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**Proposed Ballot for Revision of the CSWE Bylaws**

*Members will be given the option to approve all the proposed changes or to vote on each proposed change individually. For a full explanation of changes, see the chart showing proposed changes and rationale and the red-line version of the bylaws.*

1. **RESOLVED**, that the voting membership of CSWE hereby approves changes to the Bylaws Article III, Section 1A necessary to clarify the role of the Commission on Accreditation in developing and approving the accreditation standards; this is required by the Council on Higher Education Accreditation for accrediting organizations.

*Rationale: Per Memorandum of Understanding dated February 12, 2012 as required by CHEA recognition standards that the Commission on Accreditation have sole autonomy in developing and approving the accreditation standards*

* + Approved
  + Not approved

2. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article II, Section IV-B, regarding removing procedural details about the annual membership meeting, which will be included in the procedures manual.

*Rationale: Procedural details removed from sentence to include in procedural manual*

* + Approved
  + Not approved

3. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 1(B) changing the President/CEO to ex officio and nonvoting member and clarifying who the additional board members are.

*Rationale: President/CEO is specified to be ex officio and nonvoting member of the Board. We also clarify who the additional 17 members are.*

* + Approved
  + Not approved

4. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws CSWE Bylaws Article III, Section 1(B) removing the ex officio Leadership Forum designee from the Board of Directors.

*Rationale: Board membership should only include members of CSWE and no other organizational representatives*

* + Approved
  + Not approved

5. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 1(D) modifying the language to reflect the process used to fill a vacancy on the Board.

*Rationale: This reflects the actual process.*

* + Approved
  + Not approved

6. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 2(A) modifying the language to clarify that the President and CEO acts as the official head of CSWE.

*Rationale: President and CEO acts as official head of CSWE in the direction of its business and signs and executes in the name of CSWE necessary contract and other instruments, so these activities are removed from duties of chair.*

* + Approved
  + Not approved

7. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 2(B) modifying the language to specify that if the Chair of the Board is elected for a second term then the individual will not serve a second chair-elect term.

*Rationale: No need for someone that has served 3 years as chair to serve a second “chair-elect” term*

* + Approved
  + Not approved

8. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 3(A) adding language to specify what the Executive Committee cannot do. The added language specifies that the Executive Committee may not: “amend bylaws, elect or remove Board members, hire or fire the President/CEO, approve a change to the budget or make major structural decisions (such as adding or eliminating programs).”

*Rationale: Prior bylaws only specified what executive committee could do, not what it could not do.*

* + Approved
  + Not approved

9. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 3(A) specifying the role of the Executive Committee in reviewing the election slate. Added language specifies that the Executive Committee, “will receive the election ballot from the National Nominating Committee and certify that the ballot meets affirmative action and membership criterion.”

*Rationale: Specifies process in relation to the National Nominating Committee*

* + Approved
  + Not approved

10. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 3(B) modifying the composition of the Executive Committee to only include voting members, except for the President/CEO.

*Rationale: Given that the Executive Committee is empowered to act on behalf of the Board in between full board meetings, every member of the Executive Committee should be a voting member of the Board except the President/CEO who is ex-officio and non-voting*

* + Approved
  + Not approved

11. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 4 modifying the composition of the National Nominating Committee.

*Rationale: This change will strengthen the relationship between the NNC and Board of Directors. The added members will be able to speak to the skill sets needed on the Board*

* + Approved
  + Not approved

**12. RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 3 (A 2&3, B 2-6) removing the procedural details related to the National Nominating Committee, which will be included in the procedures manual.

*Rationale: Procedural details removed from sentence to include in procedural manual*

* + Approved
  + Not approved

13. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article III, Section 5(A) removing the functions and composition of the commissions, councils, and task forces to be placed in the procedures manual.

*Rationale: Functions and composition of these groups are procedural and will be included in procedural manual*

* + Approved
  + Not approved

14. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article IV, Section A changing the title to President/CEO to be consistent with the rest of the document.

*Rationale: This reflects current title and bylaws were changed to reflect this title change.*

* + Approved
  + Not approved

15. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article VI, Section 2(A) removing the procedural language about the National Nominating Committee and elections to be placed in the procedures manual.

*Rationale: Maintain language about important voting elements but eliminate procedural details; include those in a procedural manual.*

* + Approved
  + Not approved

16. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article VI, Section 2(A) adding language to specify that voting can take place by mail or electronically this language is mandated by Virginia law.

*Rationale: Section 13.1-846,B of the Virginia law requires that the Bylaws need to provide explicitly that elections can be conducted by mail if you want to do so. We recommend adding this clarification to Article II, Section 3,F. While making this clarification, it’s important to specify that the election by mail can be held for Directors and Officers.*

* + Approved
  + Not approved

17. **RESOLVED**, that the voting membership of CSWE hereby approves revision of the CSWE Bylaws Article VI, Section 2(B) on election procedures, removing the procedural language to be included in a procedures manual.

*Rationale: Procedural details removed from bylaws to include in procedural manual*

* + Approved
  + Not approved