Bylaws Redline Summary: 2024 Final vs. 2026 Amended

Executive Summary

The 2026 revision modernizes the bylaws by integrating digital operations (email voting, video conferencing), formalizing committee structures, adding mandatory legal policies (Conflict of Interest, Non-Discrimination), and removing outdated clauses.

Article I: Membership

- **Classes of Membership:** Changes from "regular, junior and **honorary**" to "regular, junior and **lifetime**." "Honorary" is now a separate, temporary distinction.
- **Membership Cap:** Removes the hard cap of 250 regular members. The Board now sets the maximum number "from time to time."
- **Application Methods:** Adds a provision that applications and payments may be made via "hardcopy or electronic means."
- **Lifetime vs. Honorary:**
    - **Lifetime Member:** Previously called "Honorary," this permanent status is for members serving in an "outstanding capacity."
    - **Honorary Member (New):** A new temporary status (max 3 years) for individuals who have benefited the club (e.g., Fireside presentations).

Article II: Government and Management

- **Digital Operations:** Adds a new section explicitly authorizing the Board to operate via "electronic communication platforms" and approve motions via email/digital means.

Article III: Duties of Officers

- **Financial Secretary:** Removes the requirement to explicitly notify the Treasurer of deposits within 48 hours (the requirement to *deposit* funds within 48 hours remains).
- **Removal of Officers:** Clarifies the process: a majority vote to request resignation, followed by a second majority vote to **remove** the officer if they do not resign.
- **Digital Records:** Adds a new section authorizing the use of digital signatures and online record keeping.

Article IV: Nominations and Elections

- **Voting Methods:** Adds a provision allowing the Secretary to implement "alternative options for voting," including online platforms, regular mail, or email.

Article V: Standing Committees

- **Mandated Committees:** Restructures to mandate **Finance, Building, and Membership** as standing committees.
- **Advisory Committee:** Removes the "Advisory Committee" (consisting of past presidents) entirely.
- **Membership Committee:** Adds a new section detailing the Membership Committee's duties, including attracting members and processing applications.

Article VI: Dues and Assessments

- **Assessments and Dues:** Clarifies the language to distinguish between the two. Assessments, requiring a two-thirds member vote and Annual Membership Dues, recommended by Finance, and approved by the Board.
- **Remote Members:** Removes the provision allowing half dues for members "residing at a distance."
- **Assessments:** Adds that voting on assessments can take place in person, via mail, or via **electronic means**.

Article VII: Special Funds

- **Memorial Fund:** Updates the language from "honorariums" to "honoraria."

Article VIII: Meetings

- **Locations:** Explicitly adds "videoconference and/or teleconference" as valid meeting locations.

Article IX: Quorum

- **Definition Change:** The quorum requirement changes from "20% of full membership" to "a **majority of Board Members** AND at least **20% of full membership**."
- **Ratification:** Adds that actions requiring a quorum can be conducted via "regular mail, email, and/or electronic voting."

Article XI: Amendments

- **Voting Method:** Adds that bylaws amendments can be voted on via "regular mail, email, and/or electronic voting" as determined by the Secretary.

New Articles (Added in 2026)

The following articles were added entirely new to bring the club into legal compliance and modern standards:

- **Article XII (Non-Discrimination):** Affirming equal opportunity regardless of race, gender, age, etc.
- **Article XIII (Electronic Communications):** Consent clauses for the corporation to send notices and hold votes electronically.
- **Article XIV (Conflict of Interest):** A detailed policy requiring disclosure of conflicts and recusal from votes.
- **Article XV (Indemnification):** Legal protection and insurance requirements for directors and officers.