

Agenda Item Number 16 A.

LCOG Bylaws Amendments

Presenter: George Kloeppel

Action Recommended: None. Adoption Possible at April Meeting

Background:

Last month, the Board acted on a recommendation from the Executive Committee to significantly revise its annual meeting schedule. Beginning with the upcoming fiscal year, six meetings of the Board are planned (rather than ten). Additionally, the Executive Committee was charged with taking on a larger work load, addressing policy issues, which in the past would have fallen to the Board of Directors.

The modifications approved in February will require some “housekeeping” amendments to the LCOG Bylaws. As was illustrated on an attachment to the Board packet material on this subject last month, routine and recurring items that demand Board attention will have to be scheduled for those months when the Board will be meeting; and some decisions will naturally devolve to the Executive Committee for disposition. After a review of the Bylaws, I would recommend changes in six subsections of the document.

The majority of the suggested amendments on the attached summary sheet are offered in direct response to last month’s Board action, and are fundamentally just shifts in timing. However, in the sections dealing with the officers and the Executive Committee, I would propose that the word “annual” in reference to the performance review of the Executive Director be eliminated. The Board elected to conduct the performance review on a biennial basis several years ago, and the reference to annual reviews in the Bylaws was not changed at that time. Similarly, last spring, the Board asked that the Budget Committee be utilized to review and comment on budget revisions. In response, staff modified the budget process (most recently approved by the Board in December) to include the Committee in the development of the Revised Budget. However, the Bylaws—Section 8, Fiscal Process—were not changed. The attached recommendation includes that correction, as well.

Attached for reference is (1) a copy of the current Bylaws, most recently amended by the Board last month (the advocacy issue); and (2) a mark-up version of the amendments that are recommended for the Board's consideration in April. If, under this agenda item, the Board is comfortable with these recommendations, a formal notice of proposed Bylaws amendments would be sent to the membership to comply with the 30-day notice requirement. Then, at the April 22 meeting, action could be taken by the Board.