

General Federation of Women’s Clubs of Massachusetts, Inc.

The Bylaws Committee presents the following amendments to the Bylaws for consideration at the GFWC Massachusetts Combined Fall Meeting to be held on October 26, 2020.

(1) Article VI - Board of Directors and Its Duties

Section 1. Board of Directors. The Board of Directors is composed of the EC; all Standing Committee Chairmen; Chairmen of all GFWC Programs, Advancement Areas, Awards and Contests; and all other appointments listed in Standing Rules made by President-elect and approved by the EC.

Section 2. Meetings. Regular monthly meetings shall be held from September through June except November and February, the dates and places to be determined by the EC.

Section 1. In the first line after the second "the" insert **Executive Committee (EC)**

Section 2. In the first line, strike out the words "~~Regular monthly~~", capitalize "**Meetings**", strike out the words "~~from September through June except November and February,~~" and insert the words "~~at least four times per year~~" before "the dates and places to be determined by the EC".

If adopted should read:

Article VI—Board of Directors and Its Duties

Section 1. Board of Directors. The Board of Directors is composed of the Executive Committee (EC); all Standing Committee Chairmen; Chairmen of all GFWC Programs, Advancement Areas, Awards and Contests; and all other appointments listed in Standing Rules made by President-elect and approved by the EC.

Section 2. Meetings. Meetings shall be held at least four times per year the dates and places to be determined by the EC.

Rational: Provides flexibility in scheduling Board of Directors meetings.

(2) Article VIII - Junior Membership

Section 5. Executive Board.

C. Regular monthly meetings of the Executive Board shall be held from September through June, except February, May and December. The Director may call special meetings. At the written request of five members of the Executive Board, accompanied by a statement of the business to be considered, a special meeting shall be called;

Section 5C. Amend in the first sentence, by striking "~~from September through June, except February, May and December~~" and adding "~~at least four times a year~~". Insert a new second sentence: ~~The date, time and place shall be approved by the Junior Membership Executive Board.~~

If adopted should read:

C. Regular monthly meetings of the Executive Board shall be held at least four times a year. The date, time and place shall be approved by the Junior Membership Executive Board. The Director may call special meetings. At the written request of five members of the Executive Board, accompanied by a statement of the business to be considered, a special meeting shall be called;

Rational: Provides flexibility in scheduling Junior Membership Executive Board meetings.

(3) Article X - Representation and Voting

Section 3. Members of the Executive Committee, all other members of the Board of Directors, members of the Community Service Program areas, Standing Committees, *Federation Topics* staff, members of the Executive Board of Junior Membership, and all members of GFWC Massachusetts that hold positions in GFWC shall be entitled to vote at all business meetings.

Section 3. In line 2 strike "~~members of the Community Service Program areas, Standing Committees~~".

In line 3 strike the word "~~staff~~" and insert the word "~~Editor~~" before the words "members"

If adopted should read:

Section 3. Members of the Executive Committee, all other members of the Board of Directors, *Federation Topics* Editor, members of the Executive Board of Junior Membership, and all members of GFWC Massachusetts that hold positions in GFWC shall be entitled to vote at all business meetings.

Rational: Clarification of voting members

(4) Article XVI--Headquarters Commission

Section 1. There shall be a Headquarters Commission consisting of six (6) Trustees, the President, First Vice President, Treasurer and three members of GFWC Massachusetts.

E. Investment decisions must be made at a Trustee Meeting or via Electronic Communication. A majority vote of the Trustees is required for a decision to carry. Documentation of the vote shall be presented to the Board of Directors at its next meeting.

Section 1: In the first line, strike out the word "~~Investments~~" and capitalize the word "~~Decisions~~"

If adopted should read:

E. Decisions must be made at a Trustee Meeting or via Electronic Communication. A majority vote of the Trustees is required for a decision to carry. Documentation of the vote shall be presented to the Board of Directors at its next meeting.

Rational: The Headquarters Commission does not make investment decisions.