

NDEO Board Motion 2022-07-01  
Motion to Approve NDEO Bylaws Amendments

Offered by Kelly Lester – President (On behalf of the Bylaws Committee)

WHEREAS NDEO is an international professional association with rapidly growing membership

WHEREAS NDEO's Bylaws haven't been significantly updated in a long time, while major changes have happened in the nonprofit legal landscape in addition to NDEO;

WHEREAS the current Bylaws do not meet all of the requirements of the law governing nonprofits in NDEO's jurisdiction;

WHEREAS a committee of Officers, Directors, volunteer members, and staff have developed recommendations for updated Bylaws, which are provided with the Board materials for this meeting and attached to this motion by reference;

AND WHEREAS Amendments to the Bylaws may be made during the Board session;

BE IT RESOLVED that the recommendations of the Committee provided under separate cover, but attached to this motion by reference, be adopted with all edits noted in the minutes of this Board as accepted by friendly amendment or by vote of the majority of the Board.

RESOLVED FURTHER that the Secretary be charged with incorporating all changes into a final master document, and the Chair be empowered to confirm the master document's compliance with the changes accepted in this meeting and finalizing the official master document.

RESOLVED FURTHER that the Executive Director be charged with updating the Bylaws in the official records of the Association and replacing any public copies within forty-five (45) days of the passage of this motion, and that the Chair and Secretary be charged with ensuring the posting.

This Consent may be executed in any number of counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument. The actions set forth in the foregoing resolutions were taken in an electronic meeting of the Board of Directors, with more than thirty (30) days' proper notice in accordance with Article XI, Section 4, and Article XI, Section 7 of the NDEO Bylaws, and shall have the same force and effect as if taken in person at a duly noticed and constituted meeting of the NDEO Board of Directors.

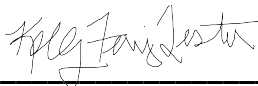
In accordance with Article XV of the Bylaws, this Amendment was provided more than ten (10) days prior to the meeting, and this Amendment shall take effect upon approval by a simple majority of the Board.

The undersigned have executed this instrument as of the 15th day of October 2022 and hereby direct that it be filed with the minutes of the NDEO Board of Directors.

Motion: Kelly Lester

Second: Daniel Gwartzman

Director	Present	Vote
Helen Buck-Pavlick	Yes	Yes
Cheyla Clawson Chandler	Yes	Yes
Daniel Gwartzman	Yes	Yes
Mary Harding	Yes	Yes
Yoav Kaddar	Yes	Yes
Kelly Lester	Yes	Yes
Sue McGreevy-Nichols	Yes	Yes
Julie Pentz	Yes	Yes
Neri Torres	No	NA



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Kelly Lester, President, 2021-2022



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Julie Pentz, Secretary, 2021-2023