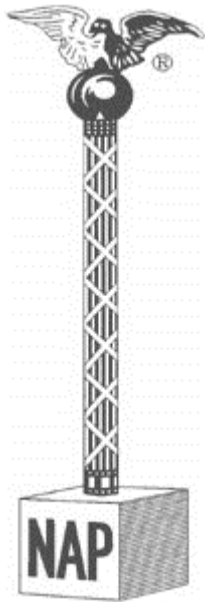


42<sup>nd</sup> BIENNIAL CONVENTION



NATIONAL ASSOCIATION  
OF PARLIAMENTARIANS®

**Proposed  
Bylaws  
Amendments**

**September 2019**

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## OFFICIAL NOTICE

This booklet contains notice of the proposed amendments to be considered by the delegates to the NAP Biennial Convention, September 5-8, in Las Vegas, Nevada.

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 following the convention Welcome Reception at 8:30 p.m., Wednesday, September 4. Please refer to the convention schedule or Guidebook application for the location of this forum once you arrive for 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.

**PLEASE BRING THIS BOOKLET WITH YOU TO THE CONVENTION.**

**2017-2019 NAP Bylaws Committee**

Ronald Avedisian, PRP, *Chairman*

Richard Brown

Dennis Conway, PRP

Nilda Rivera PRP, Legal Committee

James Jones, NAP President, PRP, *ex officio*

James Stewart, PRP, NAP Parliamentarian, *advisor*

**Formatting used in printing the proposed bylaw amendments:**

Underlined print = insert or add

~~Line through print~~ = strike out

# Proposed Bylaws

## AMENDMENT 1: AUTHORITY TO REVIEW AMENDMENTS TO BYLAWS OF EXISTING SUBDIVISIONS

Amend Article IX, Committees, Section 1, Standing Committees, Subsection B. Bylaws Committee, by adding a new Paragraph 8, “8. review and approve amendments to the bylaws of existing associations, units, and youth groups.”

Current Wording	Proposed Amendment	If Adopted Will Read
	<u>8. review and approve amendments to the bylaws of existing associations, units, and youth groups.</u>	8. review and approve amendments to the bylaws of existing associations, units, and youth groups.

**Proposed by:** Bylaws Committee.

**Rationale:** The Bylaws Committee needs to have the clear authority to review amendments to the bylaws of all existing subdivisions of NAP in order to ensure their continued compliance with NAP Bylaws and other relevant rules and statutes. Current NAP bylaws only expressly authorize the committee to review bylaws of new associations, units and youth groups.

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

## AMENDMENT 2: DUES REDUCTION FOR SPECIFIED INTERNATIONAL MEMBERS

Amend Article III, Members, Section 3, Dues, by inserting a new Subsection D, International Member Dues Reduction, to read as follows, and re-lettering all succeeding subsections.

“D. International Member Dues Reduction. An individual who permanently resides in a country outside of Canada and the continental US, including Hawai’i, and, who is not otherwise entitled to a Student Dues Reduction, shall qualify for a 50% reduction in dues for the individual’s membership classification.”

Current Wording	Proposed Amendment	If Adopted Will Read
	<u>D. International Member Dues Reduction. An individual who permanently resides in a country outside of Canada and the continental US, including Hawai’i, and, who is not otherwise entitled to a Student Dues Reduction, shall qualify for a 50% reduction in dues for the individual’s membership classification.</u>	D. International Member Dues Reduction. An individual who permanently resides in a country outside of Canada and the continental US, including Hawai’i, and, who is not otherwise entitled to a Student Dues Reduction, shall qualify for a 50% reduction in dues for the individual’s membership classification.

**Proviso:** If this amendment is adopted, that the NAP Standing Rules’ section related to Annual Dues be adjusted accordingly.

**Proposed by:** International Services Committee.

**Rationale:** This amendment will provide incentive for individuals living overseas to join NAP and current members to stay and further their learning. Renewal and retention, a focus of NAP, is not working for our overseas international members who presently make up less than 1% of NAP membership (34 of 3833) as of December 31, 2018. This amendment will assist NAP in becoming a true international organization rather than its present image as simply a national organization.

Equity does not mean equal. Current members living overseas do not and cannot acquire the same level of support or opportunities as NAP members in the US or Canada and yet they pay the same dues. While technological advances are helping, they are not at a point where the playing field is even close to level. For those members living overseas, the benefits of NAP membership (such as: networking, professional development, access to publications, educational materials, seminars, workshops, conferences, conventions) are not easily accessible or available. This is due to internet connectivity issues, shipping costs, language barriers, time-zones, or isolation due to geography.

A 50% dues reduction will help level the playing field and move towards balancing the cost/benefit ratio for our overseas international members and bring NAP into a truly international realm.

**Bylaws Committee Recommendation:** The Bylaws Committee has no recommendation on this amendment.

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### **AMENDMENT 3: ELIMINATE DISTRICT CONFERENCES AND REDEFINE DISTRICT DIRECTOR POSITION**

Amend Article IV, Divisions, Section 2, Districts, by striking Subsections A through C and inserting the following new subsections A & B, with the proviso that all persons elected as district directors in accordance with the current provisions of this section shall serve as district liaisons for the 2019-2021 biennium:

- A. District Liaison.** There shall be a liaison for each district. District liaisons shall be registered or professional registered members who have their principal residence in the district at the time of appointment.
- B. Duties of the District Liaisons.** The district liaison shall:
  1. promote NAP programs through associations and unchartered states, provinces, or countries;
  2. assist in the organization of associations and units within the district;
  3. encourage states, provinces, and countries to conduct classes for preparation for membership and assist them in their organization;
  4. promote educational programs for the general public especially in unchartered areas;
  5. appoint, with the approval of the NAP Board of Directors, a chairman of an unchartered state, province, or country within the district in accordance with Article IV, Section 4A; and
  6. perform such other duties as may be designated in these bylaws or as directed by the NAP Board of Directors or the NAP President.

<b>Current Wording</b>	<b>Proposed Amendment</b>	<b>If Adopted Will Read</b>
<b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP	<b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP	<b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP

Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. Electronic associations and associations outside of North America shall be assigned to a district. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign electronic associations and associations outside North America to a district.

**A. District Conferences.**

1. Each district shall hold at least one conference in each biennium. District conferences may be scheduled as provided in the policies of NAP and may be called by the district director, a district conference, or a majority of the association presidents within the district.
2. Each district director shall send the written call of the district conference no fewer than forty-five and no more than sixty days before the district conference.
3. A quorum for a district conference shall be ten members entitled to vote at the conference in accordance with Article IV, Section 8B1.
4. Districts may adopt special rules of order and standing rules for the conduct of business at district conferences provided they do not conflict with these bylaws.

**B. District Director.** There shall be a director for each district.

1. District directors shall be registered or professional

Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. Electronic associations and associations outside of North America shall be assigned to a district. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign electronic associations and associations outside North America to a district.

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- ~~4. Districts may adopt special rules of order and standing rules for the conduct of business at district conferences provided they do not conflict with these bylaws.~~

**~~B. A. District Director-Liaison.~~** There shall be a director-liaison for each district.

Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. Electronic associations and associations outside of North America shall be assigned to a district. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign electronic associations and associations outside North America to a district.

**A. District Liaison.** There shall be a liaison for each district. District liaisons shall be registered or professional registered members who have their principal residence in the district at the time of appointment.

**B. Duties of the District Liaison.** The district liaison shall:

1. promote NAP programs through associations and unchartered states, provinces, or countries;
2. assist in the organization of associations and units within the district;
3. encourage states, provinces, and countries to conduct classes for preparation for membership and assist them in their organization;
4. promote educational programs for the general public especially in unchartered areas;
5. appoint, with the approval of the NAP Board of Directors, a chairman of an unchartered state, province, or country within the district in accordance with Article IV, Section 4A; and

registered members who have their principal residence in the district at the time of election and who are entitled to vote at the district conference at which they are elected in accordance with Article IV, Section 8B1.

2. Each district shall adopt, at a conference, procedures for the election of a district director. The election shall be completed before the opening of the NAP convention.
3. District directors shall assume office at the close of the NAP convention and serve until the close of the next convention or until their successors assume office.
4. District directors shall serve for no more than two terms consecutively and may serve again after being out of office for at least one term.
5. A vacancy in the office of district director shall be filled for the unexpired term by a special committee comprised of the association presidents in that district. The special committee shall be authorized to meet by teleconference at the call of any two of its members with at least three days' notice. If the special committee fails to elect a new district director within sixty days after the vacancy, the vacancy may be filled by the NAP Board of Directors.

**C. Duties of the District Director.**

The district director shall:

1. promote NAP programs through associations and unchartered states, provinces, or countries;
2. assist in the organization of associations and units within the district;

~~1. District directors liaisons shall be registered or professional registered members who have their principal residence in the district at the time of appointment election and who are entitled to vote at the district conference at which they are elected in accordance with Article IV, Section 8B1.~~

~~2. Each district shall adopt, at a conference, procedures for the election of a district director. The election shall be completed before the opening of the NAP convention.~~

~~3. District directors shall assume office at the close of the NAP convention and serve until the close of the next convention or until their successors assume office.~~

~~4. District directors shall serve for no more than two terms consecutively and may serve again after being out of office for at least one term.~~

~~5. A vacancy in the office of district director shall be filled for the unexpired term by a special committee comprised of the association presidents in that district. The special committee shall be authorized to meet by teleconference at the call of any two of its members with at least three days' notice. If the special committee fails to elect a new district director within sixty days after the vacancy, the vacancy may be filled by the NAP Board of Directors.~~

**~~C.~~ B. Duties of the District Director**

Liaison. The district director liaison shall:

1. promote NAP programs

6. perform such other duties as may be designated in these bylaws or as directed by the NAP Board of Directors or the NAP President.

<ol style="list-style-type: none"> <li>3. encourage states, provinces, and countries to conduct classes for preparation for membership and assist them in their organization;</li> <li>4. preside at the district conference;</li> <li>5. promote educational programs for the general public especially in unchartered areas;</li> <li>6. appoint, with the approval of the NAP Board of Directors, a chairman of an unchartered state, province, or country within the district in accordance with Article IV, Section 4A; and</li> <li>7. perform such other duties as may be designated in these bylaws or as directed by the NAP Board of Directors or the NAP President.</li> </ol>	<ol style="list-style-type: none"> <li>through associations and unchartered states, provinces, or countries;</li> <li>2. assist in the organization of associations and units within the district;</li> <li>3. encourage states, provinces, and countries to conduct classes for preparation for membership and assist them in their organization;</li> <li>4. <del>preside at the district conference;</del></li> <li>5. <del>promote educational programs for the general public especially in unchartered areas;</del></li> <li>6. <del>5.</del> appoint, with the approval of the NAP Board of Directors, a chairman of an unchartered state, province, or country within the district in accordance with Article IV, Section 4A; and</li> <li>7. <del>6.</del> perform such other duties as may be designated in these bylaws or as directed by the NAP Board of Directors or the NAP President.</li> </ol>	
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**Proviso:** All persons elected as district directors in accordance with the current provisions of this section shall serve as district liaisons for the 2019-2021 biennium.

**Conforming amendments:** At all locations where “district director” appears, strike “director and insert “liaison.”

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Proposers’ note:** Amendments 3 through 3.5 are part of a single plan and should be considered together. The crux of the plan is contained in Amendment 1 and its conforming amendments. While Amendments 3.1 through 3.5 are not, strictly speaking, “conforming amendments” as defined in RONR, they are necessary for proper implementation of Amendment 3.

**Rationale:** The districts, as currently structured, have outlived their purpose. District conferences generally are sparsely attended, especially when held in the same year as the NAP biennial convention. The title “director” is no longer apropos, since (except for the two elected from among the eight) the district directors no longer serve on the NAP Board of Directors. Retaining the districts as geographical divisions, changing the titles of the district directors to district liaisons (or something similar), and eliminating the requirement of a district conference, will allow the districts

to continue serving the function of providing a resource for the assigned associations, without having to plan for and conduct a sparsely attended conference.

**Bylaws Committee Recommendation:** The Bylaws Committee has no recommendation on this amendment as a whole. The Committee agrees with the proposers that even though the following Amendments 3.1-3.5 are not technically conforming amendments, taken together with Amendment 3, they all should be considered as a single proposal. Therefore, in the interest of expediting the processing of this entire amendment, the Bylaws Committee will move Amendment 3 be considered first. If Amendment 3 is *adopted*, then the Bylaws Committee will move Amendments 3.1-3.5 be considered and voted on as a block. If Amendment 3 is *defeated*, the Bylaws Committee will move Amendments 3.1-3.5 be withdrawn.

### AMENDMENT 3.1: DROP DISTRICT MEMBERSHIP

Amend Article III, Members, Section 1, Classification, Subsection C, Membership in Districts, Associations, and Units, by striking “districts” each place it appears, and adjusting punctuation as needed.

Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>C. Membership in Districts, Associations, and Units.</b> Membership in districts, associations, and units shall be as provided in Article IV, Section 8.</p>	<p><b>C. Membership in Associations, and Units.</b> Membership in districts, associations, and units shall be as provided in Article IV, Section 8.</p>	<p><b>C. Membership in Associations and Units.</b> Membership in associations and units shall be as provided in Article IV, Section 8.</p>

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Rationale:** Necessary for full implementation of Amendment 3.

### AMENDMENT 3.2: DROP CRITERIA FOR DISTRICT MEMBERSHIP

Amend Article IV, Divisions, Section 8, Section 8. Membership in Districts, Associations, and Units, Subsection B Criteria, by striking Paragraph 1 and renumbering the succeeding paragraphs.

Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>B. Criteria.</b> 1. A member of NAP, who is registered as in attendance, has paid the appropriate registration fee, and meets either of the following requirements may vote at the district conference: a) primary member of an association in the district; or b) member whose principal residence is in an unchartered state or</p>	<p><b>B. Criteria.</b> <del>1. A member of NAP, who is registered as in attendance, has paid the appropriate registration fee, and meets either of the following requirements may vote at the district conference: a) primary member of an association in the district; or b) member whose principal residence is in an unchartered state or</del></p>	<p><b>B. Criteria.</b> 1. A member of NAP whose principal residence is in a state or province with an association shall belong to at least one association which may be a different association than that of the state or province in which the member resides. A member of NAP may belong to any number of associations. A member of NAP whose principal residence is in an</p>



<p>province in the district and who is not a primary member of any association.</p> <p>2. A member of NAP whose principal residence is in a state or province with an association shall belong to at least one association which may be a different association than that of the state or province in which the member resides. A member of NAP may belong to any number of associations. A member of NAP whose principal residence is in an unchartered state or province shall not be required to belong to an association.</p> <p>3. A member of NAP may belong to any number of units. A member of NAP who is a member of a unit shall be a member of the association, if any, with which the unit is affiliated.</p>	<p><del>province in the district and who is not a primary member of any association.</del></p> <p><del>2.</del> <u>1.</u> A member of NAP whose principal residence is in a state or province with an association shall belong to at least one association which may be a different association than that of the state or province in which the member resides. A member of NAP may belong to any number of associations. A member of NAP whose principal residence is in an unchartered state or province shall not be required to belong to an association.</p> <p><del>3.</del> <u>2.</u> A member of NAP may belong to any number of units. A member of NAP who is a member of a unit shall be a member of the association, if any, with which the unit is affiliated.</p>	<p>unchartered state or province shall not be required to belong to an association.</p> <p>2. A member of NAP may belong to any number of units. A member of NAP who is a member of a unit shall be a member of the association, if any, with which the unit is affiliated.</p>
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**Conforming amendment:** In the title for Article IV, Section 8, strike “Districts,” and the comma after “Associations”.

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Rationale:** Necessary for full implementation of Amendment 3.

### AMENDMENT 3.3: APPOINTMENT OF DISTRICT LIAISONS

Amend Article V, Officers, Section 8, Duties of Officers, Subsection A, Duties of the President, Paragraph 2, by inserting a new Subparagraph e to read as follows, and re-lettering Subparagraph e as f, with the proviso that this amendment shall be effective with the appointments for the 2021-2023 biennium: “e) the liaison for each district;”

Current Wording	Proposed Amendment	If Adopted Will Read
<p>2. shall appoint, subject to the approval of the NAP Board of Directors, the following:</p> <p>a) the editor, the assistant editor, the parliamentary research editor, the parliamentary research team, the parliamentary consultant, and the</p>	<p>2. shall appoint, subject to the approval of the NAP Board of Directors, the following:</p> <p>a) the editor, the assistant editor, the parliamentary research editor, the parliamentary research team, the parliamentary consultant, and the</p>	<p>2. shall appoint, subject to the approval of the NAP Board of Directors, the following:</p> <p>a) the editor, the assistant editor, the parliamentary research editor, the parliamentary research team, the parliamentary consultant, and the</p>

parliamentary review committee for the <i>National Parliamentarian</i> <sup>®</sup> ; b) the chairman of each standing committee except the ethics committee; c) the members of each standing committee and subcommittee except the membership extension and retention committee and the ethics committee; d) the chairman and members of each special committee; and e) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;	parliamentary review committee for the <i>National Parliamentarian</i> <sup>®</sup> ; b) the chairman of each standing committee except the ethics committee; c) the members of each standing committee and subcommittee except the membership extension and retention committee and the ethics committee; d) the chairman and members of each special committee; <u>e) the liaison for each district;</u> and e) f) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;	parliamentary review committee for the <i>National Parliamentarian</i> <sup>®</sup> ; b) the chairman of each standing committee except the ethics committee; c) the members of each standing committee and subcommittee except the membership extension and retention committee and the ethics committee; d) the chairman and members of each special committee; e) the liaison for each district; and f) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;
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**Proviso:** This amendment shall be effective with the appointments for the 2021-2023 biennium.

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Rationale:** Necessary for full implementation of Amendment 3.

### AMENDMENT 3.4: CHANGE DISTRICT DIRECTOR TITLE

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of the NAP Board of Directors, Paragraph 20, by striking “director of” and inserting “liaison for.”

Current Wording	Proposed Amendment	If Adopted Will Read
20. consider and resolve the question of revocation of the charter of an association or unit, when revocation of an association’s charter is recommended by the NAP President or the director of the district in which the association is located, or when revocation of a unit’s charter is recommended by the NAP President or the president of the association, if any, with which the unit is affiliated;	20. consider and resolve the question of revocation of the charter of an association or unit, when revocation of an association’s charter is recommended by the NAP President or the <del>director of</del> <u>liaison for</u> the district in which the association is located, or when revocation of a unit’s charter is recommended by the NAP President or the president of the association, if any, with which the unit is affiliated;	20. consider and resolve the question of revocation of the charter of an association or unit, when revocation of an association’s charter is recommended by the NAP President or the liaison for the district in which the association is located, or when revocation of a unit’s charter is recommended by the NAP President or the president of the association, if any, with which the unit is affiliated;

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Rationale:** Necessary for full implementation of Amendment 3.

### AMENDMENT 3.5: SUBMISSION OF AMENDMENTS

Amend Article XVI, Amendment of Articles of Incorporation and Bylaws, Section 1, Convention Action. Subsection A, Amendment with Notice Before Convention, Paragraph 1, by striking “a district conference.”

Current Wording	Proposed Amendment	If Adopted Will Read
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;	1. has been submitted by the bylaws committee, the NAP Board of Directors, a standing or special committee, <del>a district conference,</del> two associations or their board of directors, three units, or at least ten NAP members-at-large;	1. has been submitted by the bylaws committee, the NAP Board of Directors, a standing or special committee, two associations or their board of directors, three units, or at least ten NAP members-at-large;

**Proposed by:** Washington State Association of Parliamentarians Board of Directors; Electronic Association of Parliamentarians Board of Directors; Parliamentarians Association of British Columbia; Manitoba Association of Parliamentarians

**Rationale:** Necessary for full implementation of Amendment 3.

### AMENDMENT 4: INCREASE NUMBER OF DIRECTORS-AT-LARGE

Amend Article V, Officers, Section 1, Officers, by striking “three” and inserting “five.”

Current Wording	Proposed Amendment	If Adopted Will Read
<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, and three directors-at-large.	<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, and <del>three</del> <u>five</u> directors-at-large.	<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, and five directors-at-large.

**Proposed by:** NAP Membership Extension and Retention Committee

**Rationale:** Currently, almost one quarter of the board of directors (2 out of 9 positions) are elected from a very limited pool. Rather than electing two board members from the limited pool of the eight district directors, two additional directors-at-large should be elected. Nothing in this amendment, however, would preclude any of the district directors from running for election to a board position.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that if Amendment 3 is adopted, this amendment BE adopted. If Amendment 3 is defeated the Committee recommends this amendment NOT BE adopted.

**Bylaws Committee Rationale:** The Committee feels if Amendment 3 is adopted, changing the nature of the district director position, then it will be desirable to add two additional directors-at large to the board of directors, while removing the two positions of district director from the board as provided for in the following Amendment 5. If

Amendment 3 is defeated, the Committee is then not persuaded that changing the composition of the board in this manner will result in any improvement in governance.

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## AMENDMENT 5: BOARD OF DIRECTORS COMPOSITION

Amend Article VII, NAP Board of Directors, Section 1, Composition, by striking all text after “shall be the” and inserting “elected officers, plus the chairman of the membership extension and retention committee, who shall be a non-voting member with the right to attend and speak at all board meetings.”

Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>Section 1. Composition.</b> 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 the delegates at the convention from among the eight district directors for the incoming biennium.</p>	<p><b>Section 1. Composition.</b> The members of the NAP Board of Directors shall be the <del>president, vice president, secretary, treasurer, three directors-at-large, and two district directors</del> elected by the delegates at the convention from among the eight district directors for the incoming biennium <u>elected officers, plus the chairman of the membership extension and retention committee, who shall be a non-voting member with the right to attend and speak at all board meetings.</u></p>	<p><b>Section 1. Composition.</b> The members of the NAP Board of Directors shall be the elected officers, plus the chairman of the membership extension and retention committee, who shall be a non-voting member with the right to attend and speak at all board meetings.</p>

**Proposed by:** NAP Membership Extension and Retention Committee

**Rationale:** Completes implementation of Amendment 4 and should be considered only if Amendment 4 is adopted as proposed. Inclusion of the MERC chairman as a non-voting member ensures that the MERC will continue to have a voice at board meetings.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that if Amendment 4 is adopted, this amendment be amended by striking “plus the chairman of the membership extension and retention committee, who shall be a non-voting member with the right to attend and speak at all board meetings” and that as amended, the amendment BE adopted. (If Amendment 4 is defeated, the Bylaws Committee will move that this amendment be withdrawn.)

**Bylaws Committee Rationale:** The Committee feels the addition the chairman of one standing committee as a non-voting member of the board of directors, in preference to any of the other standing committees, does not provide any additional benefit to governance. All of the standing committees will continue to have an equal voice at board meetings as needed.

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## AMENDMENT 6: ADD DISTRICT DIRECTORS TO LIST OF NAP OFFICERS

Amend Article V, Officers, Section 1, Officers, by striking the previous “and’ and adding “, and two district directors.”

Current Wording	Proposed Amendment	If Adopted Will Read
<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, and three directors-at-large.	<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, <del>and</del> three directors-at-large, <u>and two district directors.</u>	<b>Section 1. Officers.</b> The elected officers of NAP shall be a president, a vice-president, a secretary, a treasurer, three directors-at-large, and two district directors.

**Proposed by:** Bylaws Committee.

**Rationale:** The Bylaws Committee feels the two district director positions should be included in the list of NAP elected officers.

**Bylaws Committee Recommendation:** The Bylaws Committee recommends that this amendment BE adopted. (If Amendment 5 is adopted, the Bylaws Committee will move that this amendment be withdrawn.)

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## AMENDMENT 7: CALL OF DISTRICT CONFERENCES

Amend Article IV, Divisions, Section 2, Districts, Subsection A, District Conferences, Paragraph 2, by striking “forty-five and no more than sixty” and inserting “sixty and no more than one-hundred eighty days”.

Current Wording	Proposed Amendment	If Adopted Will Read
2. Each district director shall send the written call of the district conference no fewer than forty-five and no more than sixty days before the district conference.	2. Each district director shall send the written call of the district conference no fewer than <del>forty-five</del> <u>sixty</u> and no more than <del>sixty</del> <u>one-hundred eighty</u> days before the district conference.	2. Each district director shall send the written call of the district conference no fewer than sixty and no more than one-hundred eighty days before the district conference.

**Proposed by:** NAP Board of Directors, District Five Conference, and Missouri State Association of Parliamentarians.

**Rationale:** District directors need more time to create their district’s conference locations and hotel reservation information. District attendees should receive information on the district conferences in sufficient time to make hotel and air reservations for the best rate. Sixty days is not sufficient time to get the best rate for air flights and should therefore be extended.

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

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## AMENDMENT 8: ELECTRONIC ASSOCIATION DISTRICT ASSIGNMENT

Amend Article IV, Divisions, Section 2, Districts, by striking the last two sentences of the beginning paragraph and inserting “After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign associations outside North America to a district. Electronic associations need not be assigned to a district unless the NAP Board of Directors establishes an electronic district,” with the proviso that

upon a request sent to NAP Headquarters by any electronic association assigned to a district as of the date of adoption of this amendment, the district assignment of such association shall be dissolved.

Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. Electronic associations and associations outside of North America shall be assigned to a district. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign electronic associations and associations outside North America to a district.</p>	<p><b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. <del>Electronic associations and associations outside of North America shall be assigned to a district. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign electronic associations and associations outside North America to a district.</del> <u>After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign associations outside North America to a district. Electronic associations need not be assigned to a district unless the NAP Board of Directors establishes an electronic district.</u></p>	<p><b>Section 2. Districts.</b> The districts shall promote membership recruitment and retention, leadership training, and the educational programs of NAP. There shall be eight (8) geographical districts in North America. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall determine the boundaries of each district. The NAP Board of Directors is authorized to establish electronic districts or districts outside North America. Each district outside North America shall be comprised of one or more countries. After consultation with the membership extension and retention committee and affected associations, the NAP Board of Directors shall assign associations outside North America to a district. Electronic associations need not be assigned to a district unless the NAP Board of Directors establishes an electronic district.</p>

**Proviso:** Upon a request sent to NAP Headquarters by any electronic association assigned to a district as of the date of adoption of this amendment, the district assignment of such association shall be dissolved.

**Proposed by:** Electronic Unit of NAP, Young Professionals Parliamentary Practice Unit, E-Grant Unit, and Green Gavel Electronic Unit

**Rationale:** Since an electronic association has no defined geographic area, it makes little practical sense for an electronic association to be assigned to a specific geographic district, where many of the association’s members may not reside and therefore may not have any realistic opportunity to participate in the district conference or have any other contact with the district. If NAP ever charters enough electronic associations to warrant forming an electronic district, however, then the electronic associations could be assigned to that district.

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

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## AMENDMENT 9: ELECTRONIC UNIT ASSOCIATION AFFILIATION

Amend Article IV, Divisions, Section 5, Units, Subsection B, Electronic Units, Paragraph 2, by striking all text following the first appearance of “association affiliation,” and inserting “After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation to a different association,” with the proviso that any electronic unit that is unaffiliated as of the date of adoption of this amendment shall inform NAP Headquarters, within thirty days after the close of the convention, of the association with which it wishes to be affiliated. If the unit fails to do make such notification, the NAP Board of Directors shall determine the unit’s association affiliation.

Current Wording	Proposed Amendment	If Adopted Will Read
<p>2. When chartering, an electronic unit shall designate its association affiliation or designate that it will not have an association affiliation. After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation status.</p>	<p>2. When chartering, an electronic unit shall designate its association affiliation <del>or designate that it will not have an association affiliation.</del> <u>After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation status.</u> <del>After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation status.</del> <u>After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation to a different association.</u></p>	<p>2. When chartering, an electronic unit shall designate its association affiliation. After the initial designation, an electronic unit may petition the NAP Board of Directors to change its affiliation to a different association.</p>

**Proviso:** Any electronic unit that is unaffiliated as of the date of adoption of this amendment shall inform NAP Headquarters, within thirty days after the close of the convention, of the association with which it wishes to be affiliated. If the unit fails to do make such notification, the NAP Board of Directors shall determine the unit’s association affiliation.

**Proposed by:** Electronic Unit of NAP, Young Professionals Parliamentary Practice Unit, E-Grant Unit, and Green Gavel Electronic Unit

**Rationale:** The initial draft of the 2011 revision to the NAP Bylaws, which authorized the chartering of electronic units, would have required electronic units to designate an association affiliation. Members working toward the eventual chartering of NAP’s first electronic unit proposed an amendment, which was adopted, to insert the words, “or designate that it will not have an association affiliation.” The reasoning was that electronic units, by their nature, are not necessarily limited to a specific geographic area, and therefore should not be required to be assigned to a specific geographic association in which many of the unit members may not reside. With the subsequent chartering of an electronic association, however, that reasoning no longer applies. The proposed amendment will still allow an electronic unit to designate a geographic association affiliation, if it wishes to do so, or it may designate affiliation with the electronic association.

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

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## AMENDMENT 10: VOTING RIGHTS AT DISTRICT CONFERENCES

Amend Article IV, Divisions, Section 8, Membership in Districts, Associations, and Units, Subsection B, Criteria, Paragraph 1b, by striking “an unchartered state or province in the district and who is not a primary member of any association,” and inserting “the district and who is not a primary member of an association assigned to another district.”

Current Wording	Proposed Amendment	If Adopted Will Read
1. A member of NAP, who is registered as in attendance, has paid the appropriate registration fee, and meets either of the following requirements may vote at the district conference: a) primary member of an association in the district; or b) member whose principal residence is in an unchartered state or province in the district and who is not a primary member of any association.	1. A member of NAP, who is registered as in attendance, has paid the appropriate registration fee, and meets either of the following requirements may vote at the district conference: a) primary member of an association in the district; or b) member whose principal residence is in <del>an unchartered state or province in the district and who is not a primary member of any association</del> <u>the district and who is not a primary member of an association assigned to another district.</u>	1. A member of NAP, who is registered as in attendance, has paid the appropriate registration fee, and meets either of the following requirements may vote at the district conference: a) primary member of an association in the district; or b) member whose principal residence is in the district and who is not a primary member of an association assigned to another district.

**Proposed by:** Electronic Unit of NAP, Young Professionals Parliamentary Practice Unit, E-Grant Unit, and Green Gavel Electronic Unit

**Rationale:** The current language disenfranchises, at the district conference, primary members of electronic associations who do not happen to reside in the district, regardless of whether the electronic association is assigned to a district. The amendment, together with the Amendment 8, will ensure that primary members of electronic associations that are not assigned to a district may continue to vote at the district conference for the district in which they reside.

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

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## AMENDMENT 11: MEMBER CONDUCT

Amend Article III, Members, Section 5, Discipline, by striking the title and the first sentence and inserting, “Conduct. Members shall abide by the NAP Bylaws, Standing Rules, and Code of Ethics, and shall not engage in conduct injurious to NAP or its object, or bring disrespect on NAP.”



Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>Section 5. Discipline.</b> Members shall not engage in conduct injurious to NAP or its object, bring disrespect on NAP, or willfully violate its bylaws. The ethics committee shall handle allegations of disciplinary matters as prescribed in Article XI, Section 2.</p>	<p><del><b>Section 5. Discipline.</b> Members shall not engage in conduct injurious to NAP or its object, bring disrespect on NAP, or willfully violate its bylaws.</del> <b>Conduct.</b> Members shall <u>abide by the NAP Bylaws, Standing Rules, and Code of Ethics, and shall not engage in conduct injurious to NAP or its object, or bring disrespect on NAP.</u> The ethics committee shall handle alleged violations as prescribed in Article XI, Section 2.</p>	<p><b>Section 5. Conduct.</b> Members shall abide by the NAP Bylaws, Standing Rules, and Code of Ethics, and shall not engage in conduct injurious to NAP or its object, or bring disrespect on NAP. The ethics committee shall handle alleged violations as prescribed in Article XI, Section 2.</p>

**Proposed by:** NAP Ethics Committee.

**Rationale:** Focuses more clearly on member conduct, with specific reference to NAP Bylaws, Standing Rules, and Code of Ethics.

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

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## AMENDMENT 12: BOARD OF DIRECTORS DUTIES

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subsection B, Duties of the NAP Board of Directors, Paragraphs 21 & 22, by substituting the following new Paragraphs 21 & 22:

21. after consultation with the ethics committee, adopt *Standards of Ethical Conduct for Parliamentarians, Rules for Disposition of Professional Ethics Complaints.* and *Rules for Disposition of Membership Discipline Complaints.*

22. render the final decision on any recommendation made by the ethics committee for suspension or revocation of any member’s membership or credential classification as a result of an ethics or member discipline complaint and consider and resolve all appeals by a respondent of a reprimand issued by the ethics committee. A two-thirds vote shall be required to suspend or revoke any member’s membership or credential classification.

Current Wording	Proposed Amendment	If Adopted Will Read
<p>21. adopt “<i>Standards of Ethical Conduct for Parliamentarians</i>” and “<i>Rules for Disposition of Complaints by the Ethics Committee</i>”;</p> <p>22. consider and resolve all appeals from decisions of the ethics committee;</p>	<p><del>21. adopt “<i>Standards of Ethical Conduct for Parliamentarians</i>” and “<i>Rules for Disposition of Complaints by the Ethics Committee</i>”;</del></p> <p><del>22. consider and resolve all appeals from decisions of the ethics committee;</del></p> <p><u>21. after consultation with the ethics committee, adopt <i>Standards of Ethical Conduct for Parliamentarians, Rules for Disposition of Professional Ethics Complaints.</i> and <i>Rules for Disposition of Membership Discipline Complaints;</i></u></p> <p><u>22. render the final decision on any recommendation made by the ethics committee for suspension or</u></p>	<p>21. after consultation with the ethics committee, adopt <i>Standards of Ethical Conduct for Parliamentarians, Rules for Disposition of Professional Ethics Complaints.</i> and <i>Rules for Disposition of Membership Discipline Complaints;</i></p> <p>22. render the final decision on any recommendation made by the ethics committee for suspension or revocation of any member’s membership or credential classification as a result of an ethics or member discipline complaint and consider and resolve all appeals by a respondent of a reprimand issued by the ethics committee. A two-thirds</p>

	<u>revocation of any member’s membership or credential classification as a result of an ethics or member discipline complaint and consider and resolve all appeals by a respondent of a reprimand issued by the ethics committee. A two-thirds vote shall be required to suspend or revoke any member’s membership or credential classification;</u>	vote shall be required to suspend or revoke any member’s membership or credential classification;
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**Proposed by:** NAP Ethics Committee.

**Rationale:** Gives NAP Board of Directors control for adopting the rules for disposition of member discipline complaints, and to make the decision on the suspension or revocation of credential or membership.

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

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### AMENDMENT 13: DISCIPLINE

Amend Article IX, Professional Discipline, Section 5, Discipline, by striking “PROFESSIONAL” from the title, and in Section 2, striking Subsection A & B and inserting new Subsection A, B, and C to read:

- A. Ethics Complaints.** The ethics committee shall process complaints concerning alleged violations of the *Code of Ethics for Parliamentarians* in accordance with provisions contained in the *Rules for Disposition of Complaints by the Ethics Committee*.
- B. Member Discipline Complaints.** The ethics committee shall process complaints concerning alleged violations of Article III, Section 5 in accordance with provisions contained in the *Rules for Disposition of Membership Discipline Complaints*.
- C. Penalties.** The ethics committee may:
  1. issue a reprimand, subject to appeal by the respondent to the NAP Board of Directors; or
  2. recommend to the NAP Board of Directors the suspension or revocation of a membership or credential classification.

Current Wording	Proposed Amendment	If Adopted Will Read
<b>ARTICLE XI</b> <b>PROFESSIONAL DISCIPLINE</b> [Section 1 omitted; no change] <b>Section 2. Complaints.</b> <b>A. Ethics Complaints.</b> The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians received on an approved “Ethics Complaint Form” in accordance with provisions contained in the “Rules for Disposition of Complaints by the Ethics Committee.” The committee shall also process	<b>ARTICLE XI</b> <del><b>PROFESSIONAL DISCIPLINE</b></del> [Section 1 omitted; no change] <b>Section 2. Complaints.</b> <del><b>A. Ethics Complaints.</b></del> The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians received on an approved “Ethics Complaint Form” in accordance with provisions contained in the “Rules for Disposition of Complaints by the Ethics Committee.” The committee shall also process	<b>ARTICLE XI</b> <b>DISCIPLINE</b> [Section 1 omitted; no change] <b>Section 2. Complaints.</b> <b>A. Ethics Complaints.</b> The ethics committee shall process complaints concerning alleged violations of the <i>Code of Ethics for Parliamentarians</i> in accordance with provisions contained in the <i>Rules for Disposition of Complaints by the Ethics Committee</i> . <b>B. Member Discipline Complaints.</b> The ethics committee shall process

member discipline complaints.

**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 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.

~~member discipline complaints.~~

~~**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 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.~~

**A. Ethics Complaints.** The ethics committee shall process complaints concerning alleged violations of the *Code of Ethics for Parliamentarians* in accordance with provisions contained in the *Rules for Disposition of Complaints by the Ethics Committee.*

**B. Member Discipline Complaints.**

The ethics committee shall process complaints concerning alleged violations of Article III, Section 5 in accordance with provisions contained in the *Rules for Disposition of Membership Discipline Complaints.*

**C. Penalties.** The ethics committee may:

1. issue a reprimand, subject to appeal by the respondent to the NAP Board of Directors; or
2. recommend to the NAP Board of Directors the suspension or revocation of a membership or credential classification.

complaints concerning alleged violations of Article III, Section 5 in accordance with provisions contained in the *Rules for Disposition of Membership Discipline Complaints.*

**C. Penalties.** The ethics committee may:

1. issue a reprimand, subject to appeal by the respondent to the NAP Board of Directors; or
2. recommend to the NAP Board of Directors the suspension or revocation of a membership or credential classification.

**Proposed by:** NAP Ethics Committee.

**Rationale:** Clarifies that both the ethics complaints and the member discipline complaints are processed by rules and procedures adopted by the NAP Board of Directors. This removes from the bylaws the specific details that belong in the rules and procedures for processing membership discipline complaints. The amendment also clarifies that only the board can revoke or suspend a member’s membership or credentials.

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

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## **AMENDMENT 14: CHANGE NAME OF ETHICS COMMITTEE TO PROFESSIONAL STANDARDS COMMITTEE**

Amend Article III, Members, Section 5, Discipline by striking “ethics” and inserting “professional standards.”

<b>Current Wording</b>	<b>Proposed Amendment</b>	<b>If Adopted Will Read</b>
<b>Section 5. Discipline.</b> Members shall not engage in conduct injurious to NAP or its object, bring disrespect on NAP, or willfully violate its bylaws. The ethics committee shall handle allegations of disciplinary matters as prescribed in Article XI, Section 2.	<b>Section 5. Discipline.</b> Members shall not engage in conduct injurious to NAP or its object, bring disrespect on NAP, or willfully violate its bylaws. The <u>ethics professional standards</u> committee shall handle allegations of disciplinary matters as prescribed in Article XI, Section 2.	<b>Section 5. Discipline.</b> Members shall not engage in conduct injurious to NAP or its object, bring disrespect on NAP, or willfully violate its bylaws. The professional standards committee shall handle allegations of disciplinary matters as prescribed in Article XI, Section 2.

**Proviso:** This amendment will coincide with the NAP Board making appropriate changes in the NAPOPP.

**Proposed by:** Carrie Dickson, PRP Utah; Dana Dickson, RP-R Utah MAL; AlVerta Harty, CA MAL; Shirley Vanderbeck, PRP CA MAL; Dr. Alvin Andrews, PRP-R CA MAL; Sherry Glab, CA MAL; Julie West, CA MAL; J. David West, CA MAL; Carlos Santana, HI MAL; Marilyn Leimomi Khan, HI MAL; Delores Schoen, CA MAL; Betty Wong, CA MAL; Tiadong Fang, UT MAL

**Rationale:** Recent complaints have demonstrated that the name “Ethics” prejudices benign actions by the Ethics Committee and lends itself to misuse by persons/groups determined to remove parliamentarians for strategic gain.

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

**Bylaws Committee Rationale:** While it may be true the ethics rules are in need of revising, merely changing the name of the Ethics Committee to something else provides no useful benefit.

### **CONFORMING AMENDMENT 14A-E:**

Amend Article V, Officers, Section 8, Duties of Officers, Subsection A, Duties of the President, Subparagraphs 2.b) through 7 by striking “ethics” and inserting “professional standards.”

<b>Current Wording</b>	<b>Proposed Amendment</b>	<b>If Adopted Will Read</b>
2. b) the chairman of each standing committee except the ethics committee; c) the members of each standing committee and subcommittee	2. b) the chairman of each standing committee except the <u>ethics professional standards</u> committee; c) the members of each standing	2. b) the chairman of each standing committee except the professional standards committee; c) the members of each standing

<p>except the membership extension and retention committee and the ethics committee;</p> <p>d) the chairman and members of each special committee; and</p> <p>e) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;</p> <p>3. may authorize special committees;</p> <p>4. shall appoint a parliamentarian who must be a professional registered member;</p> <p>5. shall nominate the following:</p> <p>a) two professional registered members to serve on the ethics committee; and</p> <p>b) a member of the ethics committee to serve as committee chairman;</p> <p>6. shall preside over meetings of the NAP Board of Directors;</p> <p>7. shall be ex officio a member of all NAP committees, except the ethics committee, unless the president designates another member of the NAP Board of Directors to serve in his or her place;</p>	<p>committee and subcommittee except the membership extension and retention committee and the <u>ethics professional standards</u> committee;</p> <p>d) the chairman and members of each special committee; and</p> <p>e) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;</p> <p>3. may authorize special committees;</p> <p>4. shall appoint a parliamentarian who must be a professional registered member;</p> <p>5. shall nominate the following:</p> <p>a) two professional registered members to serve on the <u>ethics professional standards</u> committee; and</p> <p>b) a member of the <u>ethics professional standards</u> committee to serve as committee chairman;</p> <p>6. shall preside over meetings of the NAP Board of Directors;</p> <p>7. shall be ex officio a member of all NAP committees, except the <u>ethics professional standards</u> committee, unless the president designates another member of the NAP Board of Directors to serve in his or her place;</p>	<p>committee and subcommittee except the membership extension and retention committee and the professional standards committee;</p> <p>d) the chairman and members of each special committee; and</p> <p>e) the convention coordinator and workshop coordinator, and NAP Training Conference coordinator and workshop coordinator;</p> <p>3. may authorize special committees;</p> <p>4. shall appoint a parliamentarian who must be a professional registered member;</p> <p>5. shall nominate the following:</p> <p>a) two professional registered members to serve on the professional standards committee; and</p> <p>b) a member of the professional standards committee to serve as committee chairman;</p> <p>6. shall preside over meetings of the NAP Board of Directors;</p> <p>7. shall be ex officio a member of all NAP committees, except the professional standards committee, unless the president designates another member of the NAP Board of Directors to serve in his or her place;</p>
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**CONFORMING AMENDMENT 13B:**

Amend Article VII, NAP Board of Directors, Section 2, Duties, Subparagraph B, Duties of the NAP Board of Directors, Subparagraphs 1, 21 and 22 by striking “ethics” and inserting “professional standards” where appropriate.

Current Wording	Proposed Amendment	If Adopted Will Read
<p><b>B. Duties of the NAP Board of Directors.</b> The NAP Board of Directors shall:</p> <p>1. at its first meeting (post-convention):</p> <p>a) elect two professional registered members to membership on the ethics</p>	<p><b>B. Duties of the NAP Board of Directors.</b> The NAP Board of Directors shall:</p> <p>1. at its first meeting (post-convention):</p> <p>a) elect two professional registered members to membership on the <u>ethics professional standards</u></p>	<p><b>B. Duties of the NAP Board of Directors.</b> The NAP Board of Directors shall:</p> <p>1. at its first meeting (post-convention):</p> <p>a) elect two professional registered members to membership on the professional standards committee;</p>

<p>committee; and b) elect a member of the ethics committee to serve as committee chairman;</p> <p>***</p> <p>21. adopt “<i>Standards of Ethical Conduct for Parliamentarians</i>” and “<i>Rules for Disposition of Complaints by the Ethics Committee</i>”;</p> <p>22. consider and resolve all appeals from decisions of the ethics committee;</p>	<p>committee; and b) elect a member of the <u>ethics professional standards</u> committee to serve as committee chairman;</p> <p>***</p> <p>21. adopt “<i>Standards of <del>Ethical</del> Conduct for Parliamentarians</i>” and “<i>Rules for Disposition of Complaints by the <del>Ethics</del> <u>Professional Standards</u> Committee</i>”;</p> <p>22. consider and resolve all appeals from decisions of the <u>ethics professional standards</u> committee;</p>	<p>and b) elect a member of the professional standards committee to serve as committee chairman;</p> <p>***</p> <p>21. adopt “<i>Standards of Conduct for Parliamentarians</i>” and “<i>Rules for Disposition of Complaints by the Professional Standards Committee</i>”;</p> <p>22. consider and resolve all appeals from decisions of the professional standards committee;</p>
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**CONFORMING AMENDMENT 13C:**

Amend Article IX Committees, Section 1. Standing Committees, Subparagraph A. Composition, Accountability, Ex officio Members, Subcommittees, and Term, Subparagraphs 1.c), 3 and 5, by striking “ethics” and inserting “professional standards.”

Current Wording	Proposed Amendment	If Adopted Will Read
<p>The standing committees of NAP shall be bylaws, communications, educational resources, ethics, international services, membership examiners, membership extension and retention, professional development, and youth.</p> <p>***</p> <p>c) The ethics committee composition shall be as provided in Article XI.</p> <p>***</p> <p>3. Ex officio members: a) The NAP President or the NAP President’s designee shall be ex officio a member of each standing committee, except the ethics committee. A presidential designee shall not be counted in determining a quorum but shall have voting</p>	<p>The standing committees of NAP shall be bylaws, communications, educational resources, <u>ethics professional standards</u>, international services, membership examiners, membership extension and retention, professional development, and youth.</p> <p>***</p> <p>c) The <u>ethics professional standards</u> committee composition shall be as provided in Article XI.</p> <p>***</p> <p>3. Ex officio members: a) The NAP President or the NAP President’s designee shall be ex officio a member of each standing committee, except the <u>ethics professional standards</u> committee. A presidential designee shall not be counted in</p>	<p>The standing committees of NAP shall be bylaws, communications, educational resources, professional standards, international services, membership examiners, membership extension and retention, professional development, and youth.</p> <p>***</p> <p>c) The professional standards committee composition shall be as provided in Article XI.</p> <p>***</p> <p>3. Ex officio members: a) The NAP President or the NAP President’s designee shall be ex officio a member of each standing committee, except the professional standards committee. A presidential designee shall not be counted in determining a quorum but</p>

<p>rights.</p> <p>***</p> <p>5. The term for committee members shall correspond to that of the officers, except for the ethics committee, whose terms are prescribed in Article XI.</p>	<p>determining a quorum but shall have voting rights.</p> <p>***</p> <p>5. The term for committee members shall correspond to that of the officers, except for the <u>ethics professional standards</u> committee, whose terms are prescribed in Article XI.</p>	<p>shall have voting rights.</p> <p>***</p> <p>5. The term for committee members shall correspond to that of the officers, except for the professional standards committee, whose terms are prescribed in Article XI.</p>
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**CONFORMING AMENDMENT 13D:**

Amend Article XI Professional Discipline, Section 1. Ethics Committee, Subsection A. Composition and Section 2. Complaints, by striking “ethics” and inserting “professional standards” where appropriate.

Current Wording	Proposed Amendment	If Adopted Will Read
<p>Section 1. Ethics Committee.</p> <p>A. Composition. The ethics committee shall be comprised of four professional registered members who shall not be members of the NAP Board of Directors.</p> <p>***</p> <p>Section 2. Complaints.</p> <p>A. Ethics Complaints. The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians received on an approved “Ethics Complaint Form” in accordance with provisions contained in the “Rules for Disposition of Complaints by the Ethics Committee.” The committee shall also process member discipline complaints.</p> <p>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 notice of any suspension or revocation of membership, and an opportunity</p>	<p>Section 1. <u>Ethics Professional Standards</u> Committee.</p> <p>A. Composition. The <u>ethics professional standards</u> committee shall be comprised of four professional registered members who shall not be members of the NAP Board of Directors.</p> <p>***</p> <p>Section 2. Complaints.</p> <p>A. <u>Ethics</u> Complaints. The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians received on an approved “<u>Ethics</u> Complaint Form” in accordance with provisions contained in the “Rules for Disposition of Complaints by the <u>Ethics Professional Standards</u> Committee.” The committee shall also process member discipline complaints.</p> <p>B. Member Discipline Complaints. The <u>ethics professional standards</u> 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</p>	<p>Section 1. Professional Standards Committee.</p> <p>A. Composition. The professional standards committee shall be comprised of four professional registered members who shall not be members of the NAP Board of Directors.</p> <p>***</p> <p>Section 2. Complaints.</p> <p>A. Complaints. The committee shall process complaints concerning alleged violations of the Code of Ethics for Parliamentarians received on an approved “Complaint Form” in accordance with provisions contained in the “Rules for Disposition of Complaints by the Professional Standards Committee.” The committee shall also process member discipline complaints.</p> <p>B. Member Discipline Complaints. The professional standards 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 notice of any suspension or revocation of membership, and</p>

<p>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.</p>	<p>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 <del>ethics</del> <u>professional standards</u> committee shall establish procedures to consider complaints including recusal procedures.</p>	<p>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 professional standards committee shall establish procedures to consider complaints including recusal procedures.</p>
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**CONFORMING AMENDMENT 13E:**

Amend Standing Rule 18, Ethics Committee, by striking “ethics” and inserting “professional standards.”

<b>Current Wording</b>	<b>Proposed Amendment</b>	<b>If Adopted Will Read</b>
<p><b>ETHICS COMMITTEE</b> 18. The Ethics Committee shall conduct at least one educational session at each NAP Training Conference and NAP Biennial Convention.</p>	<p><del><b>ETHICS</b></del> <b>PROFESSIONAL STANDARDS COMMITTEE</b> 18. The <del>Ethics</del> <u>Professional Standards</u> Committee shall conduct at least one educational session at each NAP Training Conference and NAP Biennial Convention.</p>	<p><b>PROFESSIONAL STANDARDS COMMITTEE</b> 18. The Professional Standards Committee shall conduct at least one educational session at each NAP Training Conference and NAP Biennial Convention.</p>