

NBCE Bylaws Amendments

NOTE: The redlined version of the NBCE Bylaws illustrating the changes that are proposed in the following amendments was provided to the delegates on the nbce.org website prior to the 45-day notice required by the Bylaws. The amendments require a majority vote of the delegates at this Annual Meeting of the Delegates to be ratified. The Board of Directors has already completed the two thirds vote to advance these amendments to the delegates for ratification.

AMENDMENT 1. To amend Article I; Article II - sections 2, 3 & 5; Article III - sections 1 & 2; Article IV - sections 3 (b, c & d), 4, 9 & 12; Article V - sections 1, 2, & 4 thru 9; Article VI - sections 1, 2, 4 & 5; and Articles VIII thru XV.

Purpose. The purpose of this amendment is to improve the readability of the Bylaws and change the title of the Executive Vice President (EVP) to Chief Executive Officer (CEO). This amendment is in the nature of a “housekeeping” amendment with no impact to the NBCE.

AMENDMENT 2. To amend Article II - section 1; Article IV - section 3 (a).

Purpose. The purpose of this amendment is to add the U.S. Virgin Islands to District V with a delegate.

Impact. This amendment increases the number of delegates to 53 which does not change quorum or the number of votes necessary for a majority vote of all delegates which is 27, however, it does change the number necessary for a two-thirds vote from 35 to 36 votes.

AMENDMENT 3. To amend Article VI - section 3.

Purpose. The purpose of this amendment is to establish the Board Governance Committee as a standing committee.

AMENDMENT 4. To amend Article IV - section 8; Article V - section 3 and Article XV.

Purpose. To conform the NBCE Bylaws to the Robert’s Rules of Order, Newly Revised, definition for 2/3 votes.

Impact. This amendment will remove the requirement that the Board of Directors must have eight votes to have a successful two thirds vote. It relies on quorum and directors present and voting to determine how many votes will be necessary to have a successful two thirds vote which could be as low as four votes.

AMENDMENT 5. To amend Article IV - section 5.

Purpose. To revise the qualifications and to clarify the election process for At-Large directors.

AMENDMENT 6. To amend Article IV – sections 3 (d), 4, 5 (c), & 6.

Purpose. The purpose is to allow a director to complete a term that would have otherwise expired due to the term limits established in the Bylaws.

Impact. This allows a director to serve more than the total years for their category as a director and the aggregate of twelve years in the current Bylaws if the director filled a vacancy created by any director leaving the Board of Directors.