



## **Bylaws Committee Proposed 2015 Revisions**

The bylaws committee requests the following substantive revisions be considered by the board of directors and the executive committee:

1. **Article IV, Section A, 2a:** Full time student is defined by college or university since some are on quarters, others on semesters and each college must identify what it considers to be a full-time student at its institution.

**Current:**

2. Student Membership – Student membership may be granted to full-time undergraduate or graduate students enrolled in bachelors or graduate degree programs with a major or minor in any area directly concerned with the utility industry and allied fields.
  - a. Full-time is defined as 12 credit hours per semester for undergraduate students and nine credit hours per semester for graduate students

**Proposed:**

- a. Full-time ~~is~~ **will be as defined by the college or university, which** is **often** defined as **twelve (12)** credit hours per semester for undergraduate students and nine **(9)** credit hours per semester for graduate students.

2. **Article IV, Section A, 3b:** Clarified wording by beginning part b with a verb.

**Current:**

3. Retired Membership – retired membership may be granted to professionals meeting the requirements for standard membership who meet the following criteria:
  - a. Retire voluntarily or by company compulsory plan, and
  - b. Is a renewing member of WiNUP.

**Proposed:**

3. Retired Membership – ~~Retired~~ membership may be granted to professionals meeting the requirements for standard membership who meet the following criteria:
  - a. ~~Retire~~ voluntarily or by company compulsory plan; and
  - b. ~~Is a renewing~~ **WiNUP** membership ~~of WiNUP~~.

3. **Article IV, Section E, 2:** Clarified wording by beginning with a verb.

**Current:**

**Section E:** Any former member of the organization who resigned may apply for reinstatement provided the member meets the following requirements:

1. Eligibility in one class of membership set forth in Article IV Section A
2. Reinstatement fee, international dues and chapter dues set forth in Article V are paid in full

**Proposed:**

Section E: Any former member of the organization who resigned may apply for reinstatement provided the member meets the following requirements:

1. ~~E~~eligibility in one class of membership set forth in Article IV, Section A; **and**
2. **payment of R**reinstatement fee, international dues and chapter dues set forth in Article V are paid in full.

**4. Article IV, Section G, 1:** Gender neutrality.

**Current:**

Section G: When relocating to a different geographical region, a member in good standing may transfer membership from one Chapter to another. Requests for membership transfer shall be submitted in the following manner:

1. Member will notify the Executive Director in writing that she is requesting a membership transfer.

**Proposed:**

Section G: When relocating to a different geographical region, a member in good standing may transfer membership from one ~~C~~chapter to another. Requests for membership transfer shall be submitted in the following manner~~:~~.

1. Member will notify the ~~E~~executive ~~D~~director in writing ~~that she is of a~~ request~~ing~~ **for** a membership transfer.

**5. Article V, Section E&F:** Moved annual assessment language out of Section F (chapter duties) into Section E (international duties) since the executive director actually assesses the dues; in Section F it was clarified that chapter dues are to remain with the chapters.

**Current:**

Section E: Members shall pay their annual International and Chapter dues.

Section F: Chapter dues shall be established independently by each Chapter and will be assessed annually by the Executive Director at the time of the International dues assessment.

**Proposed:**

Section E: Members shall pay their annual ~~I~~international and ~~C~~chapter dues **as assessed annually by the executive director**.

Section F: Chapter dues shall be established **and collected** independently by each ~~C~~chapter ~~and will be assessed annually by the Executive Director at the time of the International dues assessment~~.

**6. Article VI, Section E:** Added ability to use email and electronic ballots in addition to paper ballots and the US Postal Service.

**Current:**

Section E: When an election is to be held for which nominations have been made in accordance with Article XI, Section A, the International Secretary shall mail every member of the organization a ballot either separately or included in a newsletter no less

5/14/2015 Bylaws  
than 30 day s prior to the date of the annual meeting.

**Proposed:**

Section E: When an election is to be held for which nominations have been made in accordance with Article XI, Section A, the ~~I~~international ~~S~~ecretary shall **email or** mail every member of the organization **an electronic or paper** ballot, either separately or included in a newsletter, no less than **thirty (30)** day-s prior to the date of the annual meeting.

**7. Article VI, Section E, 1:** Gender neutrality.

**Current:**

Section E: 1. Member shall indicate his/her vote on the ballot and return it as instructed.

**Proposed:**

Section E: 1. Member shall ~~indicate his/her vote on~~mark and return the ballot ~~and return it~~ as instructed.

**8. Article VII, Section H, 1:** Clarifies that the second provision applies in either case.

**Current:**

Section H: One proxy per Director may be designated if deemed necessary.  
1. Those eligible for proxy are International Board Members and a member of a board member's local chapter as designated by the respective Board Member.

**Proposed:**

Section H: One proxy per ~~D~~irector may be designated if deemed necessary.  
1. Those eligible for proxy are ~~I~~nternational ~~B~~oard ~~M~~embers and a member of a board member's local chapter, **in either case**, as designated by the respective ~~B~~oard ~~M~~ember.

**9. Article VIII, Section D, 1&2:** Gender neutrality.

**Current:**

Section D: President-Elect/Vice President – The President-Elect/Vice President shall perform such duties as may be assigned by the International board of Directors or by the President.

1. In the event of death, absence, resignation or inability of the President to perform his/her duties, the President-Elect/vice President shall be charged to perform the duties of President.
2. Upon completion of the term of office as President-elect/Vice President, she shall automatically succeed to the office of President.

**Proposed:**

Section D: President-~~E~~elect/~~V~~ice ~~P~~resident – The ~~P~~resident-~~E~~elect/~~V~~ice ~~P~~resident shall perform such duties as may be assigned by the ~~I~~nternational ~~B~~oard of ~~D~~irectors or by the ~~P~~resident.

1. In the event of death, absence, resignation or inability of the ~~P~~resident to perform ~~the his/her~~ duties ~~of the office~~, the ~~P~~resident-~~E~~lect /vice ~~P~~resident shall be charged to perform the duties of ~~P~~resident.
2. Upon completion of the term of office as ~~P~~resident-elect/~~V~~ice ~~P~~resident, ~~shethe~~ ~~officer~~ shall automatically succeed to the office of ~~P~~resident.

10. **Article IX, Section A:** Replaced “employed” with “contracted” since we do not employ anyone, we contract with individuals to act as our executive director.

**Current:**

Section A: An Executive Director shall be employed by the International Board of Directors to perform such duties as may be designated by the International Board of Directors.

**Proposed:**

Section A: An ~~E~~xecutive ~~D~~irector shall be ~~employed~~-~~contracted~~ by the ~~I~~nternational ~~B~~oard of ~~D~~irectors to perform such duties as may be designated by the ~~I~~nternational ~~B~~oard of ~~D~~irectors.

11. **Article X, Section G, 2:** Correct monies because it isn't a word. Signatures (thing) should be signatories (person).

**Current:**

Section G: The Executive Committee may from time to time adopt such standing orders for managing the affairs of WiNUP as they deem proper, including but not limited to:

1. the execution of all instruments
2. the designation of signatures to all checks, drafts, notes, bills or exchange, or other order for the payment of monies
3. the designation of signatures to any document or writing to be signed by or on behalf of WiNUP in any capacity

**Proposed:**

Section G: The ~~E~~xecutive ~~C~~ommittee may from time-to-time adopt such standing orders for managing the affairs of WiNUP as they deem proper, including but not limited to:

1. the execution of all instruments;
2. the designation of ~~signature~~~~signatories~~ to all checks, drafts, notes, bills or exchange, or other order for the payment of ~~money~~~~monies~~; and
3. the designation of ~~signature~~~~signatories~~ to any document or writing to be signed by or on behalf of WiNUP in any capacity.

12. **Article XI, Sections A, 2, 3 & 4:** The nominating committee will (Paragraph 2) submit a slate of international officers to the international board of directors, not the executive committee, for approval; (Paragraph 3) the board of directors' slate is not part of the nominating committee's slate of officers to be submitted for approval since it is each chapter's responsibility to pick their own board member; (Paragraph 3) either electronic or paper ballots may be either emailed or mailed by US Postal Service; and (Paragraph 4) added the bylaw item number.

**Current:**

Section A: A Nominating Committee shall be appointed by the President for the purpose of presenting a slate of Officers.

1. This committee shall consist of three or more members not currently members

- of the Executive committee.
2. This committee shall submit a slate of Officers to the Executive Committee for approval.
3. The International Secretary, no less than thirty days before the next annual meeting of the members, shall mail every member of the organization a ballot with the slate of Directors and Officers.
4. In proposing a slate of Directors and Officers provision shall be made to comply with Article VIII, Section B.

**Proposed:**

**Section A:** A ~~N~~nominating ~~C~~committee shall be appointed by the ~~P~~resident for the purpose of presenting a slate of ~~O~~officers.

1. This committee shall consist of three or more members not currently members of the ~~E~~executive committee.
2. This committee shall submit a slate of ~~O~~officers to the ~~Executive Committee~~ **international board of directors** for approval.
3. The ~~I~~nternational ~~S~~ecretary, no less than thirty **(30)** days before the next annual meeting of the members, shall **email or** mail every member of the organization **an electronic or paper** ballot with the slate of ~~Directors and~~ **international** ~~O~~officers.
4. In proposing a slate of ~~Directors and international~~ officers, provision shall be made to comply with Article VIII, Section B, **Item 1**.

- 13. Article XII, Section B:** Remove “auxiliary” as it is not defined earlier and change “entitled” to “titled” because it concerns a document title.

**Current:**

**Section B:** The New York Chapter is the parent chapter. The New York Chapter’s license is dated from the incorporation of WiNUP in 1927 and will continue as long as WiNUP exists.

1. Auxiliary chapters shall be entitled “The (geographic area) Chapter of the Women’s International Network of Utility Professionals.”

**Proposed:**

**Section B:** The New York Chapter is the parent chapter. The New York Chapter’s license is dated from the incorporation of WiNUP in 1927 and will continue as long as WiNUP exists.

1. ~~Auxiliary~~ **e**Chapters shall be ~~ent~~itled “The (geographic area) Chapter of the Women’s International Network of Utility Professionals.”

- 14. Article XIII, Section A:** Added ability to use email in addition to the US Postal Service.

**Current:**

**Section A:** The WiNUP Bylaws may be altered, amended, or repealed by a majority vote of mailed ballots received or by a majority vote at any regular or special meeting of the members of WiNUP, provided notice of such proposed alteration, amendment or repeal has been mailed at least ten days before the date of such meeting.

5/14/2015 Bylaws

**Proposed:**

**Section A:** The WiNUP Bylaws may be altered, amended, or repealed by a majority vote of **emailed or** mailed ballots received or by a majority vote at any regular or special meeting of the members of WiNUP, provided notice of such proposed alteration, amendment or repeal has been **emailed or** mailed at least ten **(10)** days before the date of such meeting.

- 15. All capitalization, punctuation, grammar, and numbers in text and numerical revisions will be voted on as one vote.**

Respectfully submitted,  
2015 Bylaws Committee:  
Lila Munsey, Chair  
Loretta DiCamillo  
Vikki Michalski  
Julie Jumper-Morris