



2019 VPA Proposed Bylaws

Proposed bylaws are divided into 2 areas:

- Part 1: Proposed Bylaws for the VPA Convention Guidelines
- Part 2: Bylaws for the VPA Constitution

Please send any comments to secretary@myvpa.org

Part 1: Proposed Bylaws for the VPA Convention Guidelines:

No.	Existing/New Guideline	Proposed Guideline	Reason for the Change
1	The President in consultation with the other officers of VPA (EC & BOT) and the president of the local chapter that was selected at the previous convention to host the next convention shall finalize the selection of place for the convention and select the chairperson for the Convention Committee.	Change "Office of VPA" to "Offices of VPA (EC & BOT)"	For clarification as to what VPA Offices meant
2	The President and the Chairperson shall work closely with the other officers of VPA (EC & BOT) and the local chapter in selecting members for various committees to organize the convention.	Change "Office of VPA" to "Offices of VPA (EC & BOT)"	For clarification as to what VPA Offices meant



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No.	Existing/New Guideline	Proposed Guideline	Reason for the Change
3	The President shall make it clear to the Chairperson and the members of all Convention Committees that the sole purpose of forming the Convention Committees is to organize the Convention and are to be dissolved at the conclusion of the Convention.	No Change	-
4	New Guideline	All Convention Contracts must be signed by the President and the Chairperson	For shared accountability & responsibilities between the Convention Chair & the VPA President
5	New Guideline	The Convention must use the existing IT infrastructure (myvpa.org web domain & its G-suite e-mail accounts and iContact mass e-mail communication tool) to be consistent from one Convention to next	To preserve the VPA online presence; to keep consistent content format from Convention to Convention; to reuse the development work.
6	The Chairperson and all the members of Convention Committee shall be aware that the Convention Committee is responsible for collecting sufficient funds through donations, advertisements, and registration fee to meet all the expenses of the convention.	No change	-
7	The president and the chairperson shall make arrangements to open a bank account to handle the financial transaction related to convention activities. This	The VPA President and the Convention Treasurer will open a Convention bank account to handle the financial transaction related to convention activities. The	Since the Convention Treasurer will be responsible for Convention book keeping, he/she should have complete



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	account shall be jointly controlled by the Chairperson and the VPA president	Signatories for this account will be VPA President and the Convention Treasurer.	access to the Convention account.
8	The Chairperson shall update the Executive Committee (EC) and the Board of Trustees (BOT) regarding the status of the Convention (including the activities, fund status, guest speaker, etc.) on a regular basis either through e-mails or during the scheduled EC and BOT meetings	No Change	-
9	The Chairperson should get the consent of the President before he or she commits and spends an amount more than \$1,000 on any item. Also, the Chairperson should not exceed his or her spending more than he or she collected or raised. In case, if the expense exceeds the amount that was collected, it is the responsibility of the Chairperson and the President not to bank or borrow from the VPA national funding sources. The Chairperson and the President should not hold either VPA national or its chapters or the office bearers as responsible for the deficits	No Change	-
10	The President and the Chairperson shall be responsible to make sure that all the financial matters related to the convention are settled (all the bills be paid in full)	Change from: “Any money left over shall be distributed equally between the local chapter where the Convention was held and the National VPA.	Since VPA National doesn't have any periodic incoming revenue, it needs reserve funds for any unexpected expenses and also



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No.	Existing/New Guideline	Proposed Guideline	Reason for the Change
	within a reasonable time but within 60 days after the Convention. Any money left over shall be distributed equally between the local chapter where the Convention was held and the National VPA. The bank account that was opened for the Convention shall be closed.	“ To: “Any money left over will be transferred to VPA National Account. 50% of the left over money above \$10,000 shall be given to the Chapter who hosted the Convention.	to provide seed money for the next Convention. Seed money to be used to sign Convention contracts which requires minimum deposit.
11	New Guideline	The Convention Souvenir must be published by the end of the Convention calendar year. A one-time 60-day extension may be obtained with BOT approval. Souvenir must be published in digital (PDF file) format. Hard copy of the Souvenir is optional.	Some of the past Conventions have taken 2 to 4 years to publish their Convention Souvenirs. The sponsors unhappy for not publishing their advertisements in a timely manner. These days publications are more leaning towards online media, digital format will be made available on MyVPA website. Efforts will be made to digitize the past Souvenirs.
12	The president shall call for a BOT meeting within 90 days after the convention. In this meeting the Chairperson shall submit the Convention financial statement for discussion and approval by the BOT. After the approval by the BOT, all the financial records of the convention shall be transferred to the treasurer of VPA for record keeping purposes and for	No Change	



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No.	Existing/New Guideline	Proposed Guideline	Reason for the Change
	preparing IRS and State returns.		
13	The Chairperson shall write a letter to the President about the Convention which includes the success and failures, lessons learned, Convention related intricacies, etc., to help future Conventions.	Change from: “...shall write a letter...” To: “...shall submit a summary report...”	For better readability
14	New Guideline	The newly elected BOT has the authority to take over the responsibilities for the items #10 & #11 if they are not completed.	This is to make sure to bring a closure to the immediate past Convention.
15	New Guideline	The Convention Guidelines must be signed by both the VPA President & the Convention Chairman	To make sure that both the VPA President and the Convention Chairperson commit to the responsibilities and deliverables of the Convention.



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Part 2: Proposed Bylaws for the VPA Constitution:

No.	Current/New Bylaw	Proposed Bylaw	Reason for Change
1.	New	Make Vice President (VP) as a voting member of BOT	Since VP should be able to assume the role of a President should there be an unforeseeable circumstance, VP should have a saying in BOT as well.
2.	<p>ARTICLE IV: BOARD OF TRUSTEES (BOT) <i>Section 3: NUMBERS, TENURE AND QUALIFICATIONS OF BOT</i></p> <ul style="list-style-type: none"> • The National Vice President for a two-year term <u>without voting rights</u> 	Delete "without voting rights"	See #1 above
3.	<p>ARTICLE III: MEMBERSHIP Section 3: MEMBERSHIP DUES Annual, Bi-annual and Life membership dues shall be paid in full at the time of application. The Patron and Grand</p>	<p>Add the following:</p> <p>"Failing to pay the full membership dues within one year for Life, Patron & Grand Patron membership, the membership will default to the appropriate membership level based on the dues received within one year. Any excess dues will not be refunded."</p>	It is difficult to track if the full membership dues paid or not when the membership list transferred from one Executive Committee to next.



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No.	Current/New Bylaw	Proposed Bylaw	Reason for Change
	Patron membership dues shall be paid in full or in two equal installments within one year.		
4.	<p>ARTICLE V: EXECUTIVE COMMITTEE: MEMBERSHIP, QUALIFICATIONS, ELECTION, AND RESPONSIBILITIES</p> <p>Section 2: QUALIFICATIONS, TERMS OF OFFICE, AND ELECTION RULES</p> <ul style="list-style-type: none"> The National Vice President shall be from the host chapter. He / She shall be a member of the Board of Trustees <i>without voting</i> 	Delete "without voting rights"	See #1 above



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	<i>rights.</i>		
5.	New	VPA National Bank Accounts – Maintain with a National bank who has branches across USA	It has become a customary to open a new account by the new Executive Committee (EC) in a bank that is geographically convenient to operate for the EC. Opening a new account every 2 years and transferring the funds from old bank to new bank is a time-consuming process. We suggest keeping the VPA National in a reputable national bank whose branches are available across the USA. Keeping this in mind, currently, the VPA National Accounts are with Bank of America (BoA).
6.	New	Each Chapter need to contribute \$2,500 as a seed money for the Convention purpose.	During signing of Convention contracts, VPA need funds to make minimum deposits. VPA seldomly has funds to meet the deposit requirement. Each Chapter needs to contribute \$2,500 as seed money to the National VPA to be used for Convention purposes.
7.	New	Swearing the Oath of Office "We the members of the VPA Office do solemnly affirm that we will support and defend the VPA Constitution; that we will bear true faith and allegiance to the same; we will faithfully and impartially perform and discharge the duties of the VPA Office according to the law and the best of my	The new EC & BOT must take an Oath of Office during the Convention to make sure that the new Officers abides by the VPA Constitution and carries out the responsibilities given to them.



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		ability”	
8.	New	Change current “VPA Convention Guidelines” to “VPA Convention Standard Operating Procedure”	Currently, as the name suggest, they are mere guidelines and not a required procedure to follow. To have a consistent process from Convention to Convention, these guidelines must become standard operating procedure.
9.	<p><u>ARTICLE V:</u> EXECUTIVE COMMITTEE: MEMBERSHIP, QUALIFICATIONS, ELECTION, AND RESPONSIBILITIES</p> <p><u>Section 2:</u> QUALIFICATIONS, TERMS OF OFFICE, AND ELECTION RULES</p> <ul style="list-style-type: none"> • Each officer shall transfer all relevant records and assets of the organization to the respective successor <i>no later than January 31st</i> 	<p>Add to the bullet point</p> <p>“Failing to do so, the BOT will have the power to take over.”</p>	This is to facilitate timely transition of power to the new EC so that the new EC can effectively begin their duties.



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No.	Current/New Bylaw	Proposed Bylaw	Reason for Change
	<i>following the election year.</i>		
10.	<p>ARTICLE IV: BOARD OF TRUSTEES (BOT) Section 4: MEETINGS OF BOARD OF TRUSTEES</p> <p>The BOT shall meet periodically, but not less than (4) four times a year. Two thirds (2/3) of the BOT shall constitute a quorum for the transaction of business. The meeting shall be chaired by the current National President either in person or by using teleconference facilities.</p>	<p>Add the following:</p> <p>“A BOT can delegate a proxy to a member from the respective Chapter to attend and vote at the BOT Meeting. Proxy request must be sent to the Secretary well in advance to the BOT meeting. No more than 2 proxies are allowed per BOT Meeting.”</p>	<p>Due to BOTs conflict of meeting schedule and travelling plans, it's sometimes difficult to achieve 2/3 majority for the BOT meeting. Respecting precious time of those BOTs attending, proxy must be allowed.</p>
11.	<p>ARTICLE V: EXECUTIVE COMMITTEE: MEMBERSHIP, QUALIFICATIONS,</p>	<p>Change the first paragraph to</p> <p>All officers, except Joint Secretary and Joint Treasurer, must have been a <i>Bi-annual</i>, Life, Patron or Grand Patron member prior to the</p>	<p>To serve on the Executive Committee, a member must be committed to the organization by being a minimum Life Member. Also, the current Constitution doesn't say a membership of for 4</p>



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	<p>ELECTION, AND RESPONSIBILITIES</p> <p><u>Section 2:</u> QUALIFICATIONS, TERMS OF OFFICE, AND ELECTION RULES</p> <p>All officers, except Joint Secretary and Joint Treasurer, must have been <i>Bi-annual</i>, Life, Patron or Grand Patron member prior to the date of election.</p> <p>Each member of the Executive Committee must have been a member in good standing of the VPA for a minimum of four (4) years prior to election.</p>	<p>date of election and attended minimum 2 VPA National Conventions.</p> <p>Remove the sentence</p> <p>“Each member of the Executive Committee must have been a member in good standing of the VPA for a minimum of four (4) years prior to the election”</p>	<p><u>consecutive</u> years is required prior to the election.</p> <p>Having attended VPA National Conventions a member would be familiar with the scale and scope of the organization to effectively serve on the Executive Committee.</p>
12.	<p><u>ARTICLE VI:</u> STANDING AND OTHER COMMITTEES</p> <p><u>Section 3:</u> OTHER COMMITTEES Nomination/Election Committee:</p>	<p>Add “Bi-annual” to the Committee members criteria to read as below:</p> <p>“The member from the host chapter shall be the chair and the members shall be <u>Bi-annual</u>, Life, Patron or Grand Patron</p>	<p>This is to be consistent with other Standing Committees. Besides, it's very difficult to find new members to volunteer for a Committee with minimum Life Membership.</p>



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	The member from the host chapter shall be the chair and the members shall be Life, Patron or Grand Patron members in good standing.	members in good standing.”	