

Bylaws Review Committee Report  
Spring 2026

The committee has spent considerable time discussing the bylaws and suggesting changes. Five versions of the document were reviewed over the last year. We all agree that bylaw changes should be approached cautiously, after all the bylaws will be around long after the committee is gone.

That being said, we feel that many minor changes are needed to reflect the reality of electronic communications. That was the easy part. You will find these changes listed in the 'Agreed' section under each Article listed below.

There are a number of suggested changes that need further discussion with the full Board. On many of these issues one or more of the committee members feels strongly that change is needed. These changes are listed in the 'Still in Discussion' section under each Article listed below.

Attached is the full Bylaw document with revisions highlighted. Original wording is scored out so that you can see what is being replaced.

The Board may not choose to act on any of these recommendations at this time. Given the lengthy and expensive process of amendment, accepting changes piecemeal is not an option. One possibility is to accept the more minor updates for electronic media and send the rest to study committees. Another is to table all changes until the full Board reaches consensus. In any case, a full exploration of the issues presented could consume an entire Board meeting.

### **Article III Membership**

#### **Agreed**

Minor wording changes for ememberships in Section 5.

Removal of life membership. This has been discussed by the Board several times.

Publish the affiliate prerequisites and privileges at least once every two years in *Irises*.

#### **Still in discussion**

Replace Section 2 with the following:

**'AIS Membership types and classes shall be determined by the AIS Board of Directors and published in the AIS Bulletin and on the AIS website as soon as possible.'**

The committee questions the need for membership to be defined in the bylaws. Can they be published in the bulletin and cited in the bylaws? This question was passed to AIS legal counsel, who stated that "So long as membership remains open to the public, changing membership categories or removing their definitions from the bylaws will have no impact on our tax status.

So long as Article III, Section 1 is retained, we will be fine.” Section 1 states that membership is open.

## **Article IV Meetings**

### **Agreed**

Wording to allow email notification in section 1 (b) and section 2 (a).

Addition of timeline for draft minutes in section 2 (c).

## **Article V Board of Directors**

### **Agreed**

Wording changes for electronic communications

Section 3, (j) Allow the President to request additional candidates to fill vacant positions.

Section 5 – rewording the appointment of RVPs

### **Still in discussion**

Section 3, (b) change to the composition of the RVP board membership. Proposed wording is highlighted. There is strong feeling in the group that the RVP rep should serve for 2 years for continuity and therefore be elected from the pool of first and second year RVPs.

Section 3 (d) – proposed term limits. Should Directorship be limited to a specific number of total terms? Should Committee Chairs also be limited?

Section 3 (h) - voting status of salaried positions. See also Article VII Section 9. Proposed wording allows voting by Board members who also hold salaried positions, once recused from issues affecting their paid position.

Section 4. – (a) Nominating committee to serve for 3 years instead of 1 year.

## **Article VI Committees**

No new wording has been proposed.

### **Still in discussion**

Although there was discussion online about defining the authority of committees, we feel that this should be addressed in the definition of the committee rather than the bylaws. Normally a

committee has a stated purpose, outcome and perhaps a budget. The committee is limited to that purpose and budget.

If a committee is spending money on a project, then the Board needs to approve that expenditure, unless the item has previously been approved by the AIS Board in the budget for that committee. A brief report of committee work is what should be presented at the AIS Board meeting. Most committee reports are too lengthy, so the Board is always acting as a committee of the whole. The Board should trust the committees to do the work; if that is not happening, change the committee make-up.

### **Article X Amendments**

#### **Agreed**

Wording changes for electronic communications. This is hoped to improve the amendment process without removing the safeguards built into the bylaw process.