

**SUMMARY OF REVISIONS TO THE
CITIZENS LEAGUE BYLAWS
August, 2006**

Goal of the Bylaws Revision Project

The goals of the revisions to the Bylaws were the following:

- (1) *To reflect current practice and policy of the operation of the Board of Directors, staff, and the involvement of membership.*
- (2) *To simplify the administration of the governance function.*
- (3) *To maintain transparency to membership in the functioning of the Board of Directors and other governance activities.*

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Mission

The mission was updated to reflect the most current mission statement of the Citizens League, which was approved by the Board of Directors in February of 2006.

Membership

- The names of the classes of membership have been changed to “Household” and “Student/Community”, from “Family” and “Student/Low Income” respectively.
- The “Institutional” member category has been added to the Bylaws. There was previously no category for institutional (business and non-profit) members.
- A member may not be terminated “for cause.” However, a member may still be terminated by the Board of Directors for failure to pay dues.
- The Bylaws clear state that the members vote on the slate developed by the Nominating Committee to elect the Board of Directors. Previous language was unclear as to this point.
- All other references to votes of the members have been deleted. There were previously no other specific voting opportunities for members, but language was unclear as to this point.
- In order for members to make a petition for a special meeting, the requirement was clarified to be 100 members or 10% of the total membership, whichever is less. It used to say 50 people or 10% of total membership.

Board of Directors

- The size of the Board of Directors will be 28 to 34 Directors.
- The Officers are not additional members of the Board, but instead are selected from the Board. Previous language had the Board at a maximum of 24 Directors *plus* the officers and immediate past chair.
- The Nominating Committee shall present directly to the membership a slate of nominees for board nominations for the following year. Members vote at the Annual Meeting on this slate of Directors created by the Nominating Committee. This simply clarifies previous language.

- The Bylaws were modified so that individuals running for or serving in elected public office are ineligible to serve as a Director. Previous language excluded “judicial officers” from serving on the Board, and allowed elected school board members and elected officials serving the last year of their term and not seeking re-election to serve on the Board. People appointed to positions and boards are eligible to serve as a Director.

Officers

- The Board of Directors elects its Officers as the first order of business at its first meeting of the calendar year. The number of Vice-Chairs was reduced to one. The fact that the Vice Chair is expected to become Chair has been added to make the process and expectations more transparent. This notwithstanding, it does not create a mandate that the Vice Chair becomes the Chair.

Executive Director

The title “Executive Director” has replaced the title of “President” used previously in the Bylaws.

Committees

- The Finance Committee was added as a standing committee.
- The Program and Policy Committee was deleted as a permanent committee to more accurately reflect the ad hoc nature and activities of the study committees and of current Board-approved committees like the current Policy Advisory Committee.
- The composition of the Nominating Committee was moved to Section 5 to accurately represent its role as a standing committee.
- Directors that participate in the nominating committee are no longer limited to those Directors whose term is not expiring.

Conflicts of Interest

The current conflict of interest policy has been attached to the Bylaws.

Miscellaneous

- The Bylaws were reformatted for clarity. For example, Sections dealing with the same topic were combined.
- The Bylaws were reviewed to ensure that terms and terminology were used consistently, i.e., the use of the term “Board of Directors” versus “Board.” Section references were checked for accuracy.