

## **Bylaws Committee Charter**

### **Mission**

The Bylaws Committee (Committee) is a standing committee appointed by International Council (IC) to assist IC in the maintenance and accuracy of Gamma Phi Beta Sorority, Inc.'s governing documents and to assist IC with the presentation of amendments to the Articles of Incorporation and the Bylaws at Convention.

### **Authority and Responsibilities**

1. Conduct a review of the Articles of Incorporation and Bylaws one year prior to Convention and make recommendations to IC for changes.
2. Conduct a review of the Rules and Procedures following Convention and make recommendations to staff for changes.
3. Work with IC to review submitted proposed Bylaws amendments immediately after the October 15 deadline.
4. Work with the managing director of Risk and Policy six-months prior to Convention to prepare the proposed amendments to the Bylaws and Article of Incorporation to meet the four-month distribution deadline prior to Convention. The work of the Committee should be completed five-months prior to Convention to allow for a proposed amendment review by an attorney familiar with the Sorority's governing documents.
5. Prepare the content of the Bylaws forum presentation which will be completed by the Bylaws chairwoman.
6. Answer Bylaws questions during the Bylaws forum and during proposed amendment voting T Convention.
7. Review and proof the Bylaws and Articles of Incorporation two-months after Convention, prior to distribution to chapters.
8. Serve as a resource for members with questions concerning the governing documents.
9. Conduct a documents audit of all manuals, written publications, etc. during off-Convention years to ensure consistency with the governing documents of Gamma Phi Beta Sorority, Inc.
10. Educate International Council on trends and important issues related to this Committee.

### **Organization**

#### *Review of Charter/Performance*

This charter will be reviewed and reassessed by the Committee at least annually. Any proposed changes shall be submitted to IC's Governance and Personnel Committee for approval. In addition, at least annually, the Committee shall evaluate its performance. The chairwoman of the Committee, together with the Governance and Personnel Committee, shall determine the form and nature of the annual self-evaluation. The chairwoman of the Committee shall report the results of the evaluation to the Governance and Personnel Committee.

#### *Membership/Structure/Quorum*

The Committee will include the Bylaws chairwoman, who shall serve as chairwoman of the Committee, the parliamentarian, the International President and one additional IC member selected by IC, all of whom will have voting rights. Quorum shall consist of a majority of the voting members of the Committee. Committee members can participate via conference call. The executive director and the managing director of Risk and Policy, who serve as staff liaisons, shall be non-voting members of the Committee.

*Meetings*

The Committee shall meet four times yearly or as necessary via conference call and can meet more frequently as circumstances require. The Committee can communicate between meetings via email communication.

*Agenda, Minutes and Reports*

Agendas for the Committee meetings shall be prepared by the chairwoman in collaboration with staff liaison and shall consist of proposed changes to governing documents for review by the Committee. The Committee shall provide reports quarterly to IC. The final proposed changes to governing documents may serve as the Committee minutes. The chairwoman may designate the staff liaison as secretary of the Committee. The managing director of Risk and Policy shall maintain the original versions and any changes to all governing documents reviewed by this Committee.