amended, BE adopted; and
- if amendment 3 is amended to strike “February 15” and insert any other date, this amendment be amended to insert the same date as inserted in Amendment 3, and as amended, BE adopted.

Bylaws Committee Rationale: The Bylaws Committee concurs with the proponents of this amendment that the deadlines for the Call to the Membership meeting in the even-numbered year and the Call to Convention should be the same. The Bylaws Committee also agrees that the provisions for the Call to Membership Meeting should be reformatted to be more readable and clear, as proposed by this amendment.

AMENDMENT 6: AMENDMENT NOTICE DEADLINE

Amend Article XVI, Amendment of Articles of Incorporation and Bylaws, Section 1, Convention Action, by striking “July 1” each place it appears and inserting “February 15” in each location.

Current Wording	Proposed Amendment	If Adopted Will Read
<p>Section 1. Convention Action. The Articles of Incorporation and these bylaws may be amended, and any other action defined as a fundamental transaction by the applicable law of the jurisdiction in which NAP is incorporated may be authorized, at any biennial convention:</p> <p>A. Amendment with Notice before Convention. By a two-thirds vote, provided that the amendment:</p> <ol style="list-style-type: none"> 1. has been submitted by the bylaws committee, the NAP Board of Directors, a standing or special committee, a district conference, two associations or their board of directors, three units, or at least ten NAP members-at-large; 2. if originated by other than the bylaws committee, has 	<p>Section 1. Convention Action. The Articles of Incorporation and these bylaws may be amended, and any other action defined as a fundamental transaction by the applicable law of the jurisdiction in which NAP is incorporated may be authorized, at any biennial convention:</p> <p>A. Amendment with Notice before Convention. By a two-thirds vote, provided that the amendment:</p> <ol style="list-style-type: none"> 1. has been submitted by the bylaws committee, the NAP Board of Directors, a standing or special committee, a district conference, two associations or their board of directors, three units, or at least ten NAP members-at-large; 	<p>Section 1. Convention Action. The Articles of Incorporation and these bylaws may be amended, and any other action defined as a fundamental transaction by the applicable law of the jurisdiction in which NAP is incorporated may be authorized, at any biennial convention:</p> <p>A. Amendment with Notice before Convention. By a two-thirds vote, provided that the amendment:</p> <ol style="list-style-type: none"> 1. has been submitted by the bylaws committee, the NAP Board of Directors, a standing or special committee, a district conference, two associations or their board of directors, three units, or at least ten NAP members-at-large;

<p>been submitted to that committee on or before February 1 in the year of the convention; and</p> <p>3. has been mailed or sent by electronic communication in accordance with Article XII, Section 2 to the members no later than July 1 in the year of the convention together with identification of proposer(s) and the committee's recommendations for action.</p> <p>B. Amendment with Notice at Convention. By a nine-tenths vote, provided previous notice has been given at an earlier meeting of the same session of the convention.</p> <p>Section 2. Revision. These bylaws shall be revised only upon authorization by the convention.</p> <p>A. Preparation of Revision. Preparing and presenting an authorized revision shall be the duty of the bylaws committee.</p> <p>B. Notice of Proposed Revision. The proposed revision shall be sent to the members no later than July 1 of the convention year.</p> <p>C. No Amendment to Existing Bylaws. If a revision is authorized, there shall be no other amendments proposed to the existing bylaws.</p>	<p>2. if originated by other than the bylaws committee, has been submitted to that committee on or before February 1 in the year of the convention; and</p> <p>3. has been mailed or sent by electronic communication in accordance with Article XII, Section 2 to the members no later than July 1 <u>February 15</u> in the year of the convention together with identification of proposer(s) and the committee's recommendations for action.</p> <p>B. Amendment with Notice at Convention. By a nine-tenths vote, provided previous notice has been given at an earlier meeting of the same session of the convention.</p> <p>Section 2. Revision. These bylaws shall be revised only upon authorization by the convention.</p> <p>A. Preparation of Revision. Preparing and presenting an authorized revision shall be the duty of the bylaws committee.</p> <p>B. Notice of Proposed Revision. The proposed revision shall be sent to the members no later than July 1 <u>February 15</u> of the convention year.</p> <p>C. No Amendment to Existing Bylaws. If a revision is authorized, there shall be no other amendments proposed to the existing bylaws.</p>	<p>2. if originated by other than the bylaws committee, has been submitted to that committee on or before February 1 in the year of the convention; and</p> <p>3. has been mailed or sent by electronic communication in accordance with Article XII, Section 2 to the members no later than February 15 in the year of the convention together with identification of proposer(s) and the committee's recommendations for action.</p> <p>B. Amendment with Notice at Convention. By a nine-tenths vote, provided previous notice has been given at an earlier meeting of the same session of the convention.</p> <p>Section 2. Revision. These bylaws shall be revised only upon authorization by the convention.</p> <p>A. Preparation of Revision. Preparing and presenting an authorized revision shall be the duty of the bylaws committee.</p> <p>B. Notice of Proposed Revision. The proposed revision shall be sent to the members no later than February 15 of the convention year.</p> <p>C. No Amendment to Existing Bylaws. If a revision is authorized, there shall be no other amendments proposed to the existing bylaws.</p>
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Proposed by: Bylaws Committee

Rationale: This amendment is proposed to be consistent with the proposed amendment to the deadline for the Call to Convention.

Bylaws Committee Recommendation: The Bylaws Committee recommends that if Amendment 3 is adopted, this amendment BE adopted. (If Amendment 3 is defeated, the Bylaws Committee will move that this amendment be withdrawn.)

AMENDMENT 7: AMENDMENT SUBMISSION DEADLINE

Amend Article XVI, Amendment of Articles of Incorporation and Bylaws, Section 1, Convention Action, Subsection A, Amendments with Notice before Convention, Paragraph 2, by striking “February 1 in” and inserting “October 1 preceding.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
2. if originated by other than the bylaws committee, has been submitted to that committee on or before February 1 in the year of the convention; and	2. if originated by other than the bylaws committee, has been submitted to that committee on or before February 1 in the year of <u>October 1 preceding the</u> convention; and	2. if originated by other than the bylaws committee, has been submitted to that committee on or before October 1 preceding the convention; and

Proposed by: Bylaws Committee

Rationale: If the deadline for the Call to Convention and the notice of proposed amendments is changed to an earlier date, the deadline for submission of proposed amendments must be changed to a correspondingly earlier date to allow the Bylaws Committee the necessary time to review the proposed amendments, determine the Bylaws Committee recommendations, and prepare the proposals for publication. The current February 1 submission deadline is five months prior to the July 1 notice deadline. Five months prior to the proposed new February 15 deadline would be September 15, which may be too soon after the NAP Training Conference. October 1 (4½ months before the notice deadline) is more realistic, and still will allow the Bylaws Committee to complete its work in a timely manner.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted. (If Amendment 6 is defeated or withdrawn, the Bylaws Committee will move that this amendment be withdrawn.)

AMENDMENT 8: RP AND PRP RECERTIFICATION

Amend Article X, Commission on Credentialing, Section 6, Purpose by inserting after the words “establish renewal requirements and procedures” the words “which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.”

CURRENT WORDING	PROPOSED WORDING	IF ADOPTING WILL READ
Section 6. Purpose. The commission shall determine the professional credentials to be offered by NAP (RP®, PRP® and others as determined by the commission), shall establish the criteria for obtaining the credentials consistent with the body of knowledge, shall establish renewal requirements and procedures, and shall rule on all appeals arising from the credentialing process.	Section 6. Purpose. The commission shall determine the professional credentials to be offered by NAP (RP®, PRP® and others as determined by the commission), shall establish the criteria for obtaining the credentials consistent with the body of knowledge, shall establish renewal requirements and procedures <u>which shall focus on the completion of continuing education units and participation in parliamentary</u>	Section 6. Purpose. The commission shall determine the professional credentials to be offered by NAP (RP®, PRP® and others as determined by the commission), shall establish the criteria for obtaining the credentials consistent with the body of knowledge, shall establish renewal requirements and procedures which shall focus on the completion of continuing education units and participation in parliamentary

	<u>educational events at the local, state, district or national levels without the use of examinations or performance evaluations</u> , and shall rule on all appeals arising from the credentialing process.	educational events at the local, state, district or national levels without the use of examinations or performance evaluations, and shall rule on all appeals arising from the credentialing process.
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Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors

Rationale: Recertification requirements should focus on continuing education and participation in parliamentary educational events at all levels and not on examinations or performance evaluations. Other professions such as legal, medical and education focus their renewal recertification requirements on continuing education and not on re-testing. This amendment would make clear to the Commission on Credentialing the preference of NAP members for PRP and RP retention to focus on continuing education unit.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment and the conforming amendments BE adopted.

CONFORMING AMENDMENT 8A

Amend Article III, Members, Section 1, Classification, Subsection B, Credentialed Members, Paragraph 1, Registered Parliamentarian (RP®), Subparagraph b, by adding at the end of the paragraph the words, “which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPT WILL READ
b) To retain registered membership, the RP® shall successfully complete such requirements as designated by the Commission on Credentialing within each six-year period.	b) To retain registered membership, the RP® shall successfully complete such requirements as designated by the Commission on Credentialing within each six-year period <u>which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.</u>	b) To retain registered membership, the RP® shall successfully complete such requirements as designated by the Commission on Credentialing within each six-year period which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.

CONFORMING AMENDMENT 8B

Amend Article III, Members, Section 1, Classification, Subsection B, Credentialed Members, Paragraph 2, Professional Registered Parliamentarian (PRP®), Subparagraph b, by adding at the end of the paragraph the words, “which shall focus

on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPT WILL READ
<p>b) To retain professional registered membership, a PRP® shall successfully complete such requirements as designated by the Commission on Credentialing. Authors of the current edition of <i>Robert’s Rules of Order Newly Revised</i> shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.</p>	<p>b) To retain professional registered membership, a PRP® shall successfully complete such requirements as designated by the Commission on Credentialing <u>which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.</u> Authors of the current edition of <i>Robert’s Rules of Order Newly Revised</i> shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.</p>	<p>b) To retain professional registered membership, a PRP® shall successfully complete such requirements as designated by the Commission on Credentialing which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations. Authors of the current edition of <i>Robert’s Rules of Order Newly Revised</i> shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.</p>

CONFORMING AMENDMENT 8C

Amend Article X, Commission on Credentialing, Section 7, Duties, Subsection B. by adding at the end of the paragraph the words “which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.”

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
<p>B. approve education programs required to retain credentials;</p>	<p>B. approve education programs required to retain credentials <u>which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations.</u></p>	<p>B. approve education programs required to retain credentials which shall focus on the completion of continuing education units and participation in parliamentary educational events at the local, state, district or national levels without the use of examinations or performance evaluations;</p>

AMENDMENT 9: COMMISSION ON CREDENTIALING; ALTERNATIVE 1

Amend Article X, Commission on Credentialing, Section 4, Election of Commission, by inserting “A.” before “Members are elected,” and adding the following new subsection:

- B. Each year, nominations for commission members may be submitted to the Secretary by petition of at least 20 registered or professional registered members, accompanied by a written agreement of the nominee to serve if elected. The names of such nominees shall be published both on the NAP website and in the second quarter National Parliamentarian, accompanied by a picture of and statement by the nominee if those were included with the petition, and by a description of how registered and professional members may vote, in accordance with the procedure established under subsection C. Each year, the first quarter National Parliamentarian shall include the submission deadline of the second quarter National Parliamentarian, the length limit for commission candidate statements, which shall be established by the NP editor, and the text of this section.
- C. The Board of Directors shall establish procedures for the conduct and counting of voting for commission members by internet, postal mail, or both, including deadlines. A nominee or write-in candidate who receives a plurality shall be elected, tie votes being decided by lot. The President shall formally announce the results during the annual meeting under Article VI, Section 1, although the results may be informally made known following their counting. The term of a commission member so elected shall begin upon the adjournment of the annual meeting.
- D. The Board of Directors shall establish procedures for the conduct and counting of a vote by internet, postal mail, or both to remove members of the commission, which shall be conducted upon the receipt by the Secretary of a petition for removal of at least 50 registered or professional registered members.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 4. Election of Commission. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</p>	<p>Section 4. Election of Commission. <u>A. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</u> <u>B. Each year, nominations for commission members may be submitted to the Secretary by petition of at least 20 registered or professional registered members, accompanied by a written agreement of the nominee to serve if elected. The names of such nominees shall be published both on the NAP website and in the second quarter National Parliamentarian, accompanied by a picture of and statement by the nominee if those were included with the</u></p>	<p>Section 4. Election of Commission. A. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members. B. Each year, nominations for commission members may be submitted to the Secretary by petition of at least 20 registered or professional registered members, accompanied by a written agreement of the nominee to serve if elected. The names of such nominees shall be published both on the NAP website and in the second quarter National Parliamentarian, accompanied by a picture of and statement by the nominee if those were included with</p>

	<p><u>petition, and by a description of how registered and professional members may vote, in accordance with the procedure established under subsection C. Each year, the first quarter National Parliamentarian shall include the submission deadline of the second quarter National Parliamentarian, the length limit for commission candidate statements, which shall be established by the NP editor, and the text of this section.</u></p> <p>C. <u>The Board of Directors shall establish procedures for the conduct and counting of voting for commission members by internet, postal mail, or both, including deadlines. A nominee or write-in candidate who receives a plurality shall be elected, tie votes being decided by lot. The President shall formally announce the results during the annual meeting under Article VI, Section 1, although the results may be informally made known following their counting. The term of a commission member so elected shall begin upon the adjournment of the annual meeting.</u></p> <p>D. <u>The Board of Directors shall establish procedures for the conduct and counting of a vote by internet, postal mail, or both to remove members of the commission, which shall be conducted upon the receipt by the Secretary of a petition for removal of at least 50 registered or professional registered members.</u></p>	<p>the petition, and by a description of how registered and professional members may vote, in accordance with the procedure established under subsection C. Each year, the first quarter National Parliamentarian shall include the submission deadline of the second quarter National Parliamentarian, the length limit for commission candidate statements, which shall be established by the NP editor, and the text of this section.</p> <p>C. The Board of Directors shall establish procedures for the conduct and counting of voting for commission members by internet, postal mail, or both, including deadlines. A nominee or write-in candidate who receives a plurality shall be elected, tie votes being decided by lot. The President shall formally announce the results during the annual meeting under Article VI, Section 1, although the results may be informally made known following their counting. The term of a commission member so elected shall begin upon the adjournment of the annual meeting.</p> <p>D. The Board of Directors shall establish procedures for the conduct and counting of a vote by internet, postal mail, or both to remove members of the commission, which shall be conducted upon the receipt by the Secretary of a petition for removal of at least 50 registered or professional registered members.</p>
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Proviso: The Board of Directors shall establish procedures for the nomination by petition and election by internet, postal mail, or both, to be concluded no later than the end of February 2018, of two members whose term of office will expire upon the adjournment of the 2018 annual meeting and of two members whose term of office will expire upon the adjournment of the 2019 annual meeting. Those current members of the commission whose terms would have expired in 2016 shall remain in office until the election of the two members whose term of office will expire in 2019.

Proposed by: Henry M. Robert III Unit; Star City Area Unit; Grand Island Unit; Ho’oponopono Parliamentary Unit

Rationale: The credentialing process affects all credentialed members, not just those who go to a particular annual meeting (or convention). Election to the Commission on Credentialing by a small portion of our credentialed members handicaps the international direction of NAP and excludes many of our credentialed members who cannot attend the convention. The proposed change transitions a fair system of electing members who are willing to serve on the credentialing commission using modern day technology.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment NOT BE adopted.

Bylaws Committee Rationale: By providing for voting by internet or postal mail, this amendment violates the fundamental principle that voting is limited to members who are present at a properly scheduled or called meeting. By providing for election by plurality with ties decided by lot, the amendment violates the principle of majority rule. While bylaws *may* authorize practices at variance with fundamental principles, the Bylaws Committee believes that it is not in the best interest of NAP to do so for the election of such an important body as the Commission on Credentialing. Additionally, this proposal would result in substantial additional administrative burden to NAP staff if ballots are to be distributed by and returned to NAP Headquarters, or substantial additional cost if administration if the election is contracted to an outside firm.

AMENDMENT 10: ELECTION OF CREDENTIALING COMMISSION MEMBERS

Amend Article X, Commission on Credentialing, Section 4, Election of Commission by striking the first sentence and inserting, “Members shall be elected by the RP® and PRP® members by electronic balloting. Nominations shall be solicited by an announcement in the *National Parliamentarian* in the first quarter of each year. Persons wishing to serve on the commission shall indicate this to the NAP office by May 1 each year. The electronic ballot shall be made available to RP® and PRP® members during the month of July each year. A plurality vote shall be considered sufficient for election. The results of the election shall be made available to all RP® and PRP® members by August 15 each year by e-mail.”

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
<p>Section 4. Election of Commission. Members are elected by the RP® and PRP® members. The RP® and PRP® members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP® and PRP® members.</p>	<p>Section 4. Election of Commission. Members are elected by the RP® and PRP® members. <u>Members shall be elected by the RP® and PRP® members by electronic balloting. Nominations shall be solicited by an announcement in the <i>National Parliamentarian</i> in the first quarter of each year. Those wishing to serve on the commission shall indicate this to the NAP office by May 1 each year. The electronic ballot shall be made</u></p>	<p><u>Section 4. Election of Commission.</u> . Members shall be elected by the RP® and PRP® members by electronic balloting. Nominations shall be solicited by an announcement in the <i>National Parliamentarian</i> in the first quarter of each year. Those wishing to serve on the commission shall indicate this to the NAP office by May 1 each year. The electronic ballot shall be made available to RP® and PRP® members during the month of</p>

	<p><u>available to RP® and PRP® members during the month of July each year. A plurality vote shall be considered sufficient for election. The results of the election shall be made available to all RP® and PRP® members by August 15 each year by e-mail.</u></p> <p>The RP® and PRP® members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP® and PRP® members.</p>	<p>July each year. A plurality vote shall be considered sufficient for election. The results of the election shall be made available to all RP® and PRP® members by August 15 each year by e-mail.</p> <p>The RP® and PRP® members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP® and PRP® members.</p>
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Proviso: The NAP President shall convene a special meeting of all RP® and PRP® members present at the 2017 Convention, which meeting shall elect two commission members for a one-year term and two commission members for a two-year term. A majority vote shall be necessary for election.

Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors

Rationale: The current bylaws prescribe that the members of the Credentialing Commission shall be elected by the RP® and PRP® members, but the bylaws do not indicate the method of election. The 2015 Convention discussion indicated that the preference of the convention was for the commission members to be elected by ALL RP® and PRP® members. The only feasible way to do that would be through an electronic ballot. This amendment prescribes that method of election together with the necessary details for it to be implemented. This proposal calls for an annual electronic ballot and provides that a plurality vote shall be considered sufficient for election. This would be necessary to assure an election without repeated balloting if many candidates indicated a desire to serve. There will be some expense necessary to conduct the electronic ballot, but this would be much less than conducting a ballot by postal mail.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment NOT BE adopted.

Bylaws Committee Rationale: By providing for electronic balloting, this amendment violates the fundamental principle that voting is limited to members who are present at a properly scheduled or called meeting. By providing for election by plurality with ties decided by lot, the amendment violates the principle of majority rule. While bylaws *may* authorize practices at variance with fundamental principles, the Bylaws Committee believes that it is not in the best interest of NAP to do so for the election of such an important body as the Commission on Credentialing. Additionally, this proposal would result in substantial additional administrative burden to NAP staff if electronic ballots are to be distributed by and returned to NAP Headquarters, of substantial additional cost if administration of the election is contracted to an outside firm.

AMENDMENT 11: REMOVAL OF CREDENTIALING COMMISSION MEMBERS

Amend Article X, Commission on Credentialing, Section 4, Election of Commission, by striking the second sentence and inserting "The RP® and PRP® members may remove commission members or the entire commission with a vote of two-thirds of the RP® and PRP® members present at a special meeting of these members held either during the biennial NAP Convention or at the biennial NAP Training Conference. Such special meeting shall be called by the NAP President on the

request of 10% of the total number of RP® and PRP® members made by the first of May preceding the meeting sent to the NAP Office. Notice of such special meeting shall be given by e-mail to RP® and PRP® members no later than 60 days prior to the convening of the NAP Convention or NAP Training Conference. The NAP President shall preside at this special meeting.”

Current Wording	Proposed Wording	If Adopted Will Read
<p>Section 4. Election of Commission. Members are elected by the RP® and PRP® members. The RP® and PRP® members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP® and PRP® members.</p>	<p>Section 4. Election of Commission. Members are elected by the RP® and PRP® members. The RP® and PRP® members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP® and PRP® members. <u>The RP® and PRP® members may remove commission members or the entire commission with a vote of two-thirds of the RP® and PRP® members present at a special meeting of these members held either during the biennial NAP Convention or at the biennial NAP Training Conference. Such special meeting shall be called by the NAP President on the request of 10% of the total number of RP® and PRP® members made by the first of May preceding the meeting sent to the NAP Office. Notice of such special meeting shall be given by e-mail to RP® and PRP® members no later than 60 days prior to the convening of the NAP Convention or NAP Training Conference. The NAP President shall preside at this special meeting.</u></p>	<p>Section 4. Election of Commission. Members are elected by the RP® and PRP® members. The RP® and PRP® members may remove commission members or the entire commission with a vote of two-thirds of the RP® and PRP® members present at a special meeting of these members held either during the biennial NAP Convention or at the biennial NAP Training Conference. Such special meeting shall be called by the NAP President on the request of 10% of the total number of RP® and PRP® members made by the first of May preceding the meeting sent to the NAP Office. Notice of such special meeting shall be given by e-mail to RP® and PRP® members no later than 60 days prior to the convening of the NAP Convention or NAP Training Conference. The NAP President shall preside at this special meeting.</p>

Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors

Rationale: The current bylaws provide for the removal of commission members by the RP and PRP members, but does not provide any method for this action to take place. This amendment proposes that if 10% of the RP and PRP members request it, a special meeting shall be held at either the NAP Convention or the NAP Training Conference and gives the necessary specificity for such meeting to be called and held. This amendment also removes the word “entire” so that if 2/3rds of those RP and PRP members present and voting voted to do so, they could remove one or more commission members.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment NOT BE adopted.

Bylaws Committee Rationale: This amendment would introduce the conduct of substantive business, albeit of a limited nature, into the NAP Training Conference, which would conflict with the provisions of Article VI, Section 3 of the NAP Bylaws, which provides that the even-year membership meeting is to be “for the purpose of receiving reports on the activities and financial condition of the corporation by the NAP President and the NAP Treasurer” Additionally, the amendment introduces an unduly complicated procedure for removal of commission members, and allows for the possibility of the lapse of several months from the time that the need for removal becomes apparent and the actual removal.

AMENDMENT 12: COMMISSION ON CREDENTIALING; ALTERNATIVE 2

Amend Article X, Commission on Credentialing, Sections 3, Term, and 4, Election of Commission, substituting the following new Sections 3 through 7, and renumbering the succeeding sections accordingly:

- Section 3. Nominations.** Nominations may be made from the floor. No person’s name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.
- Section 4. Election.** Except as provided in Section 7, commission members shall be elected by ballot vote (paper or electronic) of the delegates in attendance at the biennial convention. If the election includes the filling of one or more unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.
- Section 5. Term.** Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.
- Section 6. Removal.** The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.
- Section 7. Vacancies.** If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the delegates in attendance shall elect a member to serve for a full term or for the remainder of the unexpired term, whichever is applicable.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p> <p>Section 4. Election of Commission. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</p>	<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p> <p>Section 4. Election of Commission. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</p>	<p>Section 3. Nominations. Nominations may be made from the floor. No person’s name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.</p> <p>Section 4. Election. Except as provided in Section 7, commission members shall be elected by ballot vote (paper or electronic) of the delegates in attendance at the biennial convention. If the election includes the filling of one or more</p>

	<p><u>Section 3. Nominations.</u> <u>Nominations may be made from the floor. No person’s name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.</u></p> <p><u>Section 4. Election.</u> <u>Except as provided in Section 7, commission members shall be elected by ballot vote (paper or electronic) of the delegates in attendance at the biennial convention. If the election includes the filling of one or more unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.</u></p> <p><u>Section 5. Term.</u> <u>Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.</u></p> <p><u>Section 6. Removal.</u> <u>The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.</u></p> <p><u>Section 7. Vacancies.</u> <u>If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the delegates in attendance shall elect a member to serve for a full term or for the remainder of the unexpired term, whichever is applicable.</u></p>	<p>unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.</p> <p>Section 5. Term. Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.</p> <p>Section 6. Removal. The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.</p> <p>Section 7. Vacancies. If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the delegates in attendance shall elect a member to serve for a full term or for the remainder of the unexpired term, whichever is applicable.</p>
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Proviso: If this amendment is adopted, four commissioners will be elected prior to adjournment of the convention. The three elected with the highest majorities shall serve a four-year term, expiring at the close of the 2021 convention. The one elected with the lowest majority shall serve a two-year term, expiring at the close of the 2019 convention, and the

terms currently scheduled to expire in 2018 will be extended to the close of the 2019 convention. Notwithstanding the provisions of Section 5, the members whose terms expired in 2016 shall be eligible for election to a new term.

Proposed by: Michigan Unit of Registered Parliamentarians; EastSide Parliamentary Law Unit; Louise Saks Parliamentary Unit; Sartwell-Tunstall Unit; Point of Order Parliamentary Law Unit; McCaskill Unit

Rationale: The current provision for electing members of the Commission on Credentialing is not practical and not feasible. The current provision would require an election to take place during both the NAP Biennial Convention and NAP Training Conference due to the three-year staggered terms. Currently, some members' terms expire during an odd-numbered year and some during an even-numbered year. Business is not conducted at the NAP Training Conference in the even-numbered year of a biennium; therefore, it is not possible to elect a successor to a member whose term expires in an even-numbered year without more extensive bylaws amendments or without some elaborate, costly, drawn-out process such as a mail-in nominations and election balloting. In addition, it is impractical to have the commission members elected or removed by a vote of *all* members (delegates). If the commission members are to be elected, four-year staggered terms, with nominations and election occurring during the biennial convention by a vote of the delegates in attendance, is more practical.

Currently, the provision restricts election to the commission to credentialed members. All NAP members have an impact on the work on the Commission on Credentialing. Regular members who are seeking RP status have just as much at stake as those who are already credentialed. Regular members make up the majority of our membership. The majority of our membership should not be disenfranchised from such an important decision in our organization.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE Adopted, and then be superseded by Amendment 13.

Bylaws Committee Rationale: The Bylaws Committee believes that this is preferable to the previous proposed amendments dealing with the Commission on Credentialing, for reasons stated in the Bylaws Committee Rationale for the previous amendments. The Bylaws Committee therefore recommends approval of this amendment. However, the Bylaws Committee believes that Amendment 13 is preferable as it retains the intent of the 2015 convention voting body by leaving the election in the hands of the RP and PRP members. The Bylaws Committee therefore believes that this amendment, if adopted, should be superseded by the adoption of Amendment 13.

AMENDMENT 13: COMMISSION ON CREDENTIALING; ALTERNATIVE 3

Amend Article X, Commission on Credentialing, Sections 3, Term, and 4, Election of Commission, substituting the following new Sections 3 through 7 and renumbering the succeeding section accordingly:

Section 3. Nominations. Nominations may be made from the floor. No person's name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.

Section 4. Election. Except as provided in Section 7, commission members shall be elected by ballot vote (paper or electronic) of the RPs and PRPs in attendance at the biennial convention. If the election includes the filling of one or more unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.

Section 5. Term. Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.

Section 6. Removal. The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.

Section 7. Vacancies. If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the RPs and PRPs in attendance shall elect a member to serve for a full term or for the remainder of the unexpired term, whichever is applicable.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p> <p>Section 4. Election of Commission. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</p>	<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p> <p>Section 4. Election of Commission. Members are elected by the RP[®] and PRP[®] members. The RP[®] and PRP[®] members may remove commission members or the entire commission for cause with a vote of two-thirds of the entire RP[®] and PRP[®] members.</p> <p><u>Section 3. Nominations. Nominations may be made from the floor. No person’s name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.</u></p> <p><u>Section 4. Election. Except as provided in Section 7, commission members shall be elected by of the RPs and PRPs in attendance at the biennial convention. If the election includes the filling of one or more unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.</u></p> <p><u>Section 5. Term. Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.</u></p>	<p>Section 3. Nominations. Nominations may be made from the floor. No person’s name may be placed on the ballot until the nominee has signed a form affirming qualification for the commission and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.</p> <p>Section 4. Election. Except as provided in Section 7, commission members shall be elected by ballot vote (paper or electronic) of the RPs and PRPs in attendance at the biennial convention. If the election includes the filling of one or more unexpired terms, the members receiving higher majorities shall serve full terms, and those receiving lower majorities shall serve the remainder of the unexpired terms.</p> <p>Section 5. Term. Members of the commission shall serve four-year staggered terms or until their successors are elected. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.</p> <p>Section 6. Removal. The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.</p> <p>Section 7. Vacancies. If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the RPs and PRPs in attendance shall elect a member to serve for a full term or for</p>

	<p><u>Section 6. Removal.</u> The NAP Board of Directors may remove commission members for cause by a vote of two-thirds of the entire board.</p> <p><u>Section 7. Vacancies.</u> If a vacancy on the commission occurs during a biennium, the NAP Board of Directors shall elect a commissioner to serve until the next biennial convention. At the next biennial convention, the RPs and PRPs in attendance shall elect a member to serve for a full term or for the remainder of the unexpired term, whichever is applicable.</p>	<p>the remainder of the unexpired term, whichever is applicable.</p>
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Proviso: If this amendment is adopted, four commissioners will be elected prior to adjournment of the convention. The three elected with the highest majorities shall serve a four-year term, expiring at the close of the 2021 convention. The one elected with the lowest majority shall serve a two-year term, expiring at the close of the 2019 convention, and the terms currently scheduled to expire in 2018 will be extended to the close of the 2019 convention. Notwithstanding the provisions of Section 5, the members whose terms expired in 2016 shall be eligible for election to a new term.

Proposed by: NAP Board of Directors

Rationale: With the current staggered three-year terms, the terms of some members expire during an odd-numbered year and some during an even-numbered year. Because no business is conducted at the NAP Training Conference in the even-numbered year of a biennium, there is no practical way to elect a successor to a member whose term expires in an even-numbered year without more extensive bylaws amendments. In addition, it is impractical to have the commission members elected or removed by a vote of *all* credentialed members. If the commission members are to be elected, four-year staggered terms, with nominations and election occurring during the biennial convention by a vote of those credentialed members in attendance, is more practical. The phrase “or until their successors are elected” is included to ensure continuity in the portions. There currently are two vacancies on the commission due to the expiration of the terms of two members, with no election held to reelect or replace them. Finally, because there is no practical way to conduct a removal vote, or a vote to fill a vacancy, during the time between conventions, those powers are given to the board. Removal would have to be for cause, and by the vote of two-thirds of the entire board; and filling of a vacancy would be only until the next convention.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 14: FOUR-YEAR TERMS FOR COMMISSION ON CREDENTIALING MEMBERS

Amend Article X, Commission on Credentialing, Section 3, Term, by striking “three” before “-year staggered” and inserting “four,” and striking out “a full three years” and inserting “one term.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p>	<p>Section 3. Term. Members of the commission shall serve three<u>four</u>-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years <u>one term</u>.</p>	<p>Section 3. Term. Members of the commission shall serve four-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for one term.</p>

Proviso: If this amendment is adopted, four commissioners will be elected prior to adjournment of the convention. The three elected with the highest majorities shall serve a four-year term, expiring at the close of the 2021 convention. The one elected with the lowest majority shall serve a two-year term, expiring at the close of the 2019 convention, and the terms currently scheduled to expire in 2018 will be extended to the close of the 2019 convention. Notwithstanding the provisions of this section, members whose terms expired in 2016 shall be eligible for election to a new term.

Proposed by: Michigan Unit of Registered Parliamentarians; EastSide Parliamentary Law Unit; Louise Saks Parliamentary Unit; Point of Order Parliamentary Law Unit

Rationale: With the current three-year staggered terms, the terms of some commission members expire in the odd-numbered years and some in the even-numbered years. There is no practical mechanism for conducting an election during the even-numbered years without extensive amendment of the NAP Bylaws. By changing to staggered four-year terms, commission members may be elected at the biennial conventions in the odd-numbered years.

Bylaws Committee Recommendation: The Bylaws Committee recommends that if Amendments 12 and 13 are defeated, this amendment BE adopted. (If either Amendment 12 or Amendment 13 is adopted, this amendment will become moot and will not be considered.)

AMENDMENT 15: TERMS FOR COMMISSION ON CREDENTIALING MEMBERS

Amend Article X, Commission on Credentialing, Section 3, Term, by inserting at the end of the first sentence, “or until their successors are elected.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
<p>Section 3. Term. Members of the commission shall serve three-year staggered terms. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p>	<p>Section 3. Term. Members of the commission shall serve three-year staggered terms <u>or until their successors are elected</u>. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p>	<p>Section 3. Term. Members of the commission shall serve three-year staggered terms <u>or until their successors are elected</u>. Members of the commission may serve two consecutive terms. Members may serve again after being out of office for a full three years.</p>

Proposed by: Michigan Unit of Registered Parliamentarians; EastSide Parliamentary Law Unit; Louise Saks Parliamentary Unit; Point of Order Parliamentary Law Unit

Rationale: The current bylaws only provide for fixed terms. As parliamentarians, we know the benefits of having the “or until your successor is elected” in order to deal with removal from office as well as filling vacancies when needed.

Bylaws Committee Recommendation: The Bylaws Committee recommends that if Amendments 12 and 13 are defeated, this amendment BE adopted. (If either Amendment 12 or Amendment 13 is adopted, this amendment will become moot and will not be considered.)

AMENDMENT 16: SALE OF NAP HEADQUARTERS BUILDING

Amend Article XIII, Administrative Operations, Section 1, NAP Headquarters, by adding, “The NAP Headquarters building may be sold only by a majority vote of the NAP Convention.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
Section 1. NAP Headquarters. The NAP Headquarters shall be located in Jackson County, Missouri.	Section 1. NAP Headquarters. The NAP Headquarters shall be located in Jackson County, Missouri. <u>The NAP Headquarters building may be sold only by a majority vote of the NAP Convention.</u>	Section 1. NAP Headquarters. The NAP Headquarters shall be located in Jackson County, Missouri. The NAP Headquarters building may be sold only by a majority vote of the NAP Convention.

Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors.

Rationale: When the current HQ Office Building was purchased in 1993, the size of the NAP Board was larger and was generally more representative of the membership. With the reduction of the board to nine (9) members, the office building, NAP’s main financial resource, could be sold by a vote of five persons. The NAP Headquarters building was purchased and financed through a vote of the NAP Convention and should be sold only with the consent of the convention.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be amended by adding “or a vote of three-fourths of the entire board of directors,” and that as amended, the amendment BE adopted.

Bylaws Committee Rationale: While the Bylaws Committee agrees that sale of the NAP Headquarters building should not be easily accomplished, limiting authority to the convention voting body is too restrictive. There could be unusual situations in which the necessity to wait up to two years to bring the issue of a sale before the convention could be detrimental to the best interest of NAP. Allowing the Board of Directors to make the decision, with the requirement of a three-fourths vote of the entire board (currently seven of the nine board members) allows for addressing such situation while at the same time providing a safeguard against a hasty or ill-advised decision.

AMENDMENT 17: ADDING TWO VICE PRESIDENTS

Amend Article V, Officers, Section 1, Officers by striking the words “a vice president” and inserting the words “a first vice-president, a second vice-president, a third vice-president.”

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
Section 1. Officers. The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, and three directors-at-large.	Section 1. Officers. The elected officers of NAP shall be a president, a vice-president <u>a first vice-president, a second vice-president, a third vice-president</u> , a secretary, a treasurer, and three directors-at-large.	Section 1. Officers. The elected officers of NAP shall be a president, a first vice-president, a second vice-president, a third vice-president, a secretary, a treasurer, and three directors-at-large.

Proviso If this amendment and its conforming amendments are adopted, after the election of officers at the 2017 NAP Convention, the newly elected vice-president shall become the first vice-president and the convention shall thereafter proceed to elect a second vice-president and a third vice-president.

Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors.

Rationale: Since the reduction of the Board of Directors to nine members it has become too easy for one or two dominant voices to sway the board. In addition, there is little continuity on the board. When NAP had three vice presidents generally persons elected as third vice-president moved up through the vice-presidencies and become NAP President. This provided stability on the board and assured that a person who was elected NAP President had sufficient background and experience with the structure and functions of various parts of the association in order to do an excellent job as President. Additional continuity from one administration to the next will benefit the association.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment and the conforming amendments NOT BE adopted.

Bylaws Committee Rationale: Adding two additional members to the board would increase NAP’s costs by adding two more members entitled to reimbursement for attendance at board meetings. There is no persuasive evidence that the Board of Directors has been, or is likely to be, swayed by “one or two dominant voices.” Additionally, this amendment would not ensure any greater continuity on the board, as there is no provision for automatic succession of any of the vice presidents (with the exception of the succession of the First VP in the event of a vacancy on the office of president).

CONFORMING AMENDMENT 17A

Amend Article V, Officers Section 2, Qualifications, Subsection A, Eligibility for President and Vice President, by striking the entire section and inserting the following: “**Eligibility for President and Vice-Presidents.** To be eligible to serve as president or as a vice-president, a candidate:”

Current Wording	Proposed Wording	If Adopted Will Read
A. Eligibility for President and Vice-Presidents. To be eligible to serve as president or vice-president, a candidate:	A. Eligibility for President and Vice-Presidents. To be eligible to serve as president or <u>as a</u> vice-president, a candidate:	A. Eligibility for President and Vice-Presidents. To be eligible to serve as president or as a vice-president, a candidate:

CONFORMING AMENDMENT 17B

Amend Article V, Officers, Sections 6, Term of Office, and 8, Duties of Officer, and Article VII, NAP Board of Directors, Section 1, Composition, by striking “vice-president” wherever it appears and inserting “vice-presidents.”

CONFORMING AMENDMENT 17C

Amend Article V. Officers, Section 7, Vacancy in Office by inserting before the words “vice-president” the word “first.”

CURRENT WORDING	PROPOSED WORDING	IF AMENDED WILL READ
A. If there is a vacancy in the office of president created by death, resignation, or incapacity as determined by the NAP Board of Directors, the vice-president shall immediately assume the office of president.	A. If there is a vacancy in the office of president created by death, resignation, or incapacity as determined by the NAP Board of Directors, the <u>first</u> vice-president shall immediately assume the office of president.	A. If there is a vacancy in the office of president created by death, resignation, or incapacity as determined by the NAP Board of Directors, the first vice-president shall immediately assume the office of president.

Rationale: To clarify which vice-president would succeed to the office of president if a vacancy occurs.

AMENDMENT 18: NOMINATING COMMITTEE

Amend the NAP Bylaws by inserting the following new Article VI, Nominations and Elections, and renumbering the remaining articles:

**ARTICLE VI
NOMINATIONS AND ELECTIONS**

Section 1. Nominating Committee.

- A. Membership.** The nominating committee shall consist of one member from each district.
- B. Eligibility to Serve.** No member shall serve two terms consecutively on the committee. No state or province shall be represented for two consecutive terms.
- C. Election of Members.** Nominations for members of the nominating committee shall be made from the floor. Members shall be elected by ballot before the close of the convention. A majority vote shall be required for election.
- D. Vacancies.** Vacancies in the membership shall be filled by the board of directors.
- E. Election of the Chairman.** The chairman of the nominating committee shall be the nominating committee member who received the largest number of votes on the first ballot on which at least one candidate received a majority vote.
- F. Duties.** The nominating committee shall consider the qualifications of all candidates for elected officers proposed by any NAP member. Names submitted to the committee shall be accompanied by a statement of qualifications and received by the committee by January 15 of the election year. The committee shall

hold a meeting no later than March 1. The nominating committee shall submit at least one name for each position to be filled.

G. Committee Report. The report of the committee shall be submitted to the editor for inclusion in the *National Parliamentarian*[®] with the call to convention and shall be read on the first day of the convention.

H. Nominations from the Floor. Following the report of the committee, additional nominations may be made from the floor. No name shall be placed in nomination without written consent of the nominee.

Section 2. Election of Officers. Officers shall be elected by ballot at convention. A majority vote shall be required for election.

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
	<p>ARTICLE VI <u>Nominations and Elections</u></p> <p><u>Section 1. Nominating Committee.</u></p> <p>A. <u>Membership.</u> <u>The nominating committee shall consist of one member from each district.</u></p> <p>B. <u>Eligibility to Serve.</u> <u>No member shall serve two terms consecutively on the committee. No state or province shall be represented for two consecutive terms.</u></p> <p>C. <u>Election of Members.</u> <u>Nominations for members of the nominating committee shall be made from the floor. Members shall be elected by ballot before the close of the convention. A majority vote shall be required for election.</u></p> <p>D. <u>Vacancies.</u> <u>Vacancies in the membership shall be filled by the board of directors.</u></p> <p>E. <u>Election of the Chairman.</u> <u>The chairman of the nominating committee shall be the nominating committee member who received the largest number of votes on the first ballot on which at least one candidate received a majority vote.</u></p> <p>F. <u>Duties.</u> <u>The nominating committee shall consider the</u></p>	<p>ARTICLE VI <u>Nominations and Elections</u></p> <p><u>Section 1. Nominating Committee.</u></p> <p>A. <u>Membership.</u> <u>The nominating committee shall consist of one member from each district.</u></p> <p>B. <u>Eligibility to Serve.</u> <u>No member shall serve two terms consecutively on the committee. No state or province shall be represented for two consecutive terms.</u></p> <p>C. <u>Election of Members.</u> <u>Nominations for members of the nominating committee shall be made from the floor. Members shall be elected by ballot before the close of the convention. A majority vote shall be required for election.</u></p> <p>D. <u>Vacancies.</u> <u>Vacancies in the membership shall be filled by the board of directors.</u></p> <p>E. <u>Election of the Chairman.</u> <u>The chairman of the nominating committee shall be the nominating committee member who received the largest number of votes on the first ballot on which at least one candidate received a majority vote.</u></p> <p>F. <u>Duties.</u> <u>The nominating committee shall consider the qualifications of all candidates for elected officers proposed by</u></p>

	<p><u>qualifications of all candidates for elected officers proposed by any NAP member. Names submitted to the committee shall be accompanied by a statement of qualifications and received by the committee by January 15 of the election year. The committee shall hold a meeting no later than March 1. The nominating committee shall submit at least one name for each position to be filled.</u></p> <p>G. Committee Report. <u>The report of the committee shall be submitted to the editor for inclusion in the <i>National Parliamentarian</i>® with the call to convention and shall be read on the first day of the convention.</u></p> <p>H. Nominations from the Floor. <u>Following the report of the committee, additional nominations may be made from the floor. No name shall be placed in nomination without written consent of the nominee.</u></p> <p>Section 2. Election of Officers. <u>Officers shall be elected by ballot at convention. A majority vote shall be required for election.</u></p>	<p>any NAP member. Names submitted to the committee shall be accompanied by a statement of qualifications and received by the committee by January 15 of the election year. The committee shall hold a meeting no later than March 1. The nominating committee shall submit at least one name for each position to be filled.</p> <p>G. Committee Report. The report of the committee shall be submitted to the editor for inclusion in the <i>National Parliamentarian</i>® with the call to convention and shall be read on the first day of the convention.</p> <p>H. Nominations from the Floor. Following the report of the committee, additional nominations may be made from the floor. No name shall be placed in nomination without written consent of the nominee.</p> <p>Section 2. Election of Officers. Officers shall be elected by ballot at convention. A majority vote shall be required for election.</p>
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Proviso: Immediately after the approval of this amendment the assembly shall proceed to the election of a 2017-2019 Nominating Committee.

Proposed by: Missouri Past Presidents and Registered Parliamentarians Unit, Jacomo Unit, Florida State Association of Parliamentarians Board of Directors, San Antonio Unit, Alamo Unit, Texas State Association of Parliamentarians Board of Directors

Rationale: For 81 years NAP utilized a Nominating Committee. In 2011, this committee was eliminated from the NAP Bylaws. Since there would no longer be a Nominating Committee to vet potential nominees, the expectation was that persons who were serious about running for election would submit their names and biographical information for publication in the *National Parliamentarian* so that the membership could do the necessary vetting prior to the election for officers at the national convention. Since the elimination of the Nominating Committee there has been an increasing tendency for nominees to bypass the submission of biographical information and simply run from the floor. Thus, neither a nominating committee nor the membership at large is given the opportunity to vet potential officers prior to the convention. The reinstatement of the Nominating Committee is in compliance with the 11th Edition of RONR and

with the longstanding procedure used by NAP for 81 years. This amendment uses the same language that appeared in the NAP Bylaws in the years just prior to the 2011 National Convention.

Bylaws Committee Recommendation: The Bylaws Committee recommends that the proviso be amended by substituting “If this amendment is adopted, the assembly shall elect the 2017-2019 Nominating Committee prior to adjournment.” The Bylaws Committee has no recommendation on the amendment as amended.

Bylaws Committee Rationale: The proviso, as proposed, would require that immediately after adoption of this amendment, consideration of proposed bylaws amendment be interrupted for the immediate election of the Nominating Committee, entailing nominations, probable speeches by the nominees, and election (with the possibility of multiple rounds of voting for some positions). The Bylaws Committee believes that it would be preferable to first complete consideration of the proposed amendments, and then hold the election of the Nominating Committee at some other time prior to adjournment of the convention. Except for amendment of the proviso, however, the Bylaws Committee takes no position on this amendment.

AMENDMENT 19: BOARD DUTIES

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of NAP Board of Directors, Paragraph 16, by striking “district directors” and inserting “chairmen.”

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
16. approve appointment of district directors in unchartered territories;	16. approve appointment of district directors <u>chairmen</u> in unchartered territories;	16. approve appointment of chairmen in unchartered territories;

Proposed by: Bylaws Committee

Rationale: It is the district directors’ appointments of state, province, or country chairmen, and not appointment of district directors, that is to be approved. (See NAP Bylaws, Article IV, Section 4A.) The district directors themselves are elected. (NAP Bylaws, Article IV, Section 2B2.)

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 20: ASSOCIATION STATUS WITHIN DISTRICTS

At each location where “the district to which the association belongs” appears, strike “to which the association belongs” and insert “in which the association is located.”

Proposed by: Bylaws Committee

Rationale: Districts are created, and their boundaries may be changed, by the NAP Board of Directors. Associations are chartered by NAP and not by the district in which they ae located, and do not actually “belong” to the district.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 21: UNIT STATUS WITHIN ASSOCIATIONS

At each location where “the association to which the unit belongs” appears, strike “to which the unit belongs” and insert a comma and “if any, with which the unit is affiliated.”

Proposed by: Bylaws Committee

Rationale: Units, like associations, are chartered directly by NAP. While units are affiliated with the association, if any, within which they are located, they do not actually “belong” to the association. The phrase, “if any,” recognizes that some units (an electronic unit that chooses no association affiliation, or a unit chartered in a state, province, or country that does not have an association) may not be affiliated with any association.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 22: ASSOCIATION PROVISIONAL MEMBERS

Amend Article IV, Divisions, Section 3, Associations, Subsection E. Bylaws of an Association. Paragraph 2, by striking “provisionals who are association members: and inserting “provisional members of the association.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
2. An association shall provide for primary and affiliate members and may include provisional, honorary, and life members as association members, in accordance with the definitions of these terms in Article IV, Section 8A. The association bylaws may limit the rights of provisionals who are association members.	2. An association shall provide for primary and affiliate members and may include provisional, honorary, and life members as association members, in accordance with the definitions of these terms in Article IV, Section 8A. The association bylaws may limit the rights of provisionals who are association members <u>provisional members of the association</u> .	2. An association shall provide for primary and affiliate members and may include provisional, honorary, and life members as association members, in accordance with the definitions of these terms in Article IV, Section 8A. The association bylaws may limit the rights of provisional members of the association.

Proposed by: Bylaws Committee

Rationale: Eliminates use of the adjective “provisional” as a noun.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 23: PRIMARY MEMBER DEFINITION

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations, and Units, Subsection A, Definitions, Paragraph 1, by striking “are counted in the association or unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions,” and inserting, “have designated their primary membership in the association or unit in accordance with Article IV, Section 8C.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
1. Primary members of an association or unit shall be NAP members who are counted in the association or unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions.	1. Primary members of an association or unit shall be NAP members who are counted in the association or unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions <u>have designated their primary membership in the association or unit in accordance with Article IV, Section 8C.</u>	1. Primary members of an association or unit shall be NAP members who have designated their primary membership in the association or unit in accordance with Article IV, Section 8C.

Proposed by: Bylaws Committee

Rationale: The current wording is not actually a definition of what primary members *are*, but only defines *how they are treated* for purposes of an association’s or unit’s convention delegate strength. The amendment more clearly defines the term. Reference to counting toward convention delegate entitlement is unnecessary, as that is adequately covered by Article VI, Sections 2B6 & 2B8.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 24: AFFILIATE MEMBER DEFINITION

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations, and Units, Subsection A, Definitions, Paragraph 2, by striking, “and who are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
2. Affiliate members of an association or unit shall be NAP members who are primary members of another association or unit and who are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions.	2. Affiliate members of an association or unit shall be NAP members who are primary members of another association or unit and who are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions.	2. Affiliate members of an association or unit shall be NAP members who are primary members of another association or unit.

Proposed by: Bylaws Committee

Rationale: The deleted language is unnecessary, as Article VI, Sections 2B6 & 2B8 make it clear that only primary members are counted toward convention delegate entitlement.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 25: ASSOCIATION MEMBER-AT-LARGE DEFINITION

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations, and Units, Subsection A, Definitions, Paragraph 3, by striking “that belongs to” and inserting “affiliated with.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
3. A member-at-large of an association shall be a member of an association who is not a member of a unit that belongs to that association.	3. A member-at-large of an association shall be a member of an association who is not a member of a unit that belongs to <u>affiliated with</u> that association.	3. A member-at-large of an association shall be a member of an association who is not a member of a unit affiliated with that association.

Proposed by: Bylaws Committee

Rationale: Units, like associations, are chartered by NAP. While units are affiliated with the association, if any, within which they are located, they do not actually “belong” to the association.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 26: PROVISIONAL MEMBER DEFINITION

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations, and Units, Subsection A, Definitions, Paragraph 7, by substituting the following language:

- 7. Provisional members of an association or unit shall be individuals who are not NAP members but who are preparing for NAP membership.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
7. Provisionals shall be individuals who are preparing for NAP membership. Provisionals are not NAP members and are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions. In accordance with Article IV, Section 3E2 and Section 5D2, provisionals may be members of associations and units.	7. Provisionals shall be individuals who are preparing for NAP membership. Provisionals are not NAP members and are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions. In accordance with Article IV, Section 3E2 and Section 5D2, provisionals may be members of associations and units. 7. <u>Provisional members of an association or unit shall be individuals who are not NAP members but who are preparing for NAP membership.</u>	7. Provisional members of an association or unit shall be individuals who are not NAP members but who are preparing for NAP membership.

Proposed by: Bylaws Committee

Rationale: Eliminates unnecessary detail that is adequately covered by other provisions, as well as eliminating use of the adjective "provisional" as a noun.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 27: YOUTH DEFINITION

Amend Article III, Members, Section 3, Dues, Subsection C, Student Dues Reduction, by inserting "of age" following "years."

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
<p>C. Student Dues Reduction. An individual who is a full-time student shall qualify for a 50% reduction in dues for the individual's membership classification. A full-time student shall be defined as an individual 25 years or less and who is currently:</p> <ol style="list-style-type: none">1. enrolled full time in a college program, high school, or home school setting; or2. serving as active duty military.	<p>C. Student Dues Reduction. An individual who is a full-time student shall qualify for a 50% reduction in dues for the individual's membership classification. A full-time student shall be defined as an individual 25 years <u>of age</u> or less and who is currently:</p> <ol style="list-style-type: none">1. enrolled full time in a college program, high school, or home school setting; or2. serving as active duty military.	<p>C. Student Dues Reduction. An individual who is a full-time student shall qualify for a 50% reduction in dues for the individual's membership classification. A full-time student shall be defined as an individual 25 years of age or less and who is currently:</p> <ol style="list-style-type: none">1. enrolled full time in a college program, high school, or home school setting; or2. serving as active duty military.

Proposed by: Bylaws Committee

Rationale: Addition of the phrase "of age" makes the sentence more grammatically correct and clearer.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 28: NOTIFICATION OF ASSOCIATION OFFICER CHANGES

Amend Article IV, Divisions, Section 3, Associations, by inserting a new Subsection F, Association Officer Changes to read as follows, and re-lettering the succeeding subsection:

- E. ASSOCIATION OFFICER CHANGES.** An association shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.

CURRENT WORDING	PROPOSED WORDING	IF ADOPTED WILL READ
	<p>F. ASSOCIATION OFFICER CHANGES. <u>An association shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.</u></p>	<p>F. ASSOCIATION OFFICER CHANGES. An association shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.</p>

Proposed by: Bylaws Committee

Rationale: NAP Headquarters often needs to communicate essential information to one or more of the association’s officers. Although the NAP web site includes an electronic form for submitting officer information, the bylaws contain no specific requirement to do so. This amendment will provide such a requirement.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 29: NOTIFICATION OF UNIT OFFICER CHANGES

Amend Article IV, Divisions, Section 5, Units, by inserting a new Subsection E, Unit Officer Changes, to read as follows, and re-lettering the succeeding subsection:

E. UNIT OFFICER CHANGES. A unit shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
	<p>E. UNIT OFFICER CHANGES. <u>A unit shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.</u></p>	<p>E. UNIT OFFICER CHANGES. A unit shall provide NAP Headquarters with the names of any new officers within thirty days after their election or appointment.</p>

Proposed by: Bylaws Committee

Rationale: NAP Headquarters often needs to communicate essential information to one or more of the unit’s officers. Although the NAP web site includes an electronic form for submitting officer information, the bylaws contain no specific requirement to do so. This amendment will provide such a requirement.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 30: PROVISION OF ASSOCIATION BYLAWS TO NAP

Amend Article IV, Divisions, Section 3, Associations, Subsection E, Bylaws of an Association, Paragraph 4, by striking all text following “An association shall,” and inserting, “provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the association’s bylaws.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
4. An association shall communicate with NAP Headquarters on an annual basis, either certifying no change in the association bylaws or providing a current copy of its bylaws (See Article IV, Section 3F4).	4. An association shall communicate with NAP Headquarters on an annual basis, either certifying no change in the association bylaws or providing a current copy of its bylaws (See Article IV, Section 3F4). <u>provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the association’s bylaws.</u>	4. An association shall provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the association’s bylaws.

Proposed by: Bylaws Committee

Rationale: The current provision requires that associations, on an annual basis, either certify that there has been no change to their bylaws, or to provide a current copy of the association bylaws, but provide no guidance on the timing of those actions. The amendment will provide more specific guidance. The requirement that associations certify no change to their bylaws is omitted as unnecessary. If no new copy is submitted, it should be assumed that no amendments were adopted. The reference to Article IV, Section 3F4 also is omitted from the new language as unnecessary.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

AMENDMENT 31: PROVISION OF UNIT BYLAWS TO NAP

Amend Article IV, Divisions, Section 5, Units, Subsection D, Bylaws of a Unit, Paragraph 5, by striking all text following “A unit shall,” and inserting, “provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the unit’s bylaws.”

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
5. A unit shall communicate with NAP Headquarters on an annual basis, either certifying no change in the unit’s bylaws or providing a current copy of its bylaws. (See Article IV, Section 5E4).	5. A unit shall communicate with NAP Headquarters on an annual basis, either certifying no change in the unit’s bylaws or providing a current copy of its bylaws. (See Article IV, Section 5E4). <u>provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the unit’s bylaws.</u>	5. A unit shall provide a copy of its bylaws to NAP Headquarters within thirty days after adoption of any amendment to the unit’s bylaws.

Proposed by: Bylaws Committee

Rationale: The current provision requires that units, on an annual basis, either certify that there has been no change to their bylaws, or to provide a current copy of the unit bylaws, but provide no guidance on the timing of those actions. The amendment will provide more specific guidance. The requirement that units certify no change to their bylaws is omitted as unnecessary. If no new copy is submitted, it should be assumed that no amendments were adopted. The reference to Article IV, Section 5E4 also is omitted from the new language as unnecessary.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment BE adopted.

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®

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