

**The following proposed amendments to CGCI bylaws were recommended (at the 2019 Winter Board Meeting) by the board of directors to the 2019 convention body**

**Please print and bring these proposed amendments to the business meetings at Convention (June 5-6, 2019).**

**#1. (page 92) Article VI – Nominations and Elections**

**Section 2. Nominating Committee, (b) Eligibility:**

Currently reads:

2. No member shall serve more than two terms and the terms shall not be consecutive.

Proposal: Delete 2 above and renumber (current 3 becomes 2).

Rationale: We should have as few restrictions as possible and need members with experience who know the organization, bylaws, what the elected officers are supposed to do and those board members who might be eligible and suitable to take elected positions including those who will honor their commitment to attend every state meeting to participate in the work of the Nominating Committee.

There is still a check and balance that no district may be represented consecutively – so it is unlikely that an individual would serve consecutively. In a case where an individual belongs to clubs from different districts, if that individual served two consecutive terms, they would really be serving the needs/interests of two different districts.

**#2 (page 92) Article VII – Board of Directors**

**Sec. 2** Currently reads: The board of directors shall be the governing body of this corporation and shall: (a) transact routine business; (b) adopt standing rules; (c) ratify all classes of membership.

Proposed change: insert and (d) adopt amendments to endowment charters.

Rationale: Conforms with proposed changes to endowment charters being presented at convention.

**Passed.**

**Sec. 4** Currently reads: (a) Regular meetings shall be organizational, fall, winter and pre-convention meetings. Permission for non-attendance at any regular meeting must be obtained from the president. Forty-five days' notice of fall and winter board meetings shall be given. Notification of the pre-convention meeting, the post-convention meeting in odd-numbered, election years, and the organizational meeting shall be included in the call for convention. A registration fee approved by the board of directors may be used for expenses of board meetings.

Proposed change: NOTE Additions in red. Deletions highlighted in strikeout.

Sec. 4. (a) Regular meetings shall be ~~the~~ organizational (~~at the beginning of each term~~), fall, winter and pre-convention meetings. Permission for non-attendance at any regular meeting must be obtained from the president. Forty-five days' notice of fall and winter board meetings shall be given. Notification of the pre-convention meeting ~~and~~ the post-convention ~~and~~ organizational meetings in odd-numbered, election years, ~~and the organizational meeting~~ shall be included in the call for convention. A registration fee approved by the board of directors may be used for expenses of board meetings. (b) Pre-convention meetings shall be held immediately preceding the opening of convention. At the pre-convention meeting in even-numbered, non-election years, new members to the board of trustees shall be ratified and assume their duties after close of convention.

Rationale: Follows NGC and Pacific Region having Organizational Meeting only in beginning of each new administration term in odd-years and eliminates even-year Organizational Meeting by adding budget approval process to pre-convention board meeting – see Article XII Finances Sec. 5 proposal.

**#3. (page 95) Article XII Finances - Sec. 5**

Currently reads: The budget and finance committee shall: (a) include the financial secretary, who shall serve as the chairman, first vice-president/president elect, treasurer, chairman of the board of trustees, Group Tax Exemption Program Chairman and up to three (3) members who shall be appointed by the president; (b) submit the annual corporation budget for adoption at the organizational board meeting; and (c) recommend on proposed transfers or increases to budget accounts or expenditures of money in excess of twenty-five dollars (\$25.00) outside of budget before any action by the board of directors.

Proposed Change: Strike and replace “organizational” with “pre-convention”

To read:

Sec. 5. The budget and finance committee shall: (a) include the financial secretary, who shall serve as the chairman, first vice-president/president elect, treasurer, chairman of the board of trustees, Group Tax Exemption Program Chairman and up to three (3) members who shall be appointed by the president; (b) submit the annual corporation budget for adoption at the pre-convention board meeting; and (c) recommend on proposed transfers or increases to budget accounts or expenditures of money in excess of twenty-five dollars (\$25.00) outside of budget before any action by the board of directors.

Rationale: Follows NGC and Pacific Region having Organizational Meeting only in beginning of each new administration term in odd-years and eliminates even-year Organizational Meeting by adding budget approval process to pre-convention board meeting.

**#4 (page 95) Article XII Finances – Sec. 6 (c)**

Currently reads: (c) president-elect’s reimbursement of up to \$2,000 for verified expenses incurred in attending the Pacific Region and NGC Conventions; expenses over and above may be presented to the Board of Directors for approval

Proposed change: Strike \$2,000 and insert \$3,500

To read: (c) president-elect’s reimbursement of up to \$3,500 for verified expenses incurred in attending the Pacific Region and NGC Conventions; expenses over and above may be presented to the Board of Directors for approval

Rationale: Expenses have increased for hotel stays and flights for meetings that President-elect is required to attend.

**#5 (page 95) Article XII – Finances - Sec. 9**

Currently reads:

A crime policy that includes employee dishonesty coverage will be furnished by CGCI and paid from the general fund.

Proposed change: Strike “employee dishonesty” and insert “**Computer and Funds Transfer Fraud, Employee Theft and Forgery or Alteration**” coverage will be furnished by CGCI and paid from the general fund. Insert (line code 401)

To read: A crime policy that includes Computer and Funds Transfer Fraud, Employee Theft and Forgery or Alteration coverage will be furnished by CGCI and paid from the general fund (L/C 401).

Rationale: This is just clarification and housekeeping so it is clear what should be included in CGCI’s crime policy.

**#6 (page 96) Article XIV Board of Trustees Sec. 8:**

Currently reads: The board of trustees shall constitute the endowment committee which shall oversee the endowment fund and scholarship endowment fund as directed in the charters of the two funds. The endowment promotion chairman shall be a non-voting member of the endowment committee.

Proposed change: add another sentence to Section 8 of Article XIV

To read: The board of trustees shall constitute the endowment committee which shall oversee the endowment fund and scholarship endowment fund as directed in the charters of the two funds. The endowment promotion chairman shall be a non-voting member of the endowment committee. **Signers on all CGCI endowment accounts shall be the President, Treasurer and the Chairman of the Board of Trustees.**

Rationale: Ratifying names and positions every two years by the board of directors is not necessary for endowment funds. Organization Resolutions for each endowment currently with Vanguard that are prepared by the Chairman of the BOT with new officer information do not require minutes, only signatures and dates. Similar motion was approved by BOD at 2015 Fall Board Meeting: *That signers on all CGCI Endowment accounts shall be the President, Treasurer and the Chairman of the Board of Trustees.*