



International Bylaws / Standing Rules Committee 2024 Proposed Amendments

May 3, 2024

Dear Members of The 99s:

During the 2024 annual meeting, to be held on Saturday July 6, members will vote on five (5) proposed amendments to the international bylaws and standing rules. To permit the widest possible attendance, the annual meeting will use a hybrid format (both in-person and online).

Proposal Process

The International Bylaws and Standing Rules Committee obtained input from members through discussions over the past 2 years. The proposed amendments were discussed in detail with the IBOD. Impact assessments and comments were solicited from The 99s general counsel, treasurer, and parliamentarian.

A link to the final proposed amendments has been sent electronically to governors, chapter chairmen, and Members-at-Large, as required by the bylaws. An email with the same link was also sent to ALL members. The document containing the proposed amendments is posted on the website in the library accessible to all members. The 99s website is the primary source for reviewing the proposed amendments.

Review and Discussion Process

Members are encouraged to discuss the proposed amendments during section and chapter meetings, in preparation for discussion and voting during the annual meeting.

A hybrid Communications Session will be held on Friday, July 5, to present the proposals with an opportunity for questions and discussion. You may attend either in-person at the conference in Vancouver or online. A link to the meeting will be sent to all credentialed members.

The annual meeting will be held on Saturday July 6. Each proposed amendment will be presented with a final opportunity for debate. Voting will take place using ElectionBuddy so that all credentialed members, both in-person and online, may cast their votes. Links to the voting platform and to the online meeting will be sent to all credentialed members.

If you have questions or concerns, please contact me at governngdocs@ninety-nines.org. I look forward to seeing you in person or online at the hybrid communications session, and at the hybrid annual meeting.

Respectfully submitted,

Juliet Lindrooth
Chairman, International Bylaws/Standing Rules Committee

Committee members: Chris Bentley, Ellen Nobles-Harris, Jeanne Fenimore
IBOD liaison: Leslie Prellwitz

Insertions are indicated by **bold, underlined** font. Deletions are indicated by ***bold red italic strikethrough*** font. Titles and full sentences which are not being changed are included in this amendment for clarity and context, shown in greyed out font.

2024 Ratification of Standing Rules Amendment #1 **on Life Membership**

Proposed standing rules amendment #1 changes the start date of Life Membership to the date when the full life membership payment is made. The International Board of Directors voted to approve this amendment on March 1, 2024. To become a permanent amendment, per bylaw XVII.5.B, members at the annual meeting will be asked to ratify this proposed amendment.

STANDING RULES

SR V – FISCAL AND DUES

2. LIFE MEMBERSHIP

- C. If a member pays for a single **or multi-year** dues, then pays in full for a life membership during that same year, the payment for life membership will be based on the member's **current** age **at the time of payment** ~~***at her next anniversary date***~~ and her life membership becomes effective **immediately.** ~~***on her next anniversary date***~~ **There will be no reimbursement or refunds on any portion of dues paid towards the member's single or multi-year membership.**
- D. If a member pays for a single **or multi-year** dues, then commences payment by installments for a life membership during that same year, the payment for life membership will be based on the member's age ~~***at her next anniversary date***~~ **at the time her life membership will become effective** and her life membership becomes effective at the completion of installment payments. **Member is responsible for keeping her current membership active until her life membership becomes effective. There will be no refund of the single or multi-year dues payment.**
- E. The option to have installment payments is determined by the Finance Committee and IBOD and is detailed in the Finance Committee's SOP for Life Member Payments.

Proposed by: International Board of Directors

Rationale: Once a member pays the full amount for a life membership, she should become a Life Member immediately. With regular membership, members are able to exercise the benefits of membership immediately upon payment. Similarly, there should be no delay in a member exercising their life membership benefits upon full payment. Members should pay the cost of life membership based on the age when their life membership becomes effective.

Financial Impact: No impact

Legal Impact: No legal impact

International Board of Directors: Concur

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2024 Proposed Bylaws Amendment #2 on Definition of Chair

Proposed bylaws amendment #2 adds the definitions for “chair” and “chairman”.

BYLAWS

ARTICLE II: PURPOSE, POLICIES, AND DEFINITION

Section 3. Definitions

- I. “Chair” and “chairman” are interchangeable terms which refer to the presiding member of a committee, chapter, meeting, or event.**

Proposed by: International Bylaws and Standing Rules Committee

Rationale: The use of the term “chair” for “chairman” is common practice throughout The 99s. For clarity, this amendment establishes that both terms have the same definition and are therefore interchangeable. After approval of this amendment, governing documentation, including that maintained by sections and chapters, may appropriately use either term.

Financial Impact: No impact

Legal Impact: No legal impact

International Board of Directors: Concur

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2024 Ratification of Standing Rules Amendment #3 **on Election Deadlines**

Proposed standing rules amendment #3 revises two election deadlines. The International Board of Directors voted to approve this amendment on March 1, 2024. To become a permanent amendment, per bylaw XVII.5.B, members at the annual meeting will be asked to ratify this proposed amendment.

STANDING RULES

SR VIII – NOMINATIONS, ELECTIONS & PROCEDURES

2. SCHEDULES

A. ELECTION DEADLINES

DECEMBER 31: Deadline for filing "Intent to Seek Election" forms for all international elected positions.

FEBRUARY 1: Candidates declared by Nominating Committee.

MARCH 15: All ballots sent.

MAY 1: Final date for paper ballots, to be postmarked and for electronic voting to close.

MAY ~~22~~**15**: Tabulation of all received paper ballots postmarked by May 1.

MAY ~~28~~**20**: Election results sent to election procedures chairman.

Proposed by: International Bylaws and Standing Rules Committee

Rationale: Deadlines for election tabulation completion and election results availability need to reflect the needs of the Election Procedures Committee, which has follow-on review and reporting responsibilities. The dates currently specified in the standing rules are too late to support those responsibilities. The proposed dates have been submitted by the Election Procedures Committee Chairman and are supportable by the service provider. This proposed amendment does not impact sections, chapters, or individual members.

Financial Impact: No impact

Legal Impact: No legal impact

International Board of Directors: Concur

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2024 Proposed Standing Rules Amendment #4 **on Deletion of the Printed International Membership Directory**

Proposed standing rules amendment #4 removes the printed *International Membership Directory* as an international publication.

STANDING RULES

SR IV – MEMBERSHIP

2. INTERNATIONAL PUBLICATIONS:

B. International Membership Directory

- 1) The contents of the Membership Directory are approved by the IBOD.
- 2) The Membership Directory is available online in the private section of the website, available to members only. ~~*In addition, a printed handbook directory and CD are available at current pricing plus shipping and handling if applicable.*~~
- 3) **An archival Membership Directory shall be downloaded annually and stored in the members only section of the website as a PDF.** ~~*The Membership Directory shall contain at least the certificate of incorporation, bylaws, standing rules, and Life Membership Pricing Table.*~~

Proposed by: International Bylaws and Standing Rules Committee

Rationale: Significant resources and costs are expended in the production of the International Membership Directory. This document is a holdover from earlier times in the organization's history when the internet and website did not exist, and members were provided a paper directory to have access to other members' contact information and to reference the governing documents. Today, all of the information needed by members is available on the international website, which is updated in near real-time, and data can be printed at home for information frequently referenced, such as a chapter-only member list. Production of the Directory requires re-formatting the web content so that it can be published in hardcopy and be viewed on the web, and the information is only updated once a year. Only a few members still order the hardcopy version, making the production effort excessive compared to the benefit provided. Maintaining this redundant publication is an unnecessary expense.

Financial Impact: It is estimated that production of the printed directory takes 4 weeks to complete. With growing membership, the time spent should be used for direct membership maintenance activities. Saved publishing expense is estimated to be \$7,500.

Legal Impact: No legal impact

International Board of Directors: Concur

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2024 Proposed Bylaws Amendment #5 **on Write-in Voting Accommodation**

Proposed bylaws amendment #5 adds requirements that must be met by a write-in candidate who wins an election before she can assume office.

BYLAWS

ARTICLE X: NOMINATIONS, ELECTIONS, AND REMOVALS

Section 4. Assumption of Duties.

- A** Officers, directors, trustees, and Nominating Committee members shall start their term and assume their duties at the close of the annual meeting at which they are declared elected, or sixty (60) days after the start of the fiscal year, whichever occurs first.
- B** **A member who is elected to any position via write-in votes shall not assume the duties of that position, and that position shall be declared a vacancy, unless no later than 30 days after the election results are provided to the election procedures chairman, that member has retroactively established her candidacy by taking the following actions and has had her eligibility verified by the Nominating Committee:**
- 1) she has met the applicable membership, eligibility, nomination, and term limit requirements in these bylaws, and**
 - 2) she has complied with the candidate information requirements of the standing rules.**

Proposed by: International Bylaws and Standing Rules Committee

Rationale: The standing rules require that ballots provide the ability for a member to write in a name for every position. If a person or entity were to receive a plurality of votes via this method, that person or entity could assume the duties of that position without meeting any of the requirements for candidacy that are specified in the bylaws and standing rules. This amendment establishes that anyone who is elected by write-in votes may not assume the duties of that position unless she meets the same requirements that any declared candidate would have to meet for that position. The Nominating Committee is charged with verifying the candidate requirements per its specified duties.

Financial Impact: No impact

Legal Impact: No legal impact

International Board of Directors: Concur