

GKCPTP BYLAWS- SUMMARY OF SUBSTANTIVE REVISIONS

In order to bring our Bylaws in compliance with the latest statute governing Missouri Non-Profit Corporations (Section 355), to ensure compliance with our Articles of Incorporation, the IRS regulations pertaining to Tax Exempt Corporations, and to improve the flow and clarity of the Bylaws it was decided to re-write the Bylaws completely into a new format, rather than make multiple amendments. The provisions of the current Bylaws remain in tact, except for the changes outlined below. The Bylaw Committee was composed of Jim Malouff, Nelson Markel, Pat Burnett, Past Presidents Sharon Valasek, Larry Dolci, Barbara Dolci, Linda Jacobs and Gene (Jake) Jacobs. The proposed Bylaws were also reviewed and approved by the Board of Directors prior to presentation to the membership.

The following changes were made:

1. Article flow and description:

Current Bylaws

Proposed Changes in Article Flow and Description

Article I - Name	Article I - Name, Office, and Records
Article II - Mission Statement	Article II - New Mission Statement & expanded purpose language
Article III - Records	Article III - Members
Article IV - Officers	Article IV - Meetings of Members
Article V - Duties of Officers	Article V - Directors, Standing and Ad Hoc Committees
Article VI - Meetings	Article VI - Officers
Article VII - Standing Committees	Article VII - Meetings of the Board
Article VIII - Special Committees	Article VIII - Advisory Board
Article IX - Use of Assets-Income	Article IX - General Provisions: Contracts, Loans, Accounts, Fiscal Year
Article X - Fiscal Year	Article X - Waiver of Notice
Article XI - Parliamentary Auth.	Article XI - Devotion to Educational & Charitable Purposes
Article XII - Amendments	Article XII - Dissolution
	Article XIII - Amendments
	Article XIV - Conflicts of Interest
	Article VI - Robert's Rules of Order (Parliamentary Authority)

2. In Article I the name of the organization was changed to reflect our legal name: Greater Kansas City People to People Council, Inc; and doing business as Greater Kansas City People to People Chapter to reflect our affiliation with People to People International. Language pertaining to the principal office, registered office, and chapter records was added. (Not in current Bylaws).

3. Article II reflects a change in the Mission Statement and added language stipulating the organization is non-partisan, non-religious, and non-political was added; and, that we are affiliated with People to People International. (Added language is not in the current Bylaws)

4. Article III- Specific language as to when Chapter dues are due and payable, and involuntary termination of members was removed. This will allow the Board to have flexibility in determining when dues are to be paid and to modify member categories from time to time as might be desirable without having to amend the Bylaws. The "Involuntary Termination of Members" language is already specified in the Missouri Statute. This language has been created into a Board Policy and inserted in the newly created Board of Directors Manual. There is no reason to have it in the Bylaws.

5. Article III and IV: We separate Articles pertaining to Members and Meetings of Members for more clarity. The quorum requirement for members at the annual meeting or special meetings of the members was changed from 25 members to 15% of the members in good standing. (We currently have 164 members. 15% equals 24.60 or 25 members). Using a percentage allows an expanded quorum as the membership grows.

6. Article V – Unexcused absences of a Director at regularly scheduled Board Meeting was changed from two to three, which is a more reasonable number before automatic removal of a Director occurs. The maximum number of Directors was increased from “not more than fifteen to not more than eighteen.” Committees were restructured as follows:

Current Bylaws:

Proposed Bylaws:

Standing Committees:

Executive Committee
 Membership Committee
 Program Committee
 Budget and Finance Committee
 Nominating Committee
 CONTACT Committee

Standing Committees:

Executive Committee
 Membership Committee
 Program Committee
 Finance Committee (which includes merchandise sales)*
 Governance Committee (which includes Bylaws, Nominating, and Chapter Recognition. (Not included in current Bylaws)
 Communications Committee (internal and external communications)
 International Military Officer Sponsor Committee
 Humanitarian Committee (to ensure compliance with Tax Exempt status. New Committee)

* Finance Committee: Allows for the creation of Sub-Committee to handle merchandise (flags and other merchandise) sales.

Special Committees:

International Personnel Committee
 Al and Anne Brown Student Travel Scholarship Com.
 Flag Sales Committee
 Homestay/Meet the Americas Committee

Ad Hoc and Special Committees:

International Student Host Committee
 Al and Anne Brown Travel Award Committee
 Sister Chapter Committee**
 Homestay Committee***
 Development Committee ****

7. Specific language stipulating the administrative details of the Al and Anne Brown Student Scholarship Travel Committee was omitted. A policy statement was written regarding the Travel Scholarship program, and if approved by the Members, will be inserted in the newly created Board of Directors Manual. The Sister Chapter Committee is a new Ad Hoc Committee. The Meet the Americas aspect of the Homestay/Meet the Americas Committee will be handled by the Program committee as applicable. The Development Committee is a new Ad Hoc Committee.

8. Article VI - Enumeration of a list of specific duties for each Officer was removed and a general description included. Specific duties are contained in newly developed Officer Job Descriptions, which are included in the newly developed Board of Directors Manual. This allows for flexibility in regard to assignment of duties, by the President and the Board, from time to time. First and Second Vice President

language was changed to “one or more” Vice Presidents. This will allow for the election of more Vice Presidents if needed. Members will still vote on nominations for Officers. It allows for the creation of Vice President “Portfolio” assignments if so desired.

9. Article IX, Section 3, in the current Bylaws it stipulates that in the event the Al and Anne Brown Student Travel Scholarship program is discontinued, remaining funds will be remitted to PTPI for continued support of the Al and Anne Brown Student Loan Fund. This stipulation is deleted.

10. Article VIII- A provision for the creation of an Advisory Board has been included. Advisory Board members will be elected by the Board of Directors for a two year term. They will be non-voting members and may or may not attend Board meetings. This will allow the Board to involve individuals who have special skill and/or knowledge and who may be of benefit to the Chapter.

11. Article IX – This article has to do with general administrative items and includes the Fiscal Year of the corporation.

12. Article X – Waiver of Notice. This is generally included in all organizational Bylaws.

13. Article XI. – Devotion to Educational and Charitable Purposes. This article was added to reinforce our purpose in accordance with our Articles of Incorporation and IRS regulations.

14. Article XII – Dissolution. This is standard article required by tax exempt organizations. It stipulates that if the Chapter is dissolved any remaining funds will revert to PTPI or in the event of their dissolution to an organization of like purpose to ours.

15. Article XIII – Amendments. Language that reads: These Bylaws are subject to amendments that may be enacted by the Board of Directors of People to People International and shall be binding on the members has been removed. The PTPI Board cannot enact amendments to our Bylaws. Only our members can. If PTPI changes something in their Bylaws that affect Chapters, upon notification we can present such changes to the Chapter membership for approval.

16. Article XIV - Conflict of Interest. This is a new article with Conflict of Interest provisions which ensures our compliance with the Statutes.

17. Article XV- This replaces the former Parliamentary Authority Article. It still stipulates that we operate under Robert’s Rules of Order.

