

Agenda Item Number 11.B.

LCOG Bylaws Amendment

Presenter: George Kloeppe

Action Recommended: Adopt Revised Bylaws

Background:

At last month's meeting, a number of proposed "housekeeping" changes to the agency's Bylaws were presented. With the required 30-day notice now provided, those proposed amendments are back before the Board of Directors for action. A two-thirds affirmative vote is required to amend the Bylaws.

The suggested amendments (see attached summary sheet from last month) would acknowledge the decision made in February to conduct six meetings of the Board per year and to charge the Executive Committee with handling an increased share of the ongoing business of the organization. Bylaw provisions specifying the months in which action is to be taken by the Board are recommended for revision to accommodate the six-meeting format. Since amendments were to be considered, I also recommended several other minor changes. In the sections dealing with the officers and the Executive Committee, I 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.

The Board's approval of these amendments is recommended.