

**Proposed Bylaw Amendments – Executive Committee  
(Art. VII.D.2)**

This amendment is intended to achieve one goal:

1. Policy/Governance Transparency.

This change allows the Executive Committee delegate from a BoG class not otherwise represented to send an alternate; this ensures maximal participation and representation in Executive Committee decisions.

***REDLINE PROPOSED BYLAW AMENDMENTS re: Executive Committee***

VII.D.2

EXECUTIVE COMMITTEE OF THE BOG

1. The BOG recognizes the need for an Executive Committee to address emergent but non-policy making matters that need timely attention in between BOG meetings. The Executive Committee’s authority derives solely from the authority of the BOG, and is limited by the authority granted by the BOG. The BOG may establish a Charter specifically delineating the duties and functions of the Executive Committee.
2. The Executive Committee members shall include the President, the President- elect, the Immediate Past President, the Treasurer, the Chair of the BOG Personnel Committee, the Executive Director, and one member of each Governor class as elected by that class at or before the first Board meeting of the fiscal year unless that class is already represented. **For any particular meeting, a governor class representative may designate an alternate from their class who is authorized to attend as the class representative for that particular meeting.** Only the President, President-elect, and Governors may vote on the Executive Committee.