NATIONAL ASSOCIATION OF PARLIAMENTARIANS®

Proposed
Bylaws and
Standing Rules Amendments
40th Biennial Convention
September 4-9, 2015
OFFICIAL NOTICE

This booklet contains notice of the proposed amendments to be considered by the delegates to the NAP Biennial Convention, September 4-7, 2015, in Alexandria, Virginia.

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

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 bylaw committee’s recommendation, which may include a proposed amendment, and the bylaw committee’s rationale for the recommendation.

There will be a bylaws forum at the convention. If so, please refer to the convention schedule for the date, time, and location of this forum once you have arrived at the convention. During any such forum, the bylaws committee will facilitate open discussion (no action) of the proposed bylaw 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.

National Association of Parliamentarians Bylaws Committee
Weldon L. Merritt, PRP, Chairman
Rochester A. Baker, PRP
Ella Carlson, PRP
Helen Popovich, PRP
Barbara J. Rosi, PRP
Ann L. Rempel, PRP, ex officio
Ann Guiberson, PRP, ex officio
Dr. Leonard M. Young, PRP, advisor

Formatting used in printing the proposed bylaw amendments:
Underlined print = insert or add
Line through words = strike out
Preface to Bylaw 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]

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.

Thanks are expressed to the members of the 2013-2015 NAP Bylaws Committee for their excellent service. The members of the bylaws committee are: Weldon L. Merritt, PRP (chairman); Rochester A. Baker, PRP; Ella Carlson, PRP; Helen Popovich, PRP; Barbara J. Rosi, PRP; and Ann L. Rempel, PRP. Additional thanks are expressed to NAP Parliamentarian Dr. Leonard M. Young, PRP, for assistance in the organization and presentation of these amendments; to Thomas J. Balch, PRP for consultation in relation to the issues of supersedence and conformity; and to Carl S. Silverman, PRP for his legal review of the proposed bylaws.

Ann Guiberson
NAP President

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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.
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PROPOSED BYLAWS AMENDMENTS

AMENDMENT #1: DISTRICT DIRECTORS ON BOARD ELECTED BY CONVENTION

Amend Article VII, NAP Board of Directors, Section 1, Composition by striking “and” following “elected by,” and inserting “the delegates at the convention.”

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<td>Section 1. Composition. The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, three directors-at-large, and two district directors elected by and from among the eight district directors for the incoming biennium.</td>
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Proposed by: Alabama State Association of Parliamentarians, Capital City Parliamentarians Unit, East Side Parliamentary Law Unit, Evergreen Research Parliamentary Law Unit, Parliamentarians of Metro New York, Point of Order Parliamentary Law Unit, and Sartwell-Tunstall Unit.

Rationale: Currently, the two district director representatives are the only positions on the board of directors not elected by the convention delegates. While guaranteed grass root representation should be continued by leaving the two district director representatives on the board of directors, these representatives should be elected democratically by the convention like the other board positions.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be adopted and then superseded by the adoption of proposed amendment #3. The bylaws committee believes Amendment #3 is the best alternative to the matter of district directors on the board. However, if Amendment #3 is lost, the second best alternative is Amendment #1.

AMENDMENT #2: ALL EIGHT DISTRICT DIRECTORS ON BOARD

Amend Article VII, NAP Board of Directors, Section 1, Composition by striking “two district directors elected by and from among the eight district directors for the incoming biennium” and inserting “all district directors.”

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<td>Section 1. Composition. The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, three directors-at-large, and all district directors.</td>
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Proposed by: Michigan State Association of Parliamentarians, Michigan Unit of Registered Parliamentarians, Genesee Area Unit, and Louise Saks Parliamentary Unit

Rationale:

a) **Original limiting rationale no longer pivotal.** Reducing Board operating costs was the original reason for limiting the district directors on the NAP Board of Directors. Cost has been dramatically reduced by the use of monthly electronic meetings leaving only two in-person meetings per year. An operating decision could be made to reduce the costs of those face-to-face meetings if other budget restrictions are needed. Restricting Board size is no longer required to manage costs.

b) **Enhances financial management:** In fact, additional cost savings could occur if all the district directors did serve on the board. It may be desirable but it is no longer necessary to send a Board representative to district conferences since the district director presiding at the conference will be a NAP Board member.

c) **Ensures equal representation:** All districts will have similar status, access and opportunity to be heard and represented. Currently, two district directors elected by and from among the eight district directors for the incoming biennium serve on the board. They not only attend but are allowed to fully participate in all board deliberations. This ensures that their districts are fully represented and an opportunity exists for the Board to consider any impacts the Board’s actions will have on these districts. District directors who are not among the elected two are allowed to attend board meetings but are restricted to the status of an observer only. The impacts of board action on their districts cannot be raised by district directors who do not serve on the board. Further, non-serving district directors have no access to information or deliberations when the Board enters into executive session. The members in their districts therefore are treated differently and have less representation and communication.

d) **Expands potential leadership pool:** When more district directors serve on the NAP Board more members will have the essential board experience which is required for successful election to the highest levels of NAP leadership.

e) **Provides increased opportunities for communication between NAP and its members.** When district directors serve on the board they have first-hand knowledge of NAP actions, policies and operations. This ensures the dissemination of board and committee reports and other source information which keeps information flowing to, and through, our organization.

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

**Bylaws Committee Rationale:** Contrary to the rationale given by the proposers, if this amendment is adopted, there would be additional costs to the association as the size of the board would become larger. The board has never had more than two face-to-face regular meetings per year. In addition, when members are elected to the board they represent the entire association not just the districts to which they belong.

**AMENDMENT #3: BOARD OF DIRECTORS COMPOSITION**

Amend Article VII, NAP Board of Directors, Section 1, Composition by striking “three directors-at-large, and two district directors elected by and from among the eight district directors for the incoming biennium,” and inserting “and five directors-at-large.”
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<td><strong>Section 1. Composition.</strong> The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, three directors-at-large, and two district directors elected by and from among the eight district directors for the incoming biennium and five directors-at-large.</td>
<td><strong>Section 1. Composition.</strong> The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, and five directors-at-large.</td>
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**Proviso:** If this amendment is adopted, election of two additional directors-at-large shall be conducted prior to the close of the convention.

**Proposed by:** NAP Board of Directors

**Rationale:** All members of the board of directors should be elected by the delegates. District directors have the same right to run for office as any other member, so they have an opportunity to be elected just as any other eligible member. Currently eight members elect the two district directors to the board of directors and the delegates have no voice in determining who the two elected are.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that this amendment be adopted even if either or both of Amendments #1 and #2 have already been adopted. This is the proposal with the greatest scope and, if adopted, would supersede both of these amendments.

**CONFORMING AMENDMENT #3A:**

Amend Article V, Officers, Section 1, Officers, by striking “three” and inserting “five” preceding “directors-at-large.

**AMENDMENT #4: CONSISTENT OFFICER TERM LIMITS**

Amend Article V, Officers, Section 5, Term of Office by striking, “The president and vice-president shall serve only one term in the same office. The secretary, treasurer, and directors-at-large shall not serve more than two consecutive terms in the same office and may serve again after being out of office for at least one term,” and inserting, “No officer shall serve more than two consecutive terms in the same office.”

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<td><strong>Section 5. Term of Office.</strong> Officers shall assume office at the close of the convention at which they are elected. Officers shall serve until the close of the next convention or until their successors assume office. The president and vice-president shall serve only one term in the same office. The secretary,</td>
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treauser, and directors-at-large shall not serve more than two consecutive terms in the same office and may serve again after being out of office for at least one term.

Proposed by: NAP Board of Directors

Rationale: (1) This simplifies the term limits. (2) The current bylaw is a lifetime prohibition against the vice-president or president from serving in the same office. (3) Members should have the freedom to decide whether they want to have an individual serve more than one term in a specific office. (4) Remove redundant wording regarding service again after being out of office. (5) Due to the recent revision, reincorporation, and major changes in strategic planning, it is desirable for officers to have an opportunity to serve more than one term, subject to the wishes of the members.

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

AMENDMENT #5: CONTINUOUS PRP STATUS FOR ELIGIBILITY FOR PRESIDENT AND VICE PRESIDENT

Amend Article V Officers, Section 2, Qualifications, Subsection A, Eligibility for President and Vice President, Paragraph 2 by inserting “professional registered” preceding “member.”

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<td>2. shall have been a member for at least five consecutive years immediately before the beginning of the term for which nominated; and</td>
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Proposed by: Bylaws Committee

Rationale: The requirement that the president or vice president must be a member for five years would allow a member who had just attained PRP status immediately prior to the convention to be eligible to serve. The requirement that to be eligible to serve in these offices a member must have been a PRP for five years prior to election would provide that anyone serving in these offices have several years of professional parliamentary experience.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be adopted.
**AMENDMENT #6: SERVICE ON BOARD OF DIRECTORS**

Amend Article VII, NAP Board of Directors, Section 1, Composition by adding “No member of the NAP Board of Directors shall serve concurrently on the board of directors of any other national parliamentary organization.”

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<td><strong>Section 1. Composition.</strong> The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, three directors-at-large, and two district directors elected by and from among the eight district directors for the incoming biennium.</td>
<td><strong>Section 1. Composition.</strong> The members of the NAP Board of Directors shall be the president, vice-president, secretary, treasurer, three directors-at-large, and two district directors elected by and from among the eight district directors for the incoming biennium. No member of the NAP Board of Directors shall serve concurrently on the board of directors of any other national parliamentary organization.</td>
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**Proposed by:** New England Association of Parliamentarians, New York State Association of Parliamentarians

**Rationale:** Members of the board of directors have a fiduciary responsibility to NAP. One component of this responsibility is the duty of loyalty to NAP. That duty requires that the director maintain confidential information and forego personal or professional interests or the interests of any other organization. NAP must come first in the directors’ loyalties. Service on the board of directors of other national parliamentary organizations creates a direct conflict with similar programs and fund-raising objectives.

**Bylaws Committee Recommendation:** Bylaws Committee recommends that this amendment NOT be adopted.

**Bylaws Committee Rationale:** In electing the members of the board of directors, the members expect those elected to fulfill their fiduciary duty. They can do this regardless of whether or not they serve as leaders in other national parliamentary organization.

**AMENDMENT #7: CONVENTION VOTING BODY**

Amend Article VI, Meetings, Section 2, Conventions, Subsection B, Voting Body by inserting new Paragraphs 5 through 7, to read as follows, and renumbering the remaining paragraphs:

5. convention coordinator and assistant coordinator;
6. convention workshop coordinator and assistant coordinator;
7. leadership conference coordinator and assistant coordinator;

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<td><strong>B. Voting Body.</strong> The voting body of the convention shall be comprised of the following NAP members who are</td>
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delegates registered as in attendance and who have paid the appropriate registration fee:
1. members of the NAP Board of Directors;
2. district directors;
3. editor of the National Parliamentarian®;
4. standing committee chairmen;
5. NAP past presidents;
6. delegates representing each association selected as provided in the association bylaws as follows:
   a) six delegates; and
   b) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;
7. delegates representing each unchartered state or province, selected by the chairman, the number of whom depends on the number of qualifying members as follows (a “qualifying member” being defined as a member-at-large whose principal residence is in the state or province and who is not a primary member of any association as of March 1 of the convention year):
   a) the chairman;
   b) one additional delegate for up to the first five qualifying members; and
   c) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;
8. convention coordinator and assistant coordinator;
9. convention workshop coordinator and assistant coordinator;
10. leadership conference coordinator and assistant coordinator;
11. delegates representing each unchartered state or province, selected by the chairman, the number of whom depends on the number of qualifying members as follows (a “qualifying member” being defined as a member-at-large whose principal residence is in the state or province and who is not a primary member of any association as of March 1 of the convention year):
   a) the chairman;
   b) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;
   c) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;
c) one additional delegate for each additional five qualifying members or major fraction thereof;

8. delegates representing each unit, selected as provided in the unit bylaws, based on the primary membership as of March 1 of the convention year, as follows:
   a) one delegate for the first five primary members of the unit; and
   b) one additional delegate for each additional five primary members or major fraction thereof;

9. one delegate from each club who shall be a member of NAP, selected as provided in the club bylaws; and

10. one delegate from each youth group, selected as provided in the youth group bylaws.

Member of any association as of March 1 of the convention year:
   a) the chairman;
   b) one additional delegate for up to the first five qualifying members; and
   c) one additional delegate for each additional five qualifying members or major fraction thereof;

8–11. delegates representing each unit, selected as provided in the unit bylaws, based on the primary membership as of March 1 of the convention year, as follows:
   a) one delegate for the first five primary members of the unit; and
   b) one additional delegate for each additional five primary members or major fraction thereof;

9–12. one delegate from each club who shall be a member of NAP, selected as provided in the club bylaws; and

10–13. one delegate from each youth group, selected as provided in the youth group bylaws.

Proposed by: Bylaws Committee

Rationale: The convention coordinator and assistant coordinator, the convention workshop coordinator and assistant coordinator, and the leadership conference coordinator and assistant coordinator were, at one time, included as convention delegates, but currently are not included. If not selected as a delegate by their association or unit, which could easily happen, these hard-working members would be required to do much of the work but have none of the privileges of being a delegate. This amendment would ensure their status as automatic delegates.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be adopted.
AMENDMENT #8: CHANGE TO BIENNIAL MEMBERSHIP MEETING

Amend Article VI, Meetings, Section 2, Conventions by substituting the following new text:

Section 2. Membership Meeting in Odd-Numbered Years. A membership meeting shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it. The call to membership meeting in each odd-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the National Parliamentarian® and sent by January 1 of the meeting year. The quorum for the membership meeting shall be 150 members.

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<td>Section 2. Conventions. A convention shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it. <strong>A. Call to Convention.</strong> The call to convention, giving notice of the place, date, and time of the convention, shall be published in the National Parliamentarian® and sent by July 1 of the convention year. <strong>B. Voting Body.</strong> The voting body of the convention shall be comprised of the following NAP members who are delegates registered as in attendance and who have paid the appropriate registration fee: 1. members of the NAP Board of Directors; 2. district directors; 2. editor of the National Parliamentarian®; 3. standing committee chairmen; 4. NAP past presidents; 5. delegates representing each association selected as provided in the association bylaws as follows: a) six delegates; and</td>
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<td>Section 2. Membership Meeting in Odd-Numbered Years. A membership meeting shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it. The call to membership meeting in each odd-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the National Parliamentarian® and sent by January 1 of the meeting year. The quorum for the membership meeting shall be 150 members.</td>
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b) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;

6. delegates representing each unchartered state or province, selected by the chairman, the number of whom depends on the number of qualifying members as follows (a “qualifying member” being defined as a member-at-large whose principal residence is in the state or province and who is not a primary member of any association as of March 1 of the convention year):
   a) the chairman;
   b) one additional delegate for up to the first five qualifying members; and
   c) one additional delegate for each additional five qualifying members or major fraction thereof;

7. delegates representing each unit, selected as provided in the unit bylaws, based on the primary membership as of March 1 of the

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<th>b) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;</th>
<th>d) one additional delegate for up to the first five primary members-at-large for the association and an additional delegate for each additional five primary members-at-large or major fraction thereof for the association as of March 1 of the convention year;</th>
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   b) one additional delegate for up to the first five qualifying members; and
   c) one additional delegate for each additional five qualifying members or major fraction thereof; |
| 7. delegates representing each unit, selected as provided in the unit bylaws, based on the primary membership as of March 1 of the | 15. delegates representing each unit, selected as provided in the unit bylaws, based on the primary membership as of March 1 of the |
convention year, as follows:

a) one delegate for the first five primary members of the unit; and

b) one additional delegate for each additional five primary members or major fraction thereof;

8. one delegate from each club who shall be a member of NAP, selected as provided in the club bylaws; and

9. one delegate from each youth group, selected as provided in the youth group bylaws.

C. Eligibility to Serve as Delegate. Associations and unchartered states, provinces, or countries may select any member-at-large of NAP or any member-at-large of any association to serve as a delegate or an alternate to whom they are entitled by Article VI, Section 2B6b, 2B7b or 2B7c. Associations, unchartered states, provinces, or countries, and units may select any NAP member to serve as a delegate or an alternate to which they are entitled by other provisions of this section.

D. Quorum. The quorum at any meeting of any convention shall be a majority of the voting delegates who have been registered with the credentials committee as in attendance, provided that at least one-third of the associations are
Section 2. Membership Meeting in Odd-Numbered Years. A membership meeting shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it. The call to membership meeting in each odd-numbered year, giving notice of the place, date, and time of the meeting, shall be published in the *National Parliamnctarian®* and sent by January 1 of the meeting year. The quorum for the membership meeting shall be 150 members.

Proposed by: Bylaws Committee

**Rationale:** NAP is a membership-based association and all members who attend a national meeting should be eligible to vote. While NAP does grant a charter to units and associations to further promote the educational goals of NAP at a more local level, NAP’s membership is comprised of individuals, not associations and units. In addition, a huge amount of labor would be alleviated at the NAP Headquarters.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that this amendment be adopted.

**CONFORMING AMENDMENT #8A:**

Amend Article VI, Meetings, Section 1, Annual Meetings, by striking Subsections A and B.

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<td>A. In odd-numbered years, the membership meeting shall be the convention, at</td>
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<td>which the delegates shall have all the rights and authority of members.</td>
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<td>B. In even-numbered years, the membership meeting shall be held in conjunction</td>
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<td>with the NAP Training Conference.</td>
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**CONFORMING AMENDMENT #8B:**

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 accordance with Article IV, Section 8C.”

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<td>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.</td>
<td>4.  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 have designated their primary membership in accordance with Article IV, Section 8C.</td>
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**CONFORMING AMENDMENT #8C:**

In Article IV, Divisions, Section 8, Membership in Districts, Associations and Units, Subsection A, Definitions, Paragraph 2, amend 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.”

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<td>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.</td>
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**CONFORMING AMENDMENT #8D:**

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations and Units, Subsection A, Definitions, Paragraph 5, by striking “Honorary members who are not NAP members shall not be counted for the purpose of determining the number of delegates to which an association or unit shall be entitled at NAP conventions.”
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<td>5. Honorary members of associations or units shall be individuals who have met the criteria established by the association or unit for exceptional service or who have added distinction to the parliamentary profession. They shall not pay dues to the division granting the honorary membership. Honorary members who are not NAP members shall not be counted for the purpose of determining the number of delegates to which an association or unit shall be entitled at NAP conventions.</td>
<td>5. Honorary members of associations or units shall be individuals who have met the criteria established by the association or unit for exceptional service or who have added distinction to the parliamentary profession. They shall not pay dues to the division granting the honorary membership. <strong>Honorary members who are not NAP members shall not be counted for the purpose of determining the number of delegates to which an association or unit shall be entitled at NAP conventions.</strong></td>
<td>5. Honorary members of associations or units shall be individuals who have met the criteria established by the association or unit for exceptional service or who have added distinction to the parliamentary profession. They shall not pay dues to the division granting the honorary membership. <strong>Honorary members who are not NAP members shall not be counted for the purpose of determining the number of delegates to which an association or unit shall be entitled at NAP conventions.</strong></td>
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**CONFORMING AMENDMENT #8E:**

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations and Units, Subsection A, Definitions, Paragraph 7 by striking “and are not counted for the purpose of determining the number of delegates to which the association or unit is entitled at NAP conventions.”

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<td>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.</td>
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AMENDMENT #9: CHANGE “RECERTIFICATION” TO “RENEWAL”

Amend Article III, Members, Section 1, Classification, Subsection B, Credentialed Members, Paragraph 2, Professional Registered Parliamentarian (PRP®), Subparagraph b striking “recertification” and inserting “renewal.”

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<td>b) To retain professional registered membership, a PRP® shall successfully</td>
<td>b) To retain professional registered membership, a PRP® shall successfully complete within each six-year period a professional renewal course prepared by and administered under the direction of the professional development committee and such other continuing education and professional service requirements as the NAP Board of Directors, after consultation with the professional development committee, may establish. Authors of the current edition of <em>Robert’s Rules of Order Newly Revised</em> shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.</td>
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Proposed by: Professional Development Committee

Rationale: The word recertification implies a PRP’s certification must be re-earned. The word renewal implies that a PRP is continuing the certification already earned.

Bylaws Committee Recommendation: The Bylaws Committee recommends this amendment be adopted.

AMENDMENT #10: PROFESSIONAL RECERTIFICATION (ORIGINALLY PROPOSED AT 2013 CONVENTION, AND REFERRED TO A SPECIAL COMMITTEE ON CREDENTIALED MEMBERSHIP)

Amend Article III, Members, Section 1, Classification, Subsection B, Credentialed Members, Paragraph 2, Professional Registered Parliamentarian (PRP®), Subparagraph b) by substituting:

b) To retain professional registered membership, a PRP® shall attend and participate within each six-year period at least four recertification modules; each module shall consist of between four
and eight hours of instruction administered under the directions of the professional development committee. The member shall be required to complete homework, be in attendance for the complete module, and participate in the interactive lessons. The professional development committee shall certify instructors to teach the modules, provided that no instructor may claim teaching credit for more than one module to retain the instructor’s PRP.

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Proposed by: Aloha-Ohana Parliamentary Unit – HI, Epsilon Unit CA, Pono Parliamentary Unit, San Antonio Unit, Hawaii State Association, Colorado Springs Unit, Nebraska State Association, Platte Valley Unit, Star City Area Unit

Rationale: The purpose of this change is to promote modular education instead of a testing process that has reduced credibility in the PRP recertification process. It also recognizes that the PRP recertification process requires more knowledge than *Robert’s Rules of Order Newly Revised* and removes the special privileges conferred upon the authorship team and teaching members of the professional development course.

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

Bylaws Committee Rationale: The Bylaws Committee believes modular education can be done under the current provision and is, in fact, being done now without the necessity of an amendment to the bylaws.

**AMENDMENT #11: COMMISSION ON CREDENTIALING**

Amend by inserting a new Article X to read as follows, and renumbering the succeeding articles:

**ARTICLE X**

**COMMISSION ON CREDENTIALING**

Section 1. Composition. There shall be six members of the Commission on Credentialing. At least five members must be credentialed (PRP®/RP®) and one may be a regular member. Members of the board of directors are not eligible to serve on this commission. Members of the commission cannot teach courses leading to initial credentialing at any level.

Section 2. Authority. The commission shall have full authority to administer the credentialing program of NAP and may appoint committees to carry out its duties.

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.

Section 4. Election of Commission. Members are elected by the NAP Board of Directors. The NAP Board may remove commission members or the entire commission with a vote of two-thirds of the entire board.

Section 5. Chairman. The commission shall elect its chairman for a two year term.

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 7. Duties: The commission shall:

A. administer the credentialing programs of the NAP within accepted psychometric practices;
B. approve education programs required to retain credentials;
C. initiate periodic job analysis studies and use the results to keep the body of knowledge current, provided that any changes to the body of knowledge must be approved by the NAP Board of Directors’
D. recommend pricing for credentialing programs to the Board of Directors;
E. promote the credentialing program; and
F. perform other duties related to the credentialing program as needed.

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<td><strong>Section 2. Authority.</strong> The commission shall have full authority to administer the credentialing program of NAP and may appoint committees to carry out its duties.</td>
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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 7. Duties: The commission shall:

A. administer the credentialing programs of the NAP within accepted psychometric practices;

B. approve education programs required to retain credentials;

C. initiate periodic job analysis studies and use the results to keep the body of knowledge current, provided that any changes to the body of knowledge must be approved by the NAP Board of Directors;

D. recommend pricing for credentialing programs to the Board of Directors;

E. promote the credentialing program; and

F. perform other duties related to the credentialing program as needed.

Provisos:

1. The first commission will be elected by the NAP board of directors on or before March 31, 2016.
2. At the election of the first set of commissioners, two commissioners to be elected for one-year terms, two commissioners to be elected for two-year terms, and two commissioners to be elected for three-year terms.

3. Implementation of the commission’s determinations regarding the professional credentials to be offered by NAP and the criteria for obtaining them, as well as the authority of the commission to rule on appeals arising from the credentialing process, shall occur in accordance with a date or dates set by vote of the Commission on Credentialing.

Proposed by: Special Committee on Education and Credentialing

Rationale: Credentialing industry standards require that the NAP credentialing program be managed by a body that is substantially independent from the NAP board and membership and that credential requirements be based on a body of knowledge reflecting current practices in the profession. This bylaw amendment would establish an independent credentialing commission whose membership, elected to staggered three-year terms, will provide continuity across the biennial changes in NAP leadership. The requirement that the commission base the credentialing program on the current Body of Knowledge and conduct periodic job analyses will furthermore ensure that credentialing requirements reflect the evolving practices in our field. Credentialing industry standards also require that NAP’s education courses be administered separately from its credentialing program. Handling oversight of credentialing to an independent commission will free the NAP to refocus its energies on the development of educational programs that better serve the differing needs of its credentialed and non-credentialed members and the general public.

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

CONFORMING AMENDMENT #11A: CREDENTIALED STATUS

Amend Article III, Members, Section 1, Classification, Subsection B, Credentialed Members by striking Paragraphs 1 and 2 and inserting new paragraphs 1 and 2 to read:

1. Registered Parliamentarian (RP®).
   a) To qualify for registered membership and use of the title “Registered Parliamentarian” (RP®), a regular member shall successfully complete such requirements as designated by the Commission on Credentialing.
   b) To retain registered membership, the RP® shall successfully complete such requirements as designated by the Commission on Credentialing within each six-year period.

2. Professional Registered Parliamentarian (PRP®).
   a) To qualify for professional registered membership and the use of the title “Professional Registered Parliamentarian” (PRP®), a registered member shall successfully complete such requirements as designated by the Commission on Credentialing.
   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 Robert’s Rules of Order Newly Revised shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.

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parliamentarians.
1. Registered Parliamentarian (RP®).
  a) To qualify for registered membership and use of the title “Registered Parliamentarian” (RP®), a regular member shall achieve a required grade on an examination developed by the membership and registration examiners committee.
  b) To retain registered membership, the RP® shall successfully complete within each six-year period continuing education units (CEUs) as provided in the policies of NAP. The CEUs shall be authorized by and administered under the direction of the professional development committee.

2. Professional Registered Parliamentarian (PRP®).
  a) To qualify for professional registered membership and use of the title “Professional Registered Parliamentarian” (PRP®), a registered member shall successfully complete a professional qualifying course covering advanced material prepared by and administered under the direction of the professional development committee.
  b) To retain professional registered membership, a PRP® shall successfully complete such requirements as designated by the Commission on Credentialing.

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  a) To qualify for professional registered membership and use of the title “Professional Registered Parliamentarian” (PRP®), a registered member shall successfully complete such requirements as designated by the Commission on Credentialing. Authors of the current edition of Robert’s Rules of
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c) Any member who does not successfully complete an examination or course required for this class of membership shall be entitled to file a written appeal in accordance with rules established by the NAP Board of Directors.
a) To qualify for registered membership and use of the title “Registered Parliamentarian” (RP®), a regular member shall successfully complete such requirements as designated by the Commission on Credentialing.

b) To retain registered membership, the RP® shall successfully complete such requirements as designated by the Commission on Credentialing within each six-year period.

2. Professional Registered Parliamentarian (PRP®).

a) To qualify for professional registered membership and the use of the title “Professional Registered Parliamentarian” (PRP®), a registered member shall successfully complete such requirements as designated by the Commission on Credentialing.

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 Robert’s Rules of Order Newly Revised shall by that fact be deemed to qualify for and retain professional registered membership provided they pay the dues required for that classification.
**Proviso:** The amendment shall take effect upon a date set by vote of the Commission on Credentialing.

**CONFORMING AMENDMENT #11B: CHANGE NAME OF MEMBERSHIP AND REGISTRATION EXAMINERS COMMITTEE TO MEMBERSHIP EXAMINERS COMMITTEE**

Amend by striking the words “and registration” in all locations where “membership and registration examiners committee” appears, so if adopted the title of the committee will be “Membership Examiners Committee.”

**Proviso:** The amendment shall take effect upon a date set by vote of the Commission on Credentialing.

**CONFORMING AMENDMENT #11C: CHANGE DUTIES OF MEMBERSHIP AND REGISTRATION EXAMINERS COMMITTEE**

Amend Article IX, Committees, Section 1, Standing Committees, Subsection E, Membership and Registration Examiners Committee by striking Paragraphs 6 through 10

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<tr>
<td>E. Membership and Registration Examiners Committee. The membership and registration examiners committee shall:</td>
<td>E. Membership and Registration-Examiners Committee. The membership and registration examiners committee shall:</td>
<td>E. Membership Examiners Committee. The membership examiners committee shall:</td>
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<tr>
<td>1. process applications for membership in NAP;</td>
<td>1. process applications for membership in NAP;</td>
<td>1. process applications for membership in NAP;</td>
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<td>2. review and update the membership examination questions;</td>
<td>2. review and update the membership examination questions;</td>
<td>2. review and update the membership examination questions;</td>
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<td>3. prepare membership examinations;</td>
<td>3. prepare membership examinations;</td>
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<td>4. submit to the NAP Board of Directors for approval any substantial changes in the structure or administration of the membership examination;</td>
<td>4. submit to the NAP Board of Directors for approval any substantial changes in the structure or administration of the membership examination;</td>
<td>4. submit to the NAP Board of Directors for approval any substantial changes in the structure or administration of the membership examination;</td>
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<td>5. administer the membership examinations;</td>
<td>5. administer the membership examinations.</td>
<td>5. administer the membership examinations.</td>
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<td>6. process applications for registered status in NAP;</td>
<td>6. process applications for registered status in NAP;</td>
<td>6. process applications for registered status in NAP;</td>
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<td>7. review and update the registration examination questions;</td>
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<td>7. review and update the registration examination questions;</td>
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<td>8. prepare registration examinations;</td>
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<td>9. submit to the NAP Board of Directors for approval</td>
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any substantial changes in the structure or administration of the registration examination; and 
10. administer the registration examinations.

of Directors for approval any substantial changes in the structure or administration of the registration examination; and 
10. administer the registration examinations.

**Proviso:** The amendment shall take effect upon a date set by vote of the Commission on Credentialing.

**CONFORMING AMENDMENT #11D: CHANGE DUTIES OF THE PROFESSIONAL DEVELOPMENT COMMITTEE**

Amend Article IX, Committees, Section 1, Standing Committees, Subsection G, Professional Development Committee by striking all text after “shall” and inserting “develop educational programs for all levels of the body of knowledge.”

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</table>
| **G. Professional Development Committee.** The professional development committee shall:  
1. develop and upgrade the curricula of the courses for credentialed members;  
2. be responsible for courses and other requirements for attaining and retaining the PRP® classification and retaining the RP® classification; and  
3. submit to the NAP Board of Directors for approval any proposed changes in the requirements for attaining or retaining the PRP® classification and retaining the RP® classification or any substantial changes in the structure or administration of courses. | **G. Professional Development Committee.** The professional development committee shall:  
1. develop and upgrade the curricula of the courses for credentialed members;  
2. be responsible for courses and other requirements for attaining and retaining the PRP® classification and retaining the RP® classification; and  
3. submit to the NAP Board of Directors for approval any proposed changes in the requirements for attaining or retaining the PRP® classification and retaining the RP® classification or any substantial changes in the structure or administration of courses. | **G. Professional Development Committee.** The professional development committee shall develop educational programs for all levels of the body of knowledge. |

**Proviso:** The amendment shall take effect upon a date set by vote of the Commission on Credentialing.
**CONFORMING AMENDMENT #11E: REVISE BOARD DUTIES**

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of the NAP Board of Directors, Paragraph 13 by striking “both the membership and registration examinations” and inserting “the membership examination.”

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<td>13. determine the passing grade for both the membership and registration examinations</td>
<td>13. determine the passing grade for both the membership and registration examinations <strong>the membership examination.</strong></td>
<td>13. determine the passing grade for the membership examination.</td>
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*Proviso:* The amendment shall take effect upon a date set by vote of the Commission on Credentialing.

**AMENDMENT #12: ELIMINATE MEMBERSHIP EXAM**

Article III, Members, Section 1, Classification, Subsection A, Members, Paragraph 1, Regular by substituting:

1. **Regular.** Any individual who desires to learn the fundamentals of parliamentary law and its application and who agrees to abide by the Code of Ethics for Parliamentarians shall be eligible to apply for individual membership by submitting the application and payment of dues to NAP headquarters.

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<tr>
<td>1. Regular. To qualify for regular membership, an individual shall demonstrate a basic knowledge of the fundamentals of parliamentary law and its application by achieving a required grade on an examination developed by the membership and registration examiners committee. Membership shall become effective when dues are posted to the NAP database.</td>
<td>1. <strong>Regular.</strong> To qualify for regular membership, an individual shall demonstrate a basic knowledge of the fundamentals of parliamentary law and its application by achieving a required grade on an examination developed by the membership and registration examiners committee. Membership shall become effective when dues are posted to the NAP database.</td>
<td>1. <strong>Regular.</strong> Any individual who desires to learn the fundamentals of parliamentary law and its application and who agrees to abide by the Code of Ethics for Parliamentarians shall be eligible to apply for individual membership by submitting the application and payment of dues to NAP headquarters.</td>
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*Proposed by:* Special Committee on Education and Credentialing
**Rationale:** Demanding proof of knowledge from potential members is incongruous with NAP’s purpose as an educational organization; NAP should welcome all people interested in learning about parliamentary law, and should provide courses appropriate to every level of learning. The committee’s research identified only one other association that requires a membership test to join, and in that case the individual must acquire a professional credential before joining (the equivalent to getting the RP before joining NAP). This bylaw amendment would also increase our member base by allowing those who are currently provisional members to become full members.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that this amendment be adopted.

**CONFORMING AMENDMENT #12A: CHANGE NAME OF MEMBERSHIP AND REGISTRATION EXAMINERS COMMITTEE TO REGISTRATION EXAMINERS COMMITTEE**

Amend by striking “membership and” in all references to the membership and registration examiners committee, so if adopted the title of the committee will be “Registration Examiners Committee.”

**Proposed by:** Special Committee on Education and Credentialing

**CONFORMING AMENDMENT #12B: CHANGE DUTIES OF MEMBERSHIP AND REGISTRATION EXAMINERS COMMITTEE**

Amend Article IX, Committees, Section 1, Standing Committees, Subsection E, Membership and Registration Examiners Committee by striking Paragraphs 1 through 5 and renumbering the succeeding paragraphs

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<td>1. process applications for registered status in NAP;</td>
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<td>3. prepare membership examinations;</td>
<td>3. prepare registration examinations;</td>
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<tr>
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<td>5. administer the</td>
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<tr>
<td><strong>1. Provisional.</strong> To qualify for provisional membership in NAP, an individual shall express an interest in parliamentary procedure and in obtaining parliamentary education. Membership shall become effective when dues are posted to the NAP database.</td>
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**AMENDMENT #13: ESTABLISH NAP PROVISIONAL MEMBERSHIP**

Amend Article III, Members, Section 1, Classification, Subsection A, Members, by inserting a new Paragraph 1 to read as follows, and renumbering the remaining paragraphs:

1. **Provisional.** To qualify for provisional membership in NAP, an individual shall express an interest in parliamentary procedure and in obtaining parliamentary education. Membership shall become effective when dues are posted to the NAP database.

**Proviso:** This amendment shall become effective January 1, 2016.

**Proposed by:** Santa Fe Parliamentary Unit, Inland Northwest Parliamentary Law Unit, Evergreen Research Parliamentary Law Unit, Point of Order Parliamentary Law Unit, EastSide Parliamentary Law Unit, and Tulatin Valley Unit.

**Rationale:** This amendment will allow individuals who are interested in parliamentary study, but not yet ready to take the membership exam, to get a “foot in the door” at the national, as well as association or
unit, level. Provisional members would have limited rights of membership, as defined elsewhere in the bylaws, including ability to purchase educational materials at membership prices for study, and to receive the National Parliamentarian and other communications. This will provide the members with resources as a starting point of parliamentary study. The provisional member would have only limited rights of participation until such time as the member becomes more proficient and moves to a regular membership status.

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

**Bylaws Committee Rationale:** The Bylaws Committee believes that the proposals from the Special Committee on Education and Credentialing are a better solution than creating another level of national membership.

**CONFORMING AMENDMENT #13A: DEFINITION OF PROVISIONAL MEMBERSHIP**

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

> 7. Provisional members shall be individuals who are preparing for NAP regular membership.
> a) NAP provisional members shall be entitled to membership prices for all NAP publications and services, but shall have no other rights of membership.
> b) Notwithstanding the provisions of Article IV, Section 8B2, NAP provisional members who reside in a state or province with an association shall not be required to belong to any association.
> c) Association or unit provisional members may elect to become NAP provisional members, but are not required to do so.

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| 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, provisional members 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, provisional members may be members of associations and units. | 7. Provisional members shall be individuals who are preparing for NAP regular membership.
> a) NAP provisional members shall be entitled to membership prices for all NAP publications and services, but shall have no other rights of membership.
> b) Notwithstanding the provisions of Article IV, Section 8B2, NAP provisional members who reside in a state or province with an association shall not be required to belong to any association. |
membership prices for all NAP publications and services, but shall have no other rights of membership.

b) Notwithstanding the provisions of Article IV, Section 8B2, NAP provisional members who reside in a state or province with an association shall not be required to belong to any association.

c) Association or unit provisional members may elect to become NAP provisional members, but are not required to do so.

Proviso: This amendment shall become effective January 1, 2016.

Rationale: Required to fully implement the addition of a provisional member category in Article III, Section 1A. NAP provisional members will have limited membership rights. NAP provisional members who live in a state or province with an association will not be required to join an association, nor will an association or unit provisional member be required to become an NAP Provisional member.

**CONFORMING AMENDMENT #13B: SET DUES FOR PROVISIONAL MEMBERSHIP AT $50.00**

Amend Standing Rule 3 by inserting “Provisional Members $50.00” after “Annual dues shall be.”

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<td>3. Annual dues shall be:</td>
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<td>Registered Members</td>
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<td>Professional Registered Members</td>
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Proviso: This amendment shall become effective January 1, 2016.

Proposed by: Santa Fe Parliamentary Unit, Inland Northwest Parliamentary Law Unit, Evergreen Research Parliamentary Law Unit, Point of Order Parliamentary Law Unit, EastSide Parliamentary Law Unit, and Tulatin Valley Unit.

Rationale: With the addition of the new category, it is necessary to provide the amount of dues to be paid by provisional members.

**AMENDMENT #14: SET DUES FOR PROVISIONAL MEMBERSHIP AT $75.00**

Amend Standing Rule 3 by inserting “Provisional Members $75.00” after “Annual dues shall be.”

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<td>3. Annual dues shall be:</td>
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<td>Regular Members $75.00</td>
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<td>Professional Registered Members $150.00</td>
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<td>Clubs affiliated before 1953 $100.00</td>
<td>Clubs affiliated before 1953 $100.00</td>
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Proviso: This amendment shall become effective January 1, 2016.

Proposed by: Bylaws Committee

Rationale: By making the dues for provisional members the same as those for regular members, dues do not become an issue in deciding whether to become a regular member.

Bylaws Committee Recommendation: The Bylaws Committee recommends the dues for provision members be the same as regular members.

**AMENDMENT #15: ESTABLISH INTERNATIONAL SERVICES COMMITTEE**

Amend Article IX, Committees, Section 1, Standing Committees by inserting a new Subsection E, International Services Committee, to read as follows, and relettering all succeeding subsections:

E. International Services Committee. The international services committee shall:
1. advocate for NAP members who reside outside the contiguous United States by reviewing, supporting, and promoting services, goods, materials, and policies that contribute to their membership, credentialing, and inclusion in NAP;
2. assess NAP services, goods, materials, and policies focusing on reducing barriers specific to members who reside outside the contiguous United States;
3. identify issues of culture and language that affect the acceptance of NAP internationally;
4. explore and recommend strategies to increase NAP membership abroad; and
5. recommend and oversee the translation of English language parliamentary material into other languages.

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<td>1. advocate for NAP members who reside outside the contiguous United States by reviewing, supporting, and promoting services, goods, materials, and policies that contribute to their membership, credentialing, and inclusion in NAP;</td>
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<td>2. assess NAP services, goods, materials, and policies focusing on reducing barriers specific to members who reside outside the contiguous United States;</td>
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<td>4. explore and recommend strategies to increase NAP membership abroad; and</td>
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<td>5. recommend and oversee the translation of English language parliamentary material into other languages</td>
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**Proposed by:** International Services Special Committee
Rationale:
1. The International Services Special Committee [ISSC] was appointed by President Ann Guiberson with the original charge to:
   • Explore international areas (at least one) for potential growth of NAP members,
   • Assess existing NAP services that contribute to NAP growth/members residing outside the United States,
   • Leverage NAP members residing outside the United States to be able to recruit fellow compatriots to NAP,
   • Explore possible partnerships/co-operations between NAP and organizations inside and outside the United States that may have international affiliates having similar needs of parliamentary procedures, and
   • Develop and implement a plan of work creating a ‘blue print’ for duplication.
2. The ISSC believes significant, successful progress has been made to fulfill its charge.
3. The ISSC believes there is yet more potential for growth outside the United States.
4. The ISSC believes continuance in this endeavor is important enough to merit that this ‘special committee’ become an NAP Standing Committee.

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

CONFORMING AMENDMENT #15A: INTERNATIONAL SERVICES COMMITTEE LISTING

Amend Article IX, Committees, Section 1, Standing Committees, Subsection A, Composition, Accountability, Ex officio Members, Subcommittees, and Term by inserting “international services” following “ethics.”

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<tr>
<td>The standing committees of NAP shall be bylaws, communications, educational resources, ethics, membership and registration examiners, membership extension and retention, professional development, and youth…</td>
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AMENDMENT #16: OFFICER ELECTION BY ENTIRE MEMBERSHIP

Amend Article V, Officers by striking Sections 3 and 4 and inserting:

Section 3. Nominations. Nominations will be made by submitting a form adopted by the NAP Board of Directors to NAP Headquarters affirming qualification for the office sought and an agreement to serve if elected. The form is to be submitted six months prior to the starting date of the convention.
Section 4. Election of Officers.
Officers will be elected by the entire membership as of May 1st of each convention year by an internet or mail vote received no later than forty-five days prior to the convention. A plurality vote will elect; tie votes being decided by lot. The Board of Directors shall establish procedures to ensure that internet voting is done by an independent organization with written procedures that ensure ballot secrecy and destruction. Members who wish to vote by mail shall be assessed a reasonable service charge to be determined by the Board of Directors. The results of the election will be made available to all members at least thirty days prior to the convening of the convention. All voting records shall be destroyed sixty days after the close of convention unless a legal challenge is commenced prior to that date.

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<tr>
<td><strong>Section 3. Nominations.</strong> 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 office sought and an agreement to serve if elected, using a form adopted by the NAP Board of Directors.</td>
<td><strong>Section 3. Nominations.</strong> Nominations will be made by submitting a form adopted by the NAP Board of Directors to NAP Headquarters affirming qualification for the office sought and an agreement to serve if elected. The form is to be submitted six months prior to the starting date of the convention.</td>
<td><strong>Section 3. Nominations.</strong> Nominations will be made by submitting a form adopted by the NAP Board of Directors to NAP Headquarters affirming qualification for the office sought and an agreement to serve if elected. The form is to be submitted six months prior to the starting date of the convention.</td>
</tr>
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<td><strong>Section 4. Election of Officers.</strong> Officers shall be elected by ballot (paper or electronic) at the convention.</td>
<td><strong>Section 4. Election of Officers.</strong> Officers will be elected by the entire membership as of May 1st of each convention year by an internet or mail vote received no later than forty-five days prior to the convention. A plurality vote will elect; tie votes being decided by lot. The Board of Directors shall establish procedures to ensure that internet voting is done by an independent organization with written procedures that ensure ballot secrecy and destruction. Members who wish to vote by mail shall be assessed a reasonable service charge to be determined by the Board of Directors. The results of the election will be made available to all members at least thirty days prior to the convening of the convention. All voting records shall be destroyed sixty days after the close of convention unless a legal challenge is commenced prior to that date.</td>
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Proviso: This amendment shall take effect at the end of the 2015 Convention.

Proposed by: International Services Special Committee

Rationale:
1. This amendment promotes greater membership engagement, especially for the 3000 members who are unable to attend conventions.
2. This amendment ensures more representative election results.
3. This amendment contains a method of voting that provides the membership of NAP the benefit of education and direct experience with internet voting systems.
4. Most NAP members have internet access. Members will be given the option to vote by mail ballot if requested, at no cost to NAP.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be adopted with the following primary amendment: Strike out of Section 4: “Members who wish to vote by mail shall be assessed a reasonable service charge to be determined by the Board of Directors.”

CONFORMING AMENDMENT #16A: TERM OF OFFICE

Amend Article V, Officers, Section 5, Term of Office by striking “at which they are elected” and inserting “following their election”

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<td>Section 5. Term of Office. Officers shall assume office at the close of the convention at which they are elected. Officers shall serve until the close of the next convention or until their successors assume office. The president and vice-president shall serve only one term in the same office. The secretary, treasurer, and directors-at-large shall not</td>
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serve more than two consecutive terms in the same office and may serve again after being out of office for at least one term.

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serve more than two consecutive terms in the same office and may serve again after being out of office for at least one term.

CONFORMING AMENDMENT #16B: OFFICER INSTALLATION

Amend Article VI, Meetings, Section 2, Conventions by striking “electing” and inserting “installing the elected”

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<tr>
<td>Section 2. Conventions. A convention shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it.</td>
<td>Section 2. Conventions. A convention shall be held in August, September, or October of each odd-numbered year at a place, date, and time determined by the NAP Board of Directors for the purpose of installing the elected officers, receiving reports, and transacting such other business as shall properly come before it.</td>
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CONFORMING AMENDMENT #16C: EXCEPTION TO ABSENTEE VOTING PROHIBITION

Amend Article VI, Meetings, Section 6, Voting by striking “There” and inserting “Except as provided in Article V, there”

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<td>Section 6. Voting. There shall be no absentee voting or voting by proxy.</td>
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CONFORMING AMENDMENT #16D: VACANCY IN OFFICE

Amend Article V, Officers, Section 6, Vacancy in Office by adding a new Subsection C to read:

C. A vacancy in any office other than president elected by voting prior to the convention shall be filled by the Board of Directors immediately following the close of the convention.

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AMENDMENT # 17: ETHICS COMMITTEE

Amend Article X, Professional Discipline, Section 2, Complaints by substituting the following new Section 2, Duties and Enforcement:

Section 2, Duties and Enforcement
A. Duties. The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians and complaints concerning alleged violations of duties of membership in accordance with provisions in Article X, Section 2, B, Enforcement Rules.

B. Membership Duties. It shall be the duty and responsibility of every member of this association to abide by the Code of Ethics for Parliamentarians and the NAP governing documents, rules, and policies and procedures.

C. Enforcement Rules. The responsibility of the association and of association members relating to the enforcement of the Code of Ethics for Parliamentarians and the duties of membership shall be governed by the rules adopted by the NAP Board of Directors. The rules shall include, but not be limited to procedures and forms for submitting complaints, processing complaints with reasonable time limits, notifying the parties of decisions with reasonable time limits, reporting to the NAP Board of Directors, and providing an appeal process with reasonable time limits. The rules and the forms shall be adopted by the NAP Board of Directors and published to the membership in electronic or printed format.

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B. Member Discipline
Complaints. The ethics committee may, by a two-thirds vote, discipline members up to, and including, revocation of membership. Before discipline can be invoked, members shall be entitled to due process to include not less than fifteen days written |

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be invoked, members shall be entitled to due process to include not less than fifteen days written notice of any suspension or revocation of membership, and an opportunity for such member to be heard, either in writing or orally at the member’s option, at least five days before any suspension or revocation of membership would take effect. The ethics committee shall establish procedures to consider complaints including recusal procedures.

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<td><strong>C. Enforcement Rules.</strong> The responsibility of the association and of association members relating to the enforcement of the Code of Ethics for Parliamentarians and the duties of membership shall be governed by the rules adopted by the NAP Board of Directors. The rules shall include, but not be limited to procedures and forms for submitting complaints, processing complaints with reasonable time limits, notifying the parties of decisions with reasonable time limits, reporting to the NAP Board of Directors, and providing an appeal process with reasonable time limits. The rules and the forms shall be adopted by the NAP Board of Directors and published to the membership in electronic or printed format.</td>
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Proposed by: NAP Board of Directors

Rationale: The current bylaws give the Ethics Committee the authority to revoke a person’s membership or strip them of their credentials. The final decision on this should be left to the board. This amendment brings the bylaws into conformity with the “Rules for Handing Complaints and Reporting Violation” adopted jointly by NAP and AIP. The Ethics Committee is elected by and reports to the board. This amendment clarifies that the ethics committee follows the same procedures for possible violations of membership duties as it does for ethics complaints.

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

### AMENDMENT #18: SALE OF NAP HEADQUARTERS BUILDING

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

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Proposed by: Jacomo Unit, Omaha Nebraska Parliamentary Unit, San Antonio Unit, and Nebraska 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 it was generally more representative of the membership. With the reduction of the board of nine members, the office building, NAP’s main financial resource, could be sold by a vote of five persons. The NAP Headquarters building should be sold only with the consent of the NAP Convention.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that this amendment be adopted.

**AMENDMENT #19: NOTIFICATION OF ASSOCIATION OFFICER CHANGES**

Amend Article IV, Divisions, Section 3, Associations, Subsection E, Bylaws of an Association by adding a new Paragraph 5 to read:

5. An association shall provide NAP Headquarters with the names of any new officers within sixty days after their election or appointment.

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<td>5. An association shall provide NAP Headquarters with the names of any new officers within sixty days after their election or appointment.</td>
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**Proposed by:** Bylaws Committee

**Rationale:** NAP Headquarters often needs to communicate with 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 #20: NOTIFICATION OF UNIT OFFICER CHANGES**

Amend Article IV, Divisions, Section 5, Units, Subsection D, Bylaws of a Unit by adding a new Paragraph 6 to read:

6. A unit shall provide NAP Headquarters with the names of any new officers within sixty days after their election or appointment.

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**Proposed by:** Bylaws Committee
Rationale: NAP Headquarters often needs to communicate with 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 #21: ACCEPTANCE OF UNIT MEMBERS

Amend Article IV, Divisions, Section 5, Units, Subsection D, Bylaws of a Unit, Paragraph 3 by striking “pays the,” and inserting “applies for unit membership and pays any applicable.”

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<td>3. A unit shall accept as a member any NAP member who pays the unit dues except that units made up of credentialed members may require that new members be credentialed.</td>
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Proposed by: Bylaws Committee

Rationale: At least one unit (the Electronic Unit) has no dues. There may be other units, now or in the future, that do not have dues. Obviously, any such units still would need to accept any NAP member who applies.

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

AMENDMENT #22: STUDENT DUES REDUCTION PERIOD

Amend Article III, Members, Section 3, Dues. Subsection C, Student Dues Reduction by inserting “for the period he or she remains a full-time student plus two years” after the word “classification.”

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<tr>
<td>Section 3. Dues. 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: 1. enrolled full time in a college program, high school, or home school setting; or 2.</td>
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Proposed by: NAP Youth Committee

Rationale: The current student dues reduction should be extended in order to retain young professionals who are transitioning from college and into the workforce. There is a noted increase in those individuals who choose not to renew NAP membership after departing college. One of the reasons observed for this escalation is the financial burden on this group, including the first student loan repayment (often due at the same time NAP sends a dues renewal), living costs associated with newly found employment, and other expenses that arise during this transitional phase.

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

PROPOSED AMENDMENTS TO NAP STANDING RULES

AMENDMENT #1: NON-SECTARIAN INSPIRATIONS

Amend the NAP Standing Rules by inserting the following new heading and new Standing Rule 14, and renumbering all succeeding standing rules:

OPENING CEREMONIES

14. The opening ceremonies at NAP national meetings and events may include an inspiration, which shall be non-sectarian in nature.

Proposed by: NAP Board of Directors

Rationale: NAP is incorporated as an educational organization and is international in character. Requiring that any inspiration given at NAP national events be non-sectarian will help to ensure that NAP is an inclusive organization that shows respect for all members.

Bylaws Committee Recommendation: The Bylaws Committee recommends that this amendment be adopted.
AMENDMENT #2: ASSOCIATION MEMBERSHIP LIST DISTRIBUTION

Amend NAP Standing Rule 4 by adding, “Association presidents may request that the membership list for their associations be provided to designated members serving as officers or committee chairmen during the association president’s term of office.”

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<td>4. NAP Headquarters shall forward to each association treasurer a list of members</td>
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Proposed by: NAP Board of Directors

Rationale: Many association presidents have requested the ability to designate specific members to whom the membership list may be provided during the association president’s term. This amendment allows for such designation.

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