

Instructions: Please indicate the Article #, Section #, (and paragraph # or letter, if appropriate) and associated text of the present Bylaws that is to be changed using the same font as in the Bylaws, “Garamond” size 11 or 12. If Garamond is not available use “Book Antiqua”. Words inserted or added are *in italics* and words removed are ~~struck out~~. If there are more instances (Articles, Sections) where the same type of change is required please repeat. All sections of the Bylaws affected by the proposed change MUST be included in the mark-up unless the change is something simple such as a word substitution. Non-related changes (separate topics) must be considered as separate amendments.

DO NOT REMOVE THESE INSTRUCTIONS FROM THE NOTICE PAGES.

Notice of Proposed Amendment to Bylaws

In accordance with the bylaws, John Dunse hereby gives notice that the following Bylaws amendment will be offered for consideration at the NEXT membership meeting having an Organization Quorum.

Amendment 2008-008: Reserve Fund for Special Meetings

Proposal Summary: The BWNA budget contains expenditures for regular meetings and events, but has established no reserve for abnormal expenses such as the possibility to hold one or more “special meetings” as mandated by the Bylaws. The amendment requires the establishment of such a Reserve Fund, which is capped at the level necessary for two Special Meetings, and is capitalized by a 10% diversion of BWNA income (various sources), but not CAP Grant money.

ARTICLE 4 – ASSOCIATION IDENTITY, GOVERNANCE, AND FISCAL POLICY

Section 3. Fiscal Policy

- a. Fiscal/Membership Year. BWNA’s fiscal and membership year starts on January 1 of each year, the month after the annual election of officers.
- b. Solvency. BWNA will operate and always remain on a “pay-as-you-go” funding basis. No member or officer shall, in the Association’s name, obtain a loan or a credit card to finance Association activities; this restriction cannot be overridden by Board action.
- c. Disbursement. Two Officers, the Treasurer and the President, must sign all checks issued in the Association’s name.
- d. Use of Dues. Membership dues (fee) shall fund operating expenses only.

***e. Reserve Fund for Special Meetings**
 Either physically or through bookkeeping, an account shall be established and maintained separate from the normal BWNA operating expense account. The funds in this account shall be used for one and only one purpose -- to cover the expenditures for up to two “Special Meetings” – room rental, insurance, printing of notices, etc. The Treasurer is required to deposit ten percent (10%) of all BWNA income into this Reserve Fund, excepting income from those grants that may restrict the use of grant funds. The Reserve Fund is to be capped when its balance equals the expenditure need for two “Special Meetings”. Any withdrawals to hold a Special Meetings is to be replaced using the 10% income deposit rate.*

Parliamentary information: Primary and secondary amendments to these proposed bylaw amendments are in order only if they are *germane* to the proposed bylaw amendments and are *within the scope of the change proposed in the notice*. “Amendments” which do not seek to directly change the text of the proposed amendments within the limitations of germaneness and scope, but instead propose to amend other parts of the affected section amount to new bylaw amendments will be out of order. Notice of such new proposed bylaw amendments may be given when there are no other pending motions.

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2 **Rationale for Change**

4 Reviewing the Association budget, one notices specific entries for items such as the social events, and operating
6 expenditures for the regularly scheduled yearly meetings. But nothing is held in reserve – to allow for the possibility to
hold unscheduled “special” meetings. The amendment proposes here would force the establishment of a “reserve” fund
specifically targeting the expenses of up to two “Special Meetings”.

8 An example: The October meeting did not have a sufficient quorum to hold a General Meeting. Nomination for officers
was an item that could not be covered. Under those circumstances, failure to achieve the necessary quorum, the Bylaws
10 require the President to schedule a Special Meeting to conduct the business of the October meeting (Article 7, Section 3a,
last sentence). That didn’t occur – so in December when we should have been electing officers for the 2009-year at the
12 Annual Meeting, we are nominating. In the past, our president has refused to call special meetings (even when **required**
by the Bylaws) because of the cost involved, and the fact that such expenditure is not in the budget. This amendment
14 automatically budgets for such expenditure on a continuing basis.

16 Bylaws Extract

18 **ARTICLE 7 -- MEETINGS**

20 **Section 3.** **BWNA Meetings:** All meetings shall have an agenda distributed prior to the meeting. The
president shall act as Chair presiding over all meetings of the membership. In the president’s absence, the vice-president
may preside but shall relinquish the Chair as soon as the president enters the meeting. At any meeting the Chair may
22 choose any other officer or Full Member and relinquish the chair to that person, who becomes “Chair pro tem” (Chair
pro tempore), for the remainder of that meeting only.

24 a. **General Meetings.** The Boards and the membership shall meet together regularly at times established by
26 vote during the Annual Meeting, unless a meeting is cancelled by the ExecCom one week prior to the scheduled
meeting date with notifications sent to the members by the Communication secretary. A Standard Quorum is
28 required to hold a General Meeting. **Failure to achieve the necessary quorum, or the cancellation of the scheduled
meeting, requires the president to call a Special Meeting.**

30 b. **Annual Meeting.** This December meeting requires an Organization Quorum. If the required quorum is
32 not achieved, the meeting shall immediately adjourn and the current presiding officer (or pro tem) shall call for a
Special Meeting to conduct the business of the Annual Meeting. The business of this meeting includes:
34 o year-end summary reports;
36 o election of officers for the coming year;
38 o membership dues for coming year;
o establishing the coming year’s Meeting Calendar.

40 **Yearly Meeting Calendar.** At the Annual Meeting, the membership and newly elected officers present shall by majority
vote determine how often and when to meet in the coming year. This calendar, showing the General Meetings and Annual
Meeting, will be published and also posted on the BWNA website.

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