

## OCTOBER 14, 2021 DRAFT

Explanation to proposed changes to the bylaws follow.

Please note that items in **red** are to be struck, items in **green** are added or inserted.

### Bylaw Amendment Number 1

To amend Article III, by inserting the title **MEMBERSHIP**, to be consistent with the rest of the layout of the Bylaws.

**If Amendment Number 1 is adopted, Article III would read:**

Article III  
Membership

### Bylaw Amendment Number 2

To amend Article V, Section 1 by striking out the word **First** before Vice President and the words **Second Vice-President**.

**If Amendment Number 2 is adopted Article V, Section 1 would read:**

The officers shall be President, Vice-President, Secretary, and Treasurer. They shall serve as the Executive Committee of the National Board.

### Explanation

This amendment would eliminate the office of Second Vice-President. In the past, the majority of the work of this officer was handling communications and information for the membership. In the last four years the National ECW Board has functioned without a Second Vice-President. The National ECW Board hired a webmaster/business manager that now handles the maintenance of the National ECW website, the creation of the Communique, and the organization's Facebook page. **Note:** If this amendment is adopted language throughout the document will be removed or changed as necessary to reflect the elimination of the Second Vice-President position and that there is only a Vice-President as opposed to a First Vice-President and a Second Vice-President.

### Bylaw Amendment Number 3

To amend Article V, Section 4 by inserting the sentence, "Vacancies for Provincial representatives shall be filled in accordance with that Province's bylaws."

**If Amendment Number 3 is adopted, Article V, Section 4 would read:**

With the exception of the President, vacancies in all offices elected at the Triennial Meeting shall be filled by the National Board. Vacancies for Provincial representatives shall be filled in accordance with that Province's bylaws.

In the event of the death or resignation of the President, the Vice-President shall assume that office immediately upon notice of that event. In the event of a disability of the President which would prevent her from fulfilling the duties of that office, she may be removed from office by a majority vote of the remaining members of the National Board.

### **Explanation**

This amendment is not a change. The Provinces have always replaced their own representatives to the National Board if a vacancy occurred. However, it was never stated in the National bylaws as such.

### **Bylaw Amendment Number 4**

To amend Article XI striking out the words Disciplinary Procedures as a separate section and instead combine it with Article XI which spells out, for the most part, procedures to be used in the event that disciplinary action may become necessary.

## **ARTICLE XI PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with the Constitution and Canons of the Episcopal Church, these Bylaws, and any special rules of order adopted by this organization.

### **~~DISCIPLINARY PROCEDURES~~**

Disciplinary action, including dismissal from Board positions, shall be in accordance with (the Constitution and Canons of the Episcopal Church and those provisions in Disciplinary Procedures in *Robert's Rules of Order Newly Revised* current edition.

**If Amendment Number 4 is adopted Article XI would read:**

## **ARTICLE XI PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with the Constitution and Canons of the Episcopal Church, these Bylaws, and any special rules of order adopted by this organization.

Disciplinary action, including dismissal from Board positions, shall be in accordance with (the Constitution and Canons of the Episcopal Church and those provisions in Disciplinary Procedures in *Robert's Rules of Order Newly Revised* current edition.

#### **Bylaw Amendment Number 5**

To amend Article XI striking out the words the Constitution and Canons of the Episcopal Church in both paragraphs.

### **ARTICLE XI PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with ~~the Constitution and Canons of the Episcopal Church~~, these Bylaws, and any special rules of order adopted by this organization.

### **DISCIPLINARY PROCEDURES**

Disciplinary action, including dismissal from Board positions, shall be in accordance with ~~the Constitution and Canons of the Episcopal Church and~~ those provisions in Disciplinary Procedures in *Robert's Rules of Order Newly Revised* current edition.

**If Amendment Number 5 is adopted Article XI would read:**

### **ARTICLE XI PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order adopted by this organization.

Disciplinary action, including dismissal from Board positions, shall be in accordance with those provisions in Disciplinary Procedures in *Robert's Rules of Order Newly Revised* current edition.

#### **Explanation**

The Executive Council for the National Church has indicated that the National ECW is not mentioned in the Constitution and Canons of the Episcopal Church and that this language is, therefore, not necessary.