

## **Report from the Governance and Bylaws Committee**

**Committee members:** Jeff Deschamps (chair), Bill Arnold, Kelly Kistner, and Ernie Padgette

The Committee met on June 15, 2025 to review two proposed amendments to the Izaak Walton League of America national bylaws that were submitted by the deadline specified in the national bylaws.

One amendment would establish annual reporting requirements for Divisions similar to what is already required for Chapters. Many Divisions already provide this information. This amendment would make it a requirement for all Divisions. The committee unanimously supports this change.

The second amendment would create a new class of membership and includes some changes to existing membership classes. The Bylaws Committee, by unanimous vote, strongly recommends this proposed bylaws change NOT be approved by this body. There are numerous flaws within this proposed bylaws change which would: (1) place a financial burden on the National Office for no benefit; (2) create problems for existing record keeping and reporting systems which were recently updated and result in addition costs to further update affected systems; (3) place a burden on every chapter by making it mandatory that every chapter to offer every class of membership available regardless of a chapter's ability to staff or support financially every program for these additional membership classes; (4) reduce the value of National Life memberships by eliminating one of the few benefits to National Life member status is the ability to join multiple chapters without paying additional National dues; and (5) create additional work for the National office by requiring them to do additional review in accrediting delegates to the National convention as secondary members have no voting or delegate rights.

Pursuant to Section 18.2 of the national bylaws, the full text of these proposed amendments (as well as committee comments on the proposed changes) are being provided to all members of the full Board of Directors. **The full Board of Directors will consider and vote on the proposed amendments during its meeting at the national convention on Saturday, July 19, 2025.**

### **AMENDMENT 1 – DIVISION REPORTING REQUIREMENTS**

#### **Proposed (NEW)**

6.6 Each Division shall annually furnish a copy of the following current documents to the national office: (1) the articles of incorporation, or constitution and bylaws of the Division whenever amended or updated; (2) annual corporation report with the state of incorporation, if required by the state; (3) annual registration to solicit contributions, if required by the state; (4) IRS Form 990, if required by the IRS to be filed, and (5) a certificate of insurance listing the national organization as additional insured if the Division has its own liability or D&O coverage.

6.7 Divisions shall do a mandatory bylaw review every five years at a minimum unless a review or change takes place earlier. The review shall be noted, and evidence provided to the National office for their safe keeping in accordance with 6.6 (1). Divisions shall ensure that their most current constitution and bylaws are readily available to all members.

**Committee comments:**

The purpose of the proposed amendment is require Divisions to follow reporting requirements similar to those already in place for Chapters (i.e. in sections 5.9 and 5.10). Sections 6.1 through 6.5 of the National Bylaws cover the establishment, governance, and requirements on State Divisions, but have no reporting requirements similar to those required of all Chapters. This proposed amendment duplicates the Chapter requirements in sections 5.9 and 5.10 onto the Divisions.

**The committee unanimously recommends approval of the proposed amendment.**

**AMENDMENT 2 – SECONDARY CHAPTER MEMBERSHIP**

Currently members who are not National Life members are required to pay National dues for each chapter they are a member of. Additionally if they are not State Division life members (where available) they are required to pay State Division dues for each chapter they are a member of. It also affects sections of the bylaws on student memberships. This amendment affects many sections of the National bylaws as listed below.

**Current version:**

**4.3.** The following classes of members are hereby established: Individual Member, Family Member, Student Member, Youth Member, Supporting Member, Master Member, and Corporate Member.

**Proposed:**

**4.3.** The following classes of members are hereby established: Individual Member, Individual Member – Secondary Chapter, Family Member, Family Member – Secondary Chapter, Student Member, Youth Member, Supporting Member, Master Member, and Corporate Member

**Committee comments:**

The only change in the section is the addition of secondary memberships for individuals and families. As the primary goal of this amendment is to reduce the cost of additional chapter memberships for non-life members mainly to take advantage of programs offered by those other chapters this seems unnecessary. Many chapters already extend guest privileges to members of other League chapters. Allowing this practice to be extended across all League chapters does not require a National bylaw change.

**Current version:**

**4.4.a.** Members of the League, who are members of a chapter, shall be designated as Chapter Members.

**4.4.b.** The following classes of memberships are available for Chapter Members: Individual Member, Family Member, Student Member, and Youth Member.

**Proposed:**

**4.4** Chapter Memberships

**4.4.a.** Members of the League, who are members of a chapter, shall be designated as Chapter Members. All league chapters must offer the listed member classes as defined in 4.4.b.

**4.4.b.** The following classes of membership are available for Chapter Members: : Individual Member, Individual Member – Secondary Chapter, Family Member, Family Member – Secondary Chapter, Student Member, and Youth Member.

**Committee comments:**

In addition to adding the secondary memberships this change would require all chapters to offer youth and student memberships. While it is desirable for all chapters to offer all categories of membership not all chapters offer student or youth memberships. Those that do not offer these categories have specific reasons for not offering these memberships.

**Current version:**

**4.5.a.** The annual national dues of Individual Members, Family Members, Student Members, and Youth Members shall be established by the Board of Directors, subject to a majority vote of the chapter delegates at the national convention. The annual national dues of Supporting Members, Master Members, and Corporate Members shall be fixed by the Executive Board.

**4.5.b.** Annual national dues for Membership classes to be established by the Board of Directors and voted on by majority of chapter delegates at the national convention shall be as follows:

- (a) Individual Members, as set by Section 4.5.a.
- (b) Family Members shall be one and one-half times the individual member dues specified in (a).
- (c) Student Members shall be one-half of the individual member dues specified in (a).
- (d) Youth Members shall be one-fifth of the individual member dues specified in (a).

**Proposed:**

**4.5 Dues**

**4.5.a.** The annual national dues of Individual Members, Secondary Individual Members, Family Members, Secondary Family Members, Student Members, and Youth Members shall be established by the Board of Directors, subject to a majority vote of the chapter delegates at the national convention. The annual national dues of Supporting Members, Master Members, and Corporate Members shall be fixed by the Executive Board.

**4.5.b.** Annual national dues for Membership classes to be established by the Board of Directors and voted on by majority of chapter delegates at the national convention shall be as follows:

- (a) Individual Members, as set by Section 4.5.a.
- (b) Secondary Individual Members, will pay no national dues but must have an existing individual, student or youth membership.
- (c) Family Members shall be one and one-half times the individual member dues specified in (a).
- (d) Secondary Family Members, will pay no national dues but must have an existing family membership.
- (e) Student Members shall be one-half of the individual member dues specified in (a).
- (f) Youth Members shall be one-fifth of the individual member dues specified in (a).

**Committee comments:**

This proposed change contradicts itself. In section **4.5.a.** it says that the annual dues “shall be established by the Board of Directors, subject to a majority vote of the chapter delegates at the national convention.” But in section **4.5.b.** it says there is no national dues for secondary memberships thus the national board cannot set this at convention by a majority vote but would first have to do a bylaw change and then vote on dues for secondary members.

**Current version:**

**4.6.d.** Life Members may become secondary members of more than one chapter by payment of annual chapter and state division dues, where applicable, for each chapter joined.

**Proposed:**

**4.6.d.** Members may become secondary members of more than one chapter by payment of annual chapter and state division dues, where applicable, for each chapter joined.

**Committee comments:**

This change eliminates one of the few benefits of National Life memberships, the ability to join an additional league chapter without paying additional National dues. The national organization benefits from life members as half of the cost of a life membership is available in the general fund in the year the member joins while the other half goes into the Trust to benefit the League long term.

**Current version:**

**4.10.** Each Youth Membership listed in this Section shall include one child under the age of eighteen years, or a full-time high school student under the age of nineteen years. Youth Members shall not be entitled to vote, hold office at the chapter, state and national level or act as a delegate to state division and national conventions unless they are a member of a recognized youth chapter. Each Youth Membership shall be counted as one member on the national membership rolls.

**Proposed:**

**4.10.** Each Youth Membership listed in this Section shall include one child under the age of eighteen years, or a full-time high school student under the age of nineteen years. Youth Members under the age of 16 shall not be entitled to vote, hold office at the chapter, state and national level or act as a delegate to state division and national conventions unless they are a member of a recognized youth chapter. Each Youth Membership shall be counted as one member on the national membership rolls.

**Committee comments:**

This change would allow all youths 16 or older to vote in all League elections at all levels and hold office AND would allow members of a youth chapter, regardless of age, to do the same.

**Proposed (NEW):**

**4.13** Secondary Individual members must have an existing active individual, student or youth membership. Secondary individual members are required to pay state dues (if defined by each state division) and local chapter dues. Secondary chapter members will pay no national dues. Secondary chapter members are not entitled to State or National voting or

office rights. Secondary chapter members are also prohibited from holding state or national office and may only act as a delegate for the chapter in which they are in individual member. Secondary members shall be counted as one member on national membership rolls and for chapter delegate allocation at the State and National levels.

**Committee comments:**

This amendment will cause problems in the renewal process in that a member might renew only their secondary membership and not their primary. At present no system is in place to check that a primary membership was renewed prior to the secondary. Additionally not all chapters report renewals in a timely manner thus a secondary renewal might arrive well ahead of the primary renewal causing problems in the renewal process and creating additional work for the National staff.

**Proposed (NEW):**

**4.14** Secondary Family members must have an existing active family membership. Secondary family members are required to pay state dues (if defined by each state division) and local chapter dues. Secondary Family members will pay no annual dues. Secondary chapter members are not entitled to State or National voting or office rights. Secondary chapter members are also prohibited from holding state or national office and may only act as a delegate for the chapter in which they are in family member. Secondary members shall be counted as two members on national membership rolls and for chapter delegate allocation at the State and National levels.

**Committee comments:**

This amendment will cause problems in the renewal process in that a member might renew only their secondary membership and not their primary. At present no system is in place to check that a primary membership was renewed prior to the secondary. Additionally not all chapters report renewals in a timely manner thus a secondary renewal might arrive well ahead of the primary renewal causing problems in the renewal process and creating additional work for the National staff.

**Proposed (NEW):**

**4.15.** All memberships must be active within 30 days of payment.

**Committee comments:**

Not all chapters report renewals in a timely manner. It isn't clear that a bylaw change will have any effect on this.