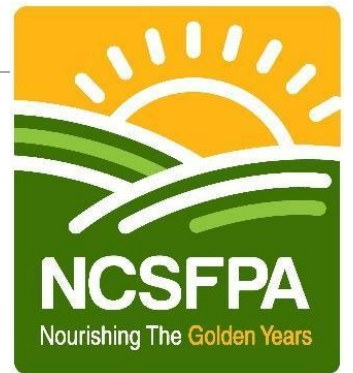


National CSFP Association

BYLAWS AND PROPOSED AMENDMENTS



Welcome to today's
NCSFPA Office Hour

Our topic today is...

bylaws!



Thank you for joining us!

Please,

- ❖ Rename yourself and include your name and organization
- ❖ Put yourself on mute when others are speaking
- ❖ State your name, state, and organization when speaking
- ❖ Feel free to enter comments and questions in the chat

The Purpose of the NCSFPA is to:

Represent

Represent the CSFP community.

Connect

Provide a connection between local and state CSFP agencies and the USDA.

Promote

Promote CSFP as improving the health and nutritional well being of seniors.

Provide

Provide a national network for the CSFP community.

Why have bylaws?

Bylaws support the work of the NCSFPA and help us to achieve our purpose

“All nonprofit organizations need regulations that determine how they are governed. Bylaws are the legally binding rules that outline how the board of a nonprofit will operate.”

“Bylaws are used to guide the board’s actions and decisions. They are helpful in preventing or resolving conflict and disagreements. They can protect the organization from potential problems by clearly outlining rules around authority levels, rights, and expectations.”

Source: BoardSource <https://boardsource.org/resources/nonprofit-bylaws/>

Amendment of By-Laws: The Process

“Prior to being voted upon, proposed amendments must be reviewed by the Bylaws Committee”

Bylaws committee reviewed bylaws and presented proposed amendments to the Board of Directors for review (Aug. 2022)

“General members must receive proposed amendments in writing at least thirty (30) days prior to the date of voting or to the end date of the allowable voting period”

Proposed amendments provided to membership via e-mail (Sept. 9th and Sept. 13th) and available in Members Section of NCSFPA website

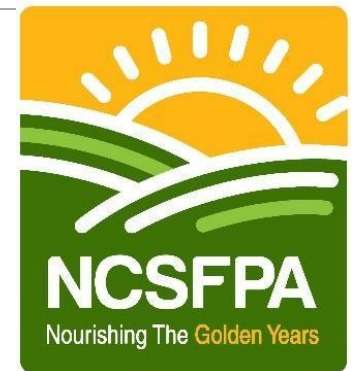
“The Board of Directors shall solicit feedback on proposed amendments from member agencies”

Office Hour provides an additional forum to review proposed amendments and ask questions (Sept. 21st)

“The bylaws may be amended by either a) a two-thirds vote of general member agencies present at a national meeting; or (b) a two-thirds mail-in or electronic vote of all votes received from general member agencies by the designated deadline”

Members to receive ballots via email thirty (30) days after amendments were shared

Proposed Amendments



Incorporation

CURRENT

“The National CSFP Association is incorporated in the Commonwealth of Pennsylvania”

REVISION & REASON

The NCSFPA Board will be **relocating the physical address of the association** as current association member associated with the address retires.

A physical address for the Association is used for the **purpose of receiving mail, tax documents, bank account, and non-profit status. A new address will be assigned** to a CSFP agency / Association Member that has volunteered to take on the responsibility.

Treasurer

CURRENT

A **Treasurer** who shall maintain records of membership, income, and disbursement; make payments authorized by the President; provide financial reports to the Association; receive registration fees for the annual National Conference; prepare an annual budget for recommendation to the Board and serve on the Conference Planning Committee. The Treasurer shall be bonded.

REVISION

The Board requires the Treasurer to provide monthly reports, cumulative reports, annual reconciliation of account, and has established checks and balances for payments from the account, included but not limited to **multiple documented approvals for payment** for approved costs.

REASON

The new text better describes the **current duties and expectations** of the Treasurer and mentions the multiple document **approvals** required for disbursing funds.

Voting

CURRENT

Votes occurring during conference calls shall be conducted by the President in a voice vote fashion unless one or more Board members request a roll call vote. Votes during meetings where members are physically present may be conducted either in a voice vote fashion unless one or more members requests a roll call vote or by secret ballot. The Secretary shall record the number of votes in favor, opposed, or abstaining.

ADDITION

Breaking a Tie: The Board of Directors shall establish a procedure to break the tie, prior to initiating voting process. The current established procedure is drawing straws, either by candidates or on their behalf. If necessary, the procedure will take place during the next regular scheduled board meeting, or a new meeting called by the Board President with all available board members present.

REASON

The by-laws did not include an example of a tiebreaker method. “Drawing straws” was selected as the method as it can be accomplished by proxy or virtual attendance at a board meeting.

Bylaws Committee

CURRENT

This committee shall consist of at least **three members** who review the bylaws once annually and recommend changes or additions in accordance with appropriate procedures .

ADDITION

The three (3) members of this committee are to be the **Immediate Past-President, President, and Vice-President** to **ensure consistency** of information from year to year. The Board President may appoint a replacement board member if needed.

Conference Committee

CURRENT

This committee shall organize and plan all aspects of a national conference for the Association. This committee shall be chaired by a Board member and its membership shall include the Treasurer and an Association member from the city or state where the conference shall be held.

ADDITION

The previously separate **Development Committee** is now a **subcommittee** of this committee.

Nutrition Committee

CURRENT

This committee shall make recommendations regarding nutrition policy including a review of the food package contents and other nutritional issues. Membership of this committee shall include at least one qualified nutritionist and board member.

ADDITION

This committee is an “ad hoc” committee, called into action as needed to respond to requests from Association members, USDA, or members of Congress.

Nominating & Election Committees

CURRENT

This committee shall coordinate the nomination of candidates for Board positions prior to elections. The membership shall nominate and elect an odd number not to exceed five for the committee. A nonelected office -board member will oversee the process.

ADDITION

The three (3) members are to include a Chair from the Board members at large, the Immediate Past-President to fill the nonelected position and the Vice-President to ensure consistency of information from year to year. The Board President may appoint a replacement board member if needed.

Next steps

- ❖ Members provide questions/comments to the Board
- ❖ Ballots provided to members via e-mail (no earlier than October 10th)
- ❖ Membership votes on incorporation of proposed amendments
- ❖ Results of vote recorded by Board and shared with Members
- ❖ Updated bylaws posted and sent to Members

Questions?

