Proposed Bylaw Amendment to be presented at The NASSP Annual Business Meeting

At its November 2016 meeting, the NASSP Board of Directors unanimously approved the following resolution proposing an amendment to the bylaws of the Association. The proposed amendment will be brought before the membership for consideration and action at the July 10, 2017, annual business meeting to be held in the Liberty Ballroom of the Marriott Downtown Hotel in Philadelphia, PA.

The National Association of Secondary School Principals
RESOLUTION of the Board of Directors

Article XIII of the NASSP bylaws states that the bylaws may only be amended by an affirmative vote of two-thirds of the voting members at the annual business meeting or a special meeting of the members. Given that NASSP has a national membership it is impractical to call a special meeting of the membership. As a result, NASSP only has the opportunity to amend its bylaws at the annual business meeting. This process is restrictive in that it prevents NASSP from adapting its governance to meet challenges in interpreting the bylaws as they occur throughout the year and to keep up with best practices in nonprofit governance.

Whereas, the current NASSP Bylaws state that the bylaws of the Association may only be amended by an affirmative vote of two-thirds of the voting members at the annual business meeting or a special meeting of the members; and

Whereas, the Board of Directors wishes to amend the bylaws to give the power of amendment to the Board of Directors so that the bylaws may more easily be amended to address changing circumstances.

RESOLVED that the Board of Directors recommends that Article XIII of the Bylaws of the Association be amended by striking the existing text and replacing it with the following:

These bylaws may be amended or new bylaws adopted upon the affirmative vote of a majority of the members of the Board of Directors present at any meeting at which a quorum is present provided that notice of the proposed amendment is given to all Directors at least ten days prior to the date of the Board meeting at which the bylaws amendment will be voted upon.

FURTHER RESOLVED that Article IV – Membership, Section 5 – Membership Meetings be amended to strike the existing text “approval of amendments to the Articles of Incorporation or Bylaws.”

FURTHER RESOLVED that the amendments be brought before the membership for a vote at the July 2017 NASSP annual business meeting.