

Committee members: Chris Spitz & Maryam Zar, Co-Chairs; James Alexakis, Quentin Fleming, Andrew Wolfberg; Sue Kohl (*ex officio/non-voting*)

Report of PPCC Bylaws Committee – July 2025

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. There are many authors and occasionally terminology can become confusing.

The Bylaws include several Appendices and Attachment A (Election Procedures; included in the Bylaws for convenience).¹ The Bylaws were last revised in April 2023. Now, considering new conditions and concerns that have arisen in the ensuing years and months, the current Bylaws Committee recommends further revisions and accordingly proposes that the PPCC Board adopt the amendments summarized below:

- Deletion of Bylaws language providing for two categories of PPCC Secretary (Recording Secretary/voting member; Corresponding Secretary/non-voting member); replacement with prior Bylaws language providing for only one Secretary; and related minor changes to remove references to Corresponding and/or Responding Secretary (*Bylaws Art. VI.3, III.D, V.2, VII.1, VII.4.E*).
- Addition of a new Standing Rule 13 (in Appendix C), allowing for the Chair's discretionary retention of a paid assistant to assist the Chair and/or Secretary with technical or administrative duties, if requested by the Chair and approved by a majority of the Executive Committee.
- Addition of a new Standing Rule 14 (in Appendix C), providing for the Chair's discretionary acceptance of an alternative written "In Lieu Statement" from member organizations, for up to two years, substituting for the annual requirement to complete an organizational "certification" form.

Links to documents are being sent to Board members for review and have been published on our website: a "redline" (red font/~~strikeout~~) version,² with each recommended change in red font, and a final "clean" draft³ for voting purposes.

The Bylaws Committee moves that the recommended amendments/additions be adopted by the Board. Voting will take place after discussion at the Board meeting on August 14, 2025 (the time of the required *second distribution* of the proposed Bylaws amendments; the *first distribution* to occur on July 17, 2025). Separate votes will be taken on the proposed amendments as grouped in the above four bullet points.

A **2/3 vote of Board members present** is required for adoption of amendments to the Bylaws, including Appendix C/PPCC Standing Rules (see Art. XII.2.B; abstentions under the "members present" standard are effectively counted as "No" votes).

¹ Bylaws: <https://pacpalicc.org/wp-content/uploads/2024/09/PPCC-Bylaws-April-2023F.pdf> (note: at this time the Bylaws Committee recommends changes to the Bylaws and Appendix C, but does not recommend any changes to Attachment A or other Appendices).

² Redline version: <https://pacpalicc.org/wp-content/uploads/2025/07/PPCC-Bylaws-Amend.2025-RedlineR.pdf>

³ Clean draft: <https://pacpalicc.org/wp-content/uploads/2025/07/PPCC-Bylaws-Amend.2025-ClnR1.pdf>