

## 2017 PROPOSED YWCA USA BYLAWS REVISIONS

For 2017, certain revisions are proposed to the YWCA USA Bylaws. These proposed revisions are generally as follows:

- **Branding.** YWCA USA Bylaws revisions would be made to consistently refer to “YWCA” rather than “the YWCA.” This would be done to make the Bylaws consistent with current YWCA branding conventions.
- **Changes in Applicable Law.** YWCA USA Bylaws revisions would be made to update the Bylaws to address certain amendments that have been made to the New York Not-for-Profit Corporation Law, which governs YWCA USA Bylaws.
- **Fiscal Year.** YWCA USA Bylaws revisions would be made to change the end of YWCA USA’s fiscal year from August 31 to June 30. This would be done to enhance the efficiency and functioning of YWCA USA’s finance, audit and accounting operations.
- **Standing Committee Member Terms.** YWCA USA Bylaws revisions would be made to change the term of service for YWCA USA standing committees, such as the Executive Committee, the Governance Committee, and Audit Committee, from a one-year term to a two-year term. This would be done to balance the benefit of continuity of service, with the benefit of reasonable term limitations.
- **Officer and Standing Committee Vacancies.** YWCA USA Bylaws revisions would be made to clarify that if a YWCA USA officer or committee member is appointed to fill a vacancy between Annual Meetings, the period of time served before election at an Annual Meeting would not be counted for term limitation purposes.
- **Board Procedures.** A few clarifying YWCA USA Bylaws revisions would be made to clarify Board procedures, such as to state that the Chairperson, Vice-Chairperson, Secretary and Treasurer would be elected from among the members of the Board, and that the Chairperson shall serve as the chair of the Executive Committee.

Exhibit A is a copy of the current YWCA USA Bylaws, which is marked to show how the proposed revisions would change the current Bylaws. Added language is underscored and deleted language is struck through. In addition, Exhibit A is annotated to show which proposed YWCA USA Bylaws revisions would be adopted to address changes in the New York Not-for-Profit Corporation Law.