



**Summary of Proposed Amendments  
to Association Bylaws**

**Spring 2025**

The WACUBO Board of Directors is proposing amendments to the association's bylaws. WACUBO's bylaws were last updated in 2020. The following is a summary of proposed changes which include the board rationale and additional explanation of the change.

#### **Proposed Major/Substantive Changes:**

- **Explicitly allow for retiree, student, and business partner memberships**, with membership benefits and dues to be set by the Board.
- **Reduce the term length for the Secretary and Treasurer roles to three years** each (from four), consistent with terms for other non-Presidential Board roles. While these longer terms may have been important prior to our engagement with a management company, this distinction no longer feels necessary. Shorter terms for these positions will allow for greater Board turnover and reduce the likelihood that an incumbent will not be able to complete a term.
- **Consolidate the Treasurer and Finance Committee chair roles.** Given the transfer of finance-related workload for both roles to the association management company, maintaining separate roles no longer seems necessary.
- **Eliminate the Past Past President role on the Board**, reducing the presidential track length of service from six to five years. Shorter terms allow for greater Board turnover and reduces the likelihood that an incumbent will not be able to complete a term. The Past Past President's only specific role is to serve on the site selection committee.
  - Note: This elimination would occur starting in 2026, with current President Mike Clune and other members of the presidential track ending their tenure one year early.
- **Add three (3) additional three-year member at large positions** to be nominated by the Nominations Committee and approved by the Board, to increase opportunities for board service and the candidate pool for the presidential track. Additional positions will allow for greater opportunity to diversify the Board in all its forms, including across states and institution types.
  - Note: this is a net increase of one Board member, given the elimination of the separate Finance Committee chair role and the elimination of the Past Past President year.
  - One member at large would be added in 2025-26, replacing the separate Finance chair position. A second additional member at large would be added in 2026-27 replacing the past past president role. A third additional member at large would be added in 2027-28.
- **Instead of explicit term limits, add intent language regarding length of service**, with the goal of promoting greater opportunities for members to participate on the Board and increase the candidate pool for the presidential track.
- **Delegate authority to appoint committee members to Committee Chairs**, except for Nominations, Audit, and Finance. This would eliminate a burdensome process (requiring the President to approve appointments) that is currently challenging to follow and allow Committee chairs greater flexibility to add committee members.

#### **Proposed Minor Changes:**

- Elevate community colleges to the same membership bullet as four-year institutions.

- Add language throughout explicitly allowing for use of digital formats for meetings and decisions, such as Zoom-based meetings and electronic voting. These changes will help reduce confusion about the use of digital processes.
- Require a two-thirds vote of the Board for removal of a director. The current bylaws are not explicit about the threshold for removal.
- Adjust language regarding non-discrimination, including adding ability.
- Combine separate sections on Board Officers and Directors to improve clarity.
- Combine separate sections on Board committees and other committees to improve clarity and add flexibility.
- Allow for non-Board members to be appointed to the Audit, Finance, Nominations and Site Selection committees. This would match current practice for Audit and allow for more flexibility for other committees.
- Replace the 2<sup>nd</sup> Past President with the 1<sup>st</sup> Vice President on the Site Selection Committee.
- Add consistent language about terms and selection processes for all Board positions.
- Make various minor wording changes and corrections.

The WACUBO Board of Directors thanks you in advance for participating in the upcoming election.