

To: Inland Empire Chapter Board of Directors
From: Jill Gorman, Division Director of Membership and Strategic Programming (and CalCPA Bylaws Staff Liaison)
Date: February 14, 2017

For those of you on Council, you know that CalCPA proposed changes to its bylaws, which to date, the Board of Directors and Council have approved. These proposed changes still need to be voted on during CalCPA's Annual Membership Meeting in June.

In order to comply with CalCPA, all chapter bylaws are being updated to reflect any overlapping changes. Additionally, any outstanding proposed chapter changes (even if previously approved by the chapter board and under which you're operating) must also be approved by Council before they are officially adopted.

In 2013, the Inland Empire chapter made some updates that were approved by the chapter Board, but never went to Council. I have taken this opportunity to review the chapter bylaws for other, more administrative, type changes. The chapter Board will need to vote to approve the newly updated version of the bylaws.

If you have any questions, please send them directly to Monica Thompson – Monica.Thompson@calcpa.org. She and I will work together to answer.

Here is an outline briefly explaining the additional changes.

- **Incorporated CalCPA bylaws updates/revisions.**
 - Adding that CalCPA is a nonprofit mutual benefit corporation.
 - Adding “or their designee” in places where the secretary and/or treasurer have certain responsibilities that are typically handled by the Program Associate.
 - For example, distributing Board meeting minutes is done by the PA through the Board packet and not the secretary.
- **Language and wording.**
 - Clarify language describing the budget process.
 - Specify that additional Council seats for the chapter are determined by each additional 1,000 licensed members.
 - Clarify current, and/or allow for new, CalCPA processes.
 - Budget section.
 - Virtual voting and/or meeting participation, which already happens when voting on the nominations slate.

- Added references to include/consider “CalCPA policies” where appropriate.
- Other minor changes were made to clarify current CalCPA processes.

- **Organizing and re-ordering.**
 - Updated section about “committees and discussion groups” so it is consistent across all chapters.
 - Moved “bylaws amendments” to after “nominations”.

- **Recommended changes.**
 - Add two additional membership sections – student/candidate and associate members.
 - These specify certain limitations to these membership categories.
 - Added additional sections within the Board of Directors article, expanding processes and responsibilities. These are included in other chapters.
 - Conduct of meetings.
 - Minutes.
 - Adjournment.
 - Call for meetings.
 - Adoption of motion or resolution.