

Report of PPCC Bylaws Committee – April 7, 2023 (item agendised for April 13)

Committee members: Andrew Wolfberg, Haldis Toppel, Randy Young, and Maryam Zar (ex officio). David Card and Andy Frew recused themselves due to conflicts as board members of PFC and PAPA, respectively.

The PPCC Bylaws govern how we are organized and operate: what we do and how we do it. The Mission Statement read at the start of each PPCC Board meeting comes verbatim from our Bylaws. The Bylaws have been incrementally changed numerous times over the years, most recently in September 2022.

The Bylaws include several appendices, including Appendix A – Organizations Eligible to Send Representatives. Appendix A was last revised in September 2022.

Appendix A must be updated to reflect the addition of the Palisades Forestry Committee (PFC) and Palisades Americana Parade Association (PAPA). Further, it has been expressed by the Board Chair that Palisades Beautiful is no longer qualified, per our certification process, to participate in PPCC as an active Palisades-based organization.

Bylaws Committee members David Card and Andy Frew recused themselves from discussions regarding the placement of PFC and PAPA due to their positions as board members with PFC (David Card) and PAPA (Andy Frew).

The Bylaws Committee recommends the following changes to Appendix A, and accordingly proposes that the PPCC Board adopt the amendments to Appendix A summarized below:

- Add Palisades Forestry Committee to Culture and Aesthetics
- Add Palisades Americana Parade Association to Service Clubs
- Remove Palisades Beautiful from Culture and Aesthetics

These changes will create two categories of four organizations rotating in the categories of Culture and Aesthetics as well as Service Clubs.

A link to Appendix A is being sent to each Board member for review and have been published on our website: a “redline” (red font/~~strikeout~~) version, with each recommended change in red font, and a final “clean” draft for voting purposes.

Committee

MOTION:

The Bylaws Committee moves that the recommended amendments be adopted by the Board. Voting will take place after discussion at the Board meeting on April 27, 2023 (the time of the required second distribution of proposed Bylaws amendments). Separate votes will be taken on the proposed amendments as presented in the above three bullet points.

Voting Standard: A 2/3 vote of Board members present is required for adoption of amendments to the Bylaws, including Appendix A (see Art. XII.2.B; abstentions under the “members present” standard effectively count as “No” votes).