

## VFRW BYLAWS – RATIFICATION PROPOSALS

Background to this ratification action:

### **VFRW BYLAWS ARTICLE XIV AMENDMENTS**

#### **Section 2.**

If any amendment to NFRW Bylaws makes a corresponding amendment to these Bylaws necessary or causes them to be in conflict with the NFRW Bylaws, these Bylaws shall be amended automatically according to amendments adopted by vote of the national body. Such changes shall be ratified at the next VFRW Convention.

Bylaw adopted at NFRW 2015 Convention:

### **NFRW BYLAWS ARTICLE IX Section 1(B):**

A call to the Biennial Convention shall be mailed or sent electronically to the NFRW Board of Directors and to each local club president at least sixty days prior to the date of the convention.

VFRW proposes to ratify NFRW as follows:

### **VFRW BYLAWS ARTICLE XII CONVENTIONS Section 1(B):**

A call to the Convention shall be mailed or sent electronically to the VFRW Board of Directors and to each local club president at least forty-five (45) days prior to the date of the convention.

- A call means all documents related to the call and/or all agenda items scheduled for the convention. Therefore, bylaws will be mailed or sent electronically with the call.
- VFRW Bylaws will be amended under housekeeping by adding “electronically.”

The **second amendment** to the NFRW bylaws adopted at the 2015 convention changed the representation of “The voting body of the Biennial Convention” from “national officers” to “voting members of the NFRW Executive Committee”. This was done to include the members-at-large. The 2016 VFRW Convention will not be asked to ratify this because its content and meaning is covered in other proposed VFRW bylaw amendments.

# VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #1

Bylaw Article and Section being addressed (number and current wording):

Article IV Membership  
Section 4 Application for New Local Clubs  
Paragraph C  
Sub paragraph 3

3. Dues per capita and local club service charge as prescribed in these bylaws; (See Article XI)

Proposed change: (additions in caps; deletions in strike through)

THE CHECKS FOR DUES AND SERVICE CHARGE SHALL FOLLOW VIA USPS MAIL WITHIN FIVE (5) BUSINESS DAYS OF THE ELECTRONIC SUBMISSION. CLUB REPORTS SHALL BE SENT TO THE VFRW TREASURER ON A MONTHLY BASIS IF AND WHEN NEW MEMBERS ARE ADDED.

Exact wording of bylaw as proposed

3. Dues per capita and local club service charge as prescribed in these bylaws. (See Article XI) The checks for dues and service charge shall follow via USPS mail within five (5) business days of an electronic submission. Club reports shall be sent to the VFRW Treasurer on a monthly basis if and when new members are added.

Rationale for proposed change:

- Enables the VFRW Treasurer to plan the bank deposit.
- Enables the Second Vice President to plan the computer entry of new club information.
- Establishes the timeline for new clubs to forward monies to VFRW.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #2

Bylaw Article and Section being addressed (number and current wording):

Article IV Membership  
Section 5 Responsibilities of Local Clubs

N/A

Proposed change: (additions in caps; deletions in strike through)

- H. EACH LOCAL CLUB SHALL DESIGNATE AT LEAST 2 OFFICERS WITH AUTHORITY TO SIGN CHECKS AND VERIFY THAT THE NAMES ARE ON FILE AT THE LOCAL BANK WHERE THE CLUB ACCOUNT IS HOUSED. THE CLUB PRESIDENT SHALL SEND THE NAMES OF THE OFFICERS WITH SIGNING AUTHORITY TO THE VFRW TREASURER. EACH CLUB SHALL HAVE ITS OWN FEDERAL ID# AND THE CLUB BANK ACCOUNT SHALL BE IN THE CLUB'S NAME.

Exact wording of bylaw as proposed

- H. Each local club shall designate at least 2 officers with authority to sign checks and verify that the names are on file at the local bank where the club account is housed. The club president shall send the names of the officers with signing authority to the VFRW Treasurer. Each club shall have its own federal ID# and the club bank account shall be in the club's name.

Rationale for proposed change:

- Note that this proposal does not require 2 signatures on each check. Rather it requires that more than one person has check signing authority.
- Enables the club to function more smoothly. Should one of the check signers be on vacation, etc. there is another person who can sign.
- Allows the treasury to remain constant even with a change of officers.

**VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #3**

Bylaw Article and Section being addressed (number and current wording):

Article VI District Representatives and Their Duties  
Section 1 Eligibility  
Paragraph C

Shall reside in the Congressional District that she represents. Where practicable, the office of District Representative will alternate between the various local clubs within the District.

Proposed change: (additions in caps; deletions in strike through)

Shall reside in the Congressional District that she represents. **HOWEVER, FOR A CLUB WHOSE MEMBERS RESIDE IN MORE THAN ONE CONGRESSIONAL DISTRICT, THE CANDIDATE HERSELF NEED NOT RESIDE IN THE DISTRICT BUT SHALL BE AN ACTIVE MEMBER IN GOOD STANDING IN THE LOCAL CLUB IN THAT CONGRESSIONAL DISTRICT.** Where practicable, the office of District Representative will alternate between the various local clubs within the District.

Exact wording of bylaw as proposed

Shall reside in the Congressional District that she represents. However, for a club whose members reside in more than one Congressional District, the candidate herself need not reside in the district but shall be an active member in good standing in the local club in that Congressional District. Where practicable, the office of District Representative will alternate between the various local clubs within the District.

Rationale for proposed change:

- Acknowledges that several local Clubs have members from several Congressional Districts.
- Allows a club member in good standing in the club to live in a congressional district other than where the club is housed and be a candidate for DR.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #4

Bylaw Article and Section being addressed (number and current wording):

Article VII Representatives To State Central Committee and Their Duties  
Section 1 Eligibility  
Paragraph B

Representatives to the State Central Committee shall have served at least one year as members of the Board of Directors of the VFRW.

Proposed change: (additions in caps; deletions in strike through)

Representatives to the State Central Committee shall have served at least one year as A VOTING MEMBER ~~members~~ of the VFRW Board of Directors ~~of the VFRW~~ AND SHALL HAVE SERVED ONE TERM AS A LOCAL CLUB PRESIDENT.

Exact wording of bylaw as proposed

Representatives to the State Central Committee shall have served at least one year as a voting member of the VFRW Board of Directors and shall have served one term as a local club president.

Rationale for proposed change:

- Works to the benefit of clubs by requiring a direct knowledge of club operations acquired during service as a club president.
- Works to the benefit of Federation members by requiring a direct knowledge of VFRW operations acquired during service as a voting member of the Board.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #5

Bylaw Article and Section being addressed (number and current wording):

Article VIII Board of Directors and Executive Committee

Section 2 Duties of the Board of Directors:

Paragraph B

To elect in even-numbered years, at the second Board of Directors meeting following the VFRW Convention, three voting Board members to serve concurrently with that of the officers elected at the Convention held in even-numbered years

Proposed change: (additions in caps; deletions in strike through)

To elect in even-numbered years, at the second Board of Directors meeting following the VFRW Convention, three MEMBERS-AT-LARGE AS VOTING MEMBERS OF THE EXECUTIVE COMMITTEE AND voting Board members to serve concurrently with ~~that of~~ the officers elected at the Convention held in even-numbered years

Exact wording of bylaw as proposed

To elect in even-numbered years, at the second Board of Directors meeting following the VFRW Convention, three Members-At-Large as voting members of the Executive Committee and voting Board members to serve concurrently with the officers elected at the Convention held in even-numbered years

Rationale for proposed change:

- Gives correct name to the three elected at-large members.
- Conforms to NFRW Bylaws.

**VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #6**

Bylaw Article and Section being addressed (number and current wording):

Article VIII Board of Directors and Executive Committee  
Section 4 Executive Committee

The voting members of the Executive Committee shall consist of the elected officers, the immediate past president and three elected members of the voting Board of Directors (see Article VIII, Section 2 (b)).

Proposed change: (additions in caps; deletions in strike through)

THE VOTING MEMBERS OF THE VFRW EXECUTIVE COMMITTEE  
SHALL CONSIST OF THE ELECTED OFFICERS, THE THREE ELECTED  
MEMBERS-AT-LARGE AND THE IMMEDIATE PAST PRESIDENT.

Exact wording of bylaw as proposed

The voting members of the VFRW Executive Committee shall consist of the elected officers, the three elected members-at-large and the immediate past president.

Rationale for proposed change:

- Wording conforms this paragraph to that used in the NFRW Bylaws.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #7

Bylaw Article and Section being addressed (number and current wording):

Article X Nominations and Elections  
Section 1 Nominations  
Paragraph B

The Nominating Committee shall recommend only one nominee for each office in odd-numbered years and two nominees for State Central Committee in even-numbered years. Such recommendations, along with a short biography of each nominee including qualifications and an endorsement by her local club, shall be included in a report sent to all members of the Board of Directors and local club presidents at least thirty (30) days prior to the VFRW Convention.

Proposed change: (additions in caps; deletions in strike through)

The Nominating Committee shall recommend only one nominee for each office ~~in~~ **TO BE ELECTED AT THE ANNUAL CONVENTION IN EVEN-NUMBERED YEARS** ~~odd-numbered years~~ and two nominees for State Central Committee **TO BE ELECTED AT THE ANNUAL CONVENTION IN ODD-NUMBERED YEARS** ~~in even-numbered years~~. Such recommendations, along with a **CANDIDATE’S QUALIFICATIONS PACKET THAT MUST INCLUDE A SHORT BIOGRAPHY AND HER CLUB’S ENDORSEMENT**, ~~short biography of each nominee including qualifications and an endorsement by her local club~~, shall be included in a report **SUBMITTED ELECTRONICALLY** to all members of the Board of Directors and local club presidents at least thirty (30) days prior to the VFRW Convention.

**A MEMBER OF THE VFRW SEEKING NOMINATION TO AN ELECTED OFFICE SHALL SUBMIT TO THE NOMINATING COMMITTEE, ELECTRONICALLY AND VIA UNITED STATES POSTAL SERVICE, A PACKET CONTAINING THE FOLLOWING DOCUMENTS BY DECEMBER 1: A SHORT BIOGRAPHY OUTLINING HER QUALIFICATIONS AND EXPERIENCE FOR THE OFFICE BEING SOUGHT; AN ENDORSEMENT FROM HER**



**VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #7**

continued

LOCAL CLUB PRESIDENT; AND, A 2” X 2” HEAD SHOT PHOTOGRAPH.

Exact wording of bylaw as proposed

The Nominating Committee shall recommend only one nominee for each office to be elected at the annual convention in even-numbered years and two nominees for State Central Committee to be elected at the annual convention in odd-numbered years. Such recommendations, along with a candidate’s qualifications packet that must include a short biography and her club’s endorsement, shall be included in a report submitted electronically to all members of the Board of Directors and local club presidents at least thirty (30) days prior to the VFRW Convention.

A member of the VFRW seeking nomination to an elected office shall submit to the Nominating Committee, electronically and via United States Postal Service, a packet containing the following documents by December 1: a short biography outlining her qualifications and experience for the office being sought; an endorsement from her local club president; and, a 2” x 2” head shot photograph.

Rationale for proposed change:

- Allows for electronic submission of candidate packets to the Nominating Committee.
- Allows for electronic submission of Nominating Committee recommendations to the Board of Directors and local club presidents.
- Sets a date by which Nominating Committee must receive candidate packets.
- Outlines specific items that must be included in the candidate packets.
- Clarifies which officers are to be elected at annual convention.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #8

Bylaw Article and Section being addressed (number and current wording):

Article XIV Amendments

N/A

Proposed change: (additions in caps; deletions in strike through)

THE VFRW BYLAWS COMMITTEE SHALL PRESENT PROPOSED AMENDMENTS ELECTRONICALLY TO THE EXECUTIVE COMMITTEE FOR REVIEW.

Exact wording of bylaw as proposed

The VFRW bylaws committee shall present proposed amendments electronically to the Executive Committee for review.

Rationale for proposed change:

- Gives the Executive Committee a vote on which proposals they believe are needed to amend the bylaws.

Bylaw Article and Section being addressed (number and current wording):

Article XIV Amendments

Section 1

These Bylaws may be amended by a two-thirds vote of the delegates at any VFRW Convention, provided notice of the proposed amendment(s) has been submitted in writing to all members of the Board of Directors and to all local clubs. Further, the proposed changes to the Bylaws shall be postmarked at least thirty (30) days prior to the VFRW Convention at which they are to be voted upon. Such amendments shall become effective upon adjournment of the convention at which they were adopted.

Proposed change: (additions in caps; deletions in strike through)

Section 1.

These Bylaws may be amended by a two-thirds vote of the delegates at any VFRW Convention, provided notice of the proposed amendment(s) has been submitted **ELECTRONICALLY OR** in writing to all members of the Board of Directors and to all **PRESIDENTS OF** local clubs. ~~Further, the proposed changes to the Bylaws shall be postmarked at least thirty (30) days prior to the VFRW Convention at which they are to be voted upon. Such amendments shall become effective upon adjournment of the convention at which they were adopted.~~ **FORTY-FIVE (45) days prior to the VFRW Convention at which they are to be voted upon. Such amendments shall become effective IMMEDIATELY UPON ADOPTION.**

Exact wording of bylaw as proposed

Section 1.

These Bylaws may be amended by a two-thirds vote of the delegates at any VFRW Convention, provided notice of the proposed amendment(s) has been submitted electronically or in writing to all members of the Board of Directors and to all presidents of local clubs at least forty-five (45) days prior to the VFRW Convention at which they are to be voted upon. Such amendments shall become effective immediately upon adoption.

Rationale for proposed change:

- More timely effect of the convention's work.
- Deletes the word "postmarked" from the Bylaws.

Bylaw Article and Section being addressed (number and current wording):

Article VIII Board of Directors and Executive Committee  
Section 1 Board of Directors  
Paragraph A Voting Body

The voting body of the Board of Directors shall be elected officers, the Past Presidents of the VFRW, the two elected representatives to the State Central Committee, the elected District Representatives from each of the Congressional Districts where there is at least one local club, and the chairmen of all standing committees (see Article IX). There shall be no proxy for Past Presidents of the VFRW.

Proposed change: (additions in caps; deletions in strike through)

The voting body of the Board of Directors shall be ALL MEMBERS OF THE EXECUTIVE COMMITTEE ~~elected officers~~, the Past Presidents of the VFRW, the two elected representatives to the State Central Committee, the elected District Representatives from each of the Congressional Districts where there is at least one local club, ~~and~~ the chairmen of all standing committees (see Article IX) AND THE PRESIDENTS OF EVERY VFRW LOCAL CLUB. A PROXY FOR A CLUB PRESIDENT SHALL BE A MEMBER IN GOOD STANDING FROM HER OWN CLUB. There shall be no proxy for Past Presidents of the VFRW.

Exact wording of bylaw as proposed

The voting body of the Board of Directors shall be all members of the Executive Committee, the Past Presidents of the VFRW, the two elected representatives to the State Central Committee, the elected District Representatives from each of the Congressional Districts where there is at least one local club, the chairmen of all standing committees (see Article IX) and the presidents of every VFRW local club. A proxy for a club president shall be a member in good standing from her own club. There shall be no proxy for Past Presidents of the VFRW.

**VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #10**

continued

Rationale for proposed change:

- Adds full voting privileges for club presidents.
- Clarifies that all members of the Executive Committee have a vote on the Board of Directors.
- Conforms the voting privilege for club presidents with other federations throughout the U.S.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #11

Bylaw Article and Section being addressed (number and current wording):

Article V OFFICERS AND THEIR DUTIES

Section 1 Eligibility

Paragraph B

- B. The President, First Vice President and Second Vice President shall have served at least two years as a voting member of the VFRW Board of Directors and shall have served one term as a local club President.

Proposed change: (additions in caps; deletions in strike through)

- B. The President, First Vice President and Second Vice President shall BE CURRENT ~~have served at least two years as a~~ voting memberS of the VFRW Board of Directors and shall have served one term as a local club President.

Exact wording of bylaw as proposed

- B. The President, First Vice President and Second Vice President shall be current voting members of the VFRW Board of Directors and shall have served one term as a local club President.

Rationale for proposed change:

- Allows club presidents, who are now voting members of the Board of Directors, to be eligible to run for Second Vice President, First Vice President and President.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #12

Bylaw Article and Section being addressed (number and current wording):

Article VIII Board of Directors and Executive Committee  
Section 1 Board of Directors  
Paragraph C Proxy Voting  
Sub-paragraph 3

3. A proxy of a voting member shall be given only to a non-voting member of the Board. District Representatives should refer to Article VI, Section 5 (b).

Proposed change: (additions in caps; deletions in strike through)

3. A proxy **FOR A CLUB PRESIDENT SHALL BE GIVEN ONLY TO A MEMBER IN GOOD STANDING OF HER OWN CLUB. A PROXY FOR ALL OTHER VOTING MEMBERS** ~~of a voting member~~ shall be given only to a non-voting member of the Board **OF DIRECTORS**. District Representatives should refer to Article VI, Section 5 (b).

Exact wording of bylaw as proposed

3. A proxy for a club president shall be given only to a member in good standing of her own club. A proxy for all other voting members shall be given only to a non-voting member of the Board of Directors. District Representatives should refer to Article VI, Section 5 (b).

Rationale for proposed change:

- Outlines procedure for proxy for club presidents.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #13

Bylaw Article and Section being addressed (number and current wording):

Article VIII Board of Directors and Executive Committee  
Section 3 Quorum for Meetings of Board of Directors:

Fifteen members, of whom three shall be officers and three District Representatives, shall constitute a quorum for all meetings of the Board of Directors.

Proposed change: (additions in caps; deletions in strike through)

TWENTY-ONE (21) ~~Fifteen~~ members, of whom three (3) shall be MEMBERS OF EXECUTIVE COMMITTEE ~~officers~~, SEVEN (7) PRESIDENTS OF LOCAL CLUBS and three (3) District Representatives, shall constitute a quorum for all meetings of the Board of Directors.

Exact wording of bylaw as proposed

Twenty-one (21) members, of whom three (3) shall be members of Executive Committee, seven (7) presidents of local clubs and three (3) District Representatives, shall constitute a quorum for all meetings of the Board of Directors.

Rationale for proposed change:

- Conforms to new make-up of VFRW Board of Directors.



**VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #14**

Bylaw Article and Section being addressed (number and current wording):

Article IX Standing and Special Committees  
Section 1 Standing Committees

There shall be the following standing committees: Bylaws, Campaign Activities, Finance, History, National Legislation, State Legislation and Public Relations. These Committees shall prepare programs of action in their respective areas for ratification by the President and Board of Directors.

Proposed change: (additions in caps; deletions in strike through)

There shall be the following standing committees: Bylaws, Campaign Activities, COMMUNICATIONS, Finance, History, National Legislation, SERGEANT-AT-ARMS, State Legislation and Public Relations. These Committees shall prepare programs of action in their respective areas for ratification by the President and Board of Directors.

Exact wording of bylaw as proposed

There shall be the following standing committees: Bylaws, Campaign Activities, Communications, Finance, History, National Legislation, Sergeant-at-arms, State Legislation and Public Relations. These Committees shall prepare programs of action in their respective areas for ratification by the President and Board of Directors.

Rationale for proposed change:

- Both new standing committees will provide an effective and efficient team effort for the VFRW.

## VFRW BYLAWS – AMENDMENT PROPOSAL FORM 2016 #15

Bylaw Article and Section being addressed (number and current wording):

Article X Nominations and Elections  
Section 1 Nominations  
Paragraph D

Nominations may be made from the floor of the VFRW Convention following the report of the Nominating Committee, provided the nominees have given written consent to serve if elected. Such nominees shall have written endorsement of their local clubs, such endorsement to be presented to the Nominating Committee by 6:00 p.m. of the day preceding the opening of the Convention, by a delegate from the nominee's local club. The nominee's resume must accompany the local club endorsement.

Proposed change: (additions in caps; deletions in strike through)

Nominations may be made from the floor of the VFRW Convention following the report of the Nominating Committee, provided the nominees have given written consent to serve if elected. Such nominees shall have written endorsement of their local clubs, such endorsement **SHALL BE SENT ELECTRONICALLY TO THE NOMINATING COMMITTEE FOURTEEN DAYS (14)** ~~to be presented to the Nominating Committee by 6:00 p.m. of the day~~ preceding the opening of the Convention, by a delegate from the nominee's local club. The nominee's resume must accompany the local club endorsement.

Exact wording of bylaw as proposed

Nominations may be made from the floor of the VFRW Convention following the report of the Nominating Committee, provided the nominees have given written consent to serve if elected. Such nominees shall have written endorsement of their local clubs, such endorsement shall be sent electronically to the Nominating Committee fourteen days (14) preceding the opening of the Convention, by a delegate from the nominee's local club. The nominee's resume must accompany the local club endorsement.

Rationale for proposed change:

- Allows the Nominating Committee time to review the candidate's information.