

BYLAWS COMMITTEE SUBMISSION

Submitted to the National President on August 8, 2017

Action: Forward to the Steering and Executive Committees, with a recommendation for adoption by the Board of Directors.

This document combines the full set of proposed changes to the Bylaws as submitted to the National President by the Bylaws Committee through the National Bylaws Committee meeting of 7 August 2017.

Proposed changes to the Bylaws are accompanied by recommended changes to the Operations Manual that support the revised Bylaws.

Additions to and deletions from the current Bylaws are shown in the various motions with this notation: ~~Deletions~~ Additions

PROPOSED AMENDMENTS TO THE BYLAWS AND CHANGES TO THE OPERATION
MANUAL

FOR ACTION IN November, 2017

Submitted: August 8, 2017

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NOTE: Deletions in ~~strike through~~; additions underlined xxx.

Submitted by:

Motions 1-8 submitted by
Bylaws Committee – NLUS

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Motion #1 Communications Advisory Board

Move to remove Article 10.6 and amend Article 6.1.1 of the Bylaws of the NLUS by deleting the Communications Advisory Board.

Reason for the change: This board has not been an active committee and should be removed from the Bylaws as a Standing Committee.

Submitted by: The Bylaws Committee of the NLUS

~~10.6 Communications Advisory Board~~

~~The Communications advisory Board shall consist of no more than ten (10) members with staggered two (2) year terms. The National President shall appoint members of the Communication Advisory Board and shall appoint a chairman from among the members of the Board. A National Vice President appointed by the National President, the National Executive Director, the Senior Director of Communications and the Editor of SEAPOWER magazine shall be ex-officio members of the Communications Advisory Board.~~

~~The Communications Advisory Board shall recommend to the National President and the Board of Directors appropriate policies concerning all communications of an educational and/or public information nature emanating from the Navy League and will assist in the development and implementation of communications strategies for the Navy League.~~

Bylaw Articles 10.7, 10.8 and 10.9 will be renumbered 10.6, 10.7, and 10.8.

6.1.1 National President General Authority

The National President shall be the Chief Executive Officer of the Navy League and shall preside at the Annual Meeting, at the meetings of the Board of Directors, and at the meetings of the Steering and Executive Committees. The National President shall appoint all committees not otherwise provided for by the Bylaws.

The National President shall be an ex-officio member of ~~the Communications Board~~ and all committees except the Nominating Committee. The National President shall have power and authority to sign contracts, deeds, and other legal documents on behalf of the Navy League. The National President, with the approval of the Executive Committee shall have the authority to appoint a National Executive Director and the Chairman of the Navy League Foundation to operate under the authority and direction of the National President. The National President may recommend removal of such appointee who shall be removed upon the approval of the Executive Committee. Further, the National President, with the approval of the Steering Committee, shall have the authority to reallocate up to five (5) percent of the total budget.

Motion #2 Maritime Policy and Resolutions Committee

Move to amend Article 10.8 of the Bylaws of the NLUS by correcting the membership of this committee.

Reason for the change: The membership titles have changed, and this update allows for future flexibility in committee membership.

Submitted by: The Bylaws Committee of the NLUS

10.8 Maritime Policy and Resolutions Committee

The Maritime Policy and Resolutions Committee shall be responsible annually for the development of formal maritime policy positions and other resolutions and issues of interest to the Navy League for presentation to and approval by the National Board of Directors. It shall consist of a chairman, ~~the~~_a National Vice President ~~for Sea Service Liaison and the~~₂ chairmen of the following National Committees: ~~Navy Affairs — Active/Reserve/Recruiting Committee, Marine Corps Affairs — Active/Reserve/Recruiting Committee, Coast Guard Affairs — Active/Reserve/Auxiliary Committee, and the Merchant Marine Affairs Committee~~ of any sea service committee, and ~~a maximum of nine~~ additional members appointed by the National President. ~~The National Vice President for Legislative Affairs, the National Executive Director and the Editor of SEAPOWER~~ magazine shall serve as ex-officio members of the ~~Maritime Policy and Resolutions Committee~~ committee.

Motion #3 Presidential Succession

Move to amend Articles 6.1.4, 6.2 and 6.3 of the Bylaws of the NLUS and create a new Article 6.1.5 by moving paragraphs into the new Article.

Reason for the change: The current language for succession to the office of National President under certain circumstances should be under the National President article and not under the National President-Elect and National Vice Presidents articles. The motion removes redundant statements and consolidates the topic in a single location.

Submitted by: The Bylaws Committee of the NLUS

New Article

6.1.5 Succession

The National President-Elect shall succeed to the National Presidency in the event of death, incapacity, resignation or removal of the National President and shall perform the duties and exercise the authority of the National President.

In the absence of a National President-Elect, a member of the Steering Committee designated by the Steering Committee shall perform the duties and exercise the authority of the National President unless the Board of Directors shall otherwise provide for the assignment of such duties and authority.

The interim National President shall serve until the election of a new National President at a duly called Board of Directors Meeting with notice of this business. The successor National President shall serve the remaining term of the predecessor National President.

6.1.4 Removal of the National President
(Second Paragraph only)

~~Upon removal, the National President-Elect shall assume the presidency. In the absence of a National President-Elect, a member of the Steering Committee designated by the Steering Committee shall serve as interim National President until the next election of a new National President for the unexpired term at a duly called Board of Directors meeting. The procedures for the removal and appointment shall be set forth in the Operations Manual.~~

6.2 National President-Elect
(Second Paragraph only)

~~The National President-Elect shall succeed to the National Presidency in the event of death, incapacity or resignation of the National President and shall perform the duties and exercise the authority of the National President until the election of a new National President at a duly called Board of Directors Meeting with notice of this business.~~

6.3 National Vice Presidents
(Second paragraph only)

~~In the event of the death, incapacity, or resignation of the National President, and in the absence of a National President-Elect, a member of the Steering Committee designated by the Steering Committee shall perform the duties and exercise the authority of the National President unless the Board of Directors shall otherwise provide for the assignment of such duties and authority.~~

Motion #4 Composition of the Board of Directors

Move to amend Article 5.2 of the Bylaws of the NLUS by removing the word “all”.

Reason for the change: This is a technical change as the word “all” is not needed. Where ‘Past Presidents’ is used, that includes all Past Presidents.

Submitted by: The Bylaws Committee of the NLUS

5.2 Composition of the Board of Directors

The Board of Directors shall be composed of the National President, National President –Elect, National Vice Presidents, National Corporate Secretary, National Treasurer, National Judge Advocate, Region Presidents, ~~all~~ Past Presidents who choose to serve, Chairman of the Naval Sea Cadet Corps if a member of the Navy League of the United States, Chairman of the Navy League Foundation, National Directors from each Region, and National Directors appointed by the National President.

Motion #5 Procedures for Review (of Bylaws)

Move to amend Article 18.2 of the Bylaws of the NLUS by changing the submission date from ninety (90) days to sixty (60) days.

Reason for the change: This change allows for an additional thirty (30) days to submit Bylaw changes for review prior to submission to the Board of Directors.

Submitted by: The Bylaws Committee of the NLUS

18.2 Procedures for Review

A proposed amendment to the Bylaws shall be submitted in writing to the National President at least ~~ninety (90)~~ sixty (60) days prior to the next scheduled meeting of the Board of Directors. The National President shall submit the proposed amendment to the National Judge Advocate and the Bylaws Committee for review of form and substance. The submission of the proposal to the National Judge Advocate and the Bylaws Committee shall take place not later than ten (10) days after receipt by the National President. The review shall be completed within ~~thirty (30)~~ twenty (20) days following submission by the National President. The procedure governing review, resubmission and recommendation to the National President shall be included in the Operations Manual. The National President shall then submit the proposal to the Steering Committee and the Executive Committee for their review and recommendations. The proposal will then be submitted to the Board of Directors in writing at least thirty (30) days prior to the next scheduled meeting for consideration. Proposed changes to the Bylaws must be accompanied by the submitter's name (individual/committee) and the reason for the proposed change.

Changes to Part Two of the Operations Manual

Part Two, Section IV, Article D-1

The ninety (90) days would change to sixty (60) days.

Part Two, Section IV, Article D-2.d

The thirty (30) days would change to twenty (20) days.

Motion #6 National Directors

Move to amend Article 8.2 of the Bylaws of the NLUS by adding that a National Officer remains a National Director during his term in office if elected or appointed as a National Officer.

Reason for the change: With the term of office for the National President being more than one year, his term as a National Director will be the same as the term for National President. Wording of the amendment would provide the same for any other National Office whose term might be changed in future.

Submitted by: The Bylaws Committee of the NLUS

8.2 National Directors

A National Director shall hold office for the term of one (1) year for which he is elected or appointed and until his successor has been elected or appointed, and qualified. In the case of a National Director elected or appointed to an office defined in Bylaw Article 6, his term as a National Director shall be the same as the term for such office as defined in Bylaw Article 8. A National Director shall hold office without restriction as to the number of terms.

Motion #7 Discrimination

Move to amend Article 3 of the Bylaws of the NLUS by adding a new Article (3.3) covering discrimination in membership.

Reason for the change: This is a technical change that adds standard non-discrimination wordage to our Bylaws.

Submitted by: The Bylaws Committee of the NLUS

3.3 Discrimination

No person shall be denied membership due to sex, race, color, religion, or national origin.

The current Bylaw Articles 3.3 and 3.4 will be renumbered 3.4 and 3.5

Motion #8 Renumbering Articles to Maintain Consistency

Move to amend Articles 1 through 21 of the Bylaws of the NLUS and the Operations Manual to maintain consistency of numbering, grammar, punctuation, and spelling after approved changes are made.

Purpose of the change: Allows Bylaws Committee to adjust numbering, grammar, punctuation, and spelling of Articles and Sections of the Bylaws and Operations Manual as necessary to maintain consistency.

Submitted by: The Bylaws Committee of the NLUS

Review the Bylaws and Operations Manual in toto after all approved changes have been incorporated and modify numbering, grammar, punctuation, and spelling as needed to restore and maintain consistent numbering, grammar, and other aspects of correct language usage throughout the Bylaws and Operations Manual.