

**BYLAWS OF THE
INTERCOLLEGIATE WOMEN'S LACROSSE COACHES ASSOCIATION**

Revised 9/22/06

ARTICLE I: NAME AND PURPOSE

Section 1: Name

The organization shall have the name: Intercollegiate Women's Lacrosse Coaches Association, referred hereafter in these bylaws as the IWLCA.

Section 2: Purpose:

The purpose of the IWLCA includes but is not limited to:

To develop among intercollegiate coaches a deep sense of responsibility in teaching, promotion, and maintaining the growth of women's lacrosse in accordance with the highest ideals of fair play.

To stimulate the development of quality leadership for women's lacrosse programs by recognizing professional contributions to the sport and keeping members informed of current coaching techniques and trends.

To identify and pursue issues relevant to women's lacrosse coaches and to the sport of women's lacrosse; and to provide a forum for the discussion of matters of interest to members of the Association.

To promote cooperative efforts with other professional organizations interested in the development of women's lacrosse and women's athletics in general.

ARTICLE II: MEMBERSHIP

Section 1: Membership Classes

A. Institutional Members:

1. Definition: Two and four year colleges and universities which sponsor intercollegiate women's lacrosse. Institutional members may be represented by any number of head or assistant coaches or by student organizers for club teams. Each institution is allowed one (1) vote on any given issue.
2. Privileges: Institutional members are entitled:
 - a. to attend all meetings,
 - b. to make motions and to vote on all issues facing their membership group,
 - c. to be eligible for elected or appointed positions,
 - d. to receive a copy of all IWLCA mailings,

3. Groups: Each Institutional Member will declare membership in one of the following groups:
 - a. NCAA Division I
 - b. NCAA Division II
 - c. NCAA Division III
 - d. NAIA/NJCAA/Club

B. Affiliate

1. Definition: Individuals who are interested in the advancement of women's lacrosse and support the purpose of the IWLCA. These members may include individual coaches, umpires, athletic directors, former coaches, faculty, parents, conference officials and foreign coaches.
2. Privileges: Affiliate members are entitled;
 - a. to attend annual and special meetings of the membership,
 - b. to address issues at any membership meeting but not vote,
 - c. Affiliate members may not hold elected office but may serve in appointed positions within the organization,
 - d. to receive a copy of all IWLCA mailings.

C. Honorary

1. Definition: Individuals who have contributed in a special way to the advancement of women's lacrosse. Nominations shall be accepted from the membership and elected by a voting majority.
2. Privileges:
 - a. to attend annual and special meetings of the membership,
 - b. to address issues at any membership meeting but not vote,
 - c. Honorary members may not hold elected office but may serve in appointed positions within the organization.
 - d. to receive a copy of all IWLCA mailings.

D. Patron

1. Definition: Businesses, corporations, associations, clubs, etc., or their representatives, who support the goals, purposes, and activities of the Association.
2. Privileges:
 - a. to attend annual and special meetings of the membership,
 - b. to address issues at any membership meeting but not vote,
 - c. Patron members may not hold elected office but may serve in appointed positions within the organization.
 - d. to receive a copy of all IWLCA mailings.

Section 2: Dues

- A. All members, except for Honorary members, shall pay yearly dues as determined by the Finance Committee of the Board of Directors with input from the membership. Application for

membership shall be made to the Treasurer. The applicant shall furnish information sufficient to determine the type of membership to which she/he is entitled. The Treasurer's determination as to admission and classification shall be final. No person shall be rejected for membership based on the determinants put forth in the IWLCA Nondiscrimination Policy. All memberships, except for Honorary memberships, are for a one year term, renewable each year.

- B. Annual dues shall be payable by November 30 and are delinquent after the renewal date. Dues must be paid before November 30 for the member to be eligible to vote at the Winter Annual General Meeting. Dues must be paid before February 15 for the member and her/his athletes to be eligible for honors such as All-American, Coach of the Year, North-South Game, Academic Squad and any others to be determined by the membership.

Section 3: Meetings

- A. Annual General Meeting

An Annual General Meeting of the membership shall be held in the Winter. Forty percent of the organization's Institutional members must be registered to constitute a quorum for the transaction of business at the general meeting. A majority of Institutional members is necessary to conduct business until the scheduled time of adjournment.

- B. Membership Group Meetings

Each Membership Group shall have its own meeting in conjunction with the Annual General Meeting. Twenty-five percent of the Institutional members of such membership group must be registered to constitute a quorum for the transaction of business at a membership group meeting. Each membership group may elect their own executive committee to serve as a leadership group for such membership group.

- C. Special Meetings

Special meetings may be called by the President with the approval of a majority of Executive Committee members; by the Executive Committee itself with a majority vote, or by the membership at the request of at least 20% of the Institutional members. The time, place, and exact purpose of the meeting shall be stated and notice must be mailed to all members a minimum of thirty (30) days in advance of the meeting. A quorum of one-fifth (20%) of the total Active membership shall be necessary to convene a special meeting. A majority of Institutional members shall be necessary to conduct business.

- D. Proxy Votes

Proxy votes are permissible. The individual issuing the proxy may choose to cast the ballot directly in writing or to allow a proxy to vote in her/his place at the meeting. The assignment of a proxy must be made in writing and presented to the President before the beginning of the meeting. Members may only assign a proxy in the same membership group to vote on his/her behalf.

- E. Special Mail and Electronic Votes

From time to time the Executive Committee may deem it necessary to poll the membership or conduct a mail or electronic vote of the membership in the event that an issue must be decided

and a special meeting of the membership or membership group is not possible or imminent. A ballot or voting notice will be sent by the President or her/his designee after the mailing list has been verified by the Treasurer. The ballot must contain the exact motion to be voted on as well as a brief discussion of the motion and its effects. The ballots must be returned to the President and must have a due date of not less than fourteen (14) days after it was mailed. Electronic voting must be completed within twenty-one (21) days of the voting notice.

ARTICLE III: BOARD OF DIRECTORS

Section 1: Composition and Eligibility

The IWLCA shall be governed by a Board of Directors that will consist of no more than eighteen (18) directors. No individual may simultaneously hold more than one position as a Director. Directors must be members in good standing of the membership group that elects them. The Directors are selected as follows:

- A. Four (4) representatives from Division I,
- B. Two (2) representatives from Division II,
- C. Four (4) representatives from Division III,
- D. No more than two (2) representatives of the at-large membership,
- E. Any member of the Executive Committee who is not otherwise a Director.

Section 2: Nomination

A list of positions to be filled shall be announced to the membership by the Executive Committee. Any eligible individual who desires to be a candidate for a position may present her/his name to the chair of the Nominating Committee. The Nominating Committee shall develop a slate of at least one candidate for each of the positions. The Nominating Committee shall contact each person whom it wishes to nominate in order to obtain her/his acceptance of the nomination. A voting ballot shall be mailed or e-mailed to the voting membership. Votes must be cast and returned to the Chair of the Nominating Committee or the President within the time frame specified on the voting ballot.

Section 3: Election

- A. The election of Division I and III Directors shall occur on even years. The election of Division II and At-Large Directors shall occur on odd years.
- B. The Treasurer shall certify the list of names and addresses of record for all persons entitled to vote. The Officers of the IWLCA and current Directors can vote as any other Institutional member. The Chair of the Nominating Committee shall send out and receive mail or e-mail ballots. The person receiving an affirmative vote of the majority of the Institutional members casting ballots for each position will be declared the winner. All election results will be reported by the Chair of the Nominating Committee to the President for distribution to the entire membership.

Section 4: Terms

- A. All Directors shall serve a term of two (2) consecutive years. All terms of office shall commence on the day after the NCAA National Collegiate Championship game unless otherwise announced by the Executive Committee.

- B. All Directors may serve consecutive terms without limits.

Section 5: Duties

The Board of Directors shall have general supervision of the affairs of the IWLCA and act on behalf of the membership. The Board of Directors can appoint committees to work under its supervision or according to its specific instructions. Such committees always report to the Board of Directors and must report back to it for authority to act. Each elected member of the Board of Directors is entitled to one vote. A quorum for the transaction of business at a meeting of the Board of Directors shall exist if a majority of the members of the Board of Directors then in office are present. Unless otherwise provided in these Bylaws, any action of the Board shall be taken by majority vote of those Directors present at meeting at which a quorum exists.

Section 6: Regular Meetings

The Board of Directors shall transact business in a regular or properly called meeting. A majority of voting Directors must be present to constitute quorum for the transaction of business. The Board of Directors will meet each year in conjunction with the Annual General Meeting.

Additional regular meetings of the Board of Directors will be held as deemed necessary by resolution of the Executive Committee at a duly convened meeting, or by a two-thirds vote of the Directors giving written or verbal consent. This meeting may occur in person or via telephone conference call or other electronic means provided that all members can hear and respond to each other. Notice of a meeting in person must be given at least fourteen (14) days prior to the meeting, either personally, by mail, or by electronic mail. Notice of any other type of meeting must be made at least twenty-four (24) hours before the meeting.

Section 7: Polls

The President may poll members of the Board of Directors for their vote on certain issues if all of the Directors have been notified of the issues and of the poll. The personal approval of a proposed action obtained separately by telephone or individual interview is not the approval of the Board of Directors since the members were not able to mutually debate the matter as a group. If action on such a basis is necessary in an emergency it must (in order to become an official act of the Board of Directors) be:

- a. ratified at the next regular Board of Directors meeting,
- b. ratified at a special Board of Directors meeting properly called for that purpose, or
- c. ratified during a properly scheduled and conducted telephone conference.

Section 8: Compensation

The Directors shall be entitled to reimbursement for expenses. Request for reimbursement shall be made to the Treasurer for expenses incurred while acting on behalf of the IWLCA.

Section 9: Resignation

Any Director may resign at any time by giving written notice to the President.

Section 10: Vacancies

Any Director who ceases to represent an Institutional member of the group which elected her/him to office forfeits the balance of her/his term, thereby creating a vacancy. Any vacancy will be filled by majority vote of the Board of Directors. If there exists fewer than twelve (12) months remaining in the term, the replacement officer will serve the balance of the term. If there exists more than twelve (12) months remaining in the term, the replacement officer will serve in office only until a successor can be elected through a special mail or e-mail ballot and by the standard nomination and election process stipulated in these Bylaws.

ARTICLE IV: OFFICERS

Section 1: Composition and Eligibility

The officers of the Association shall consist of President, Vice-President Division I, Vice-President Division II, Vice-President III, Vice-President WDIA, Secretary, Treasurer, and Past President. A Vice-President to represent the Institutional group NAIA/NJCAA/Club shall be elected if membership in this group exceeds 25 members for 2 consecutive years.

- B. Past-President: The President of the IWLCA shall, upon completion of her/his term, succeed to the office of Past-President. The term of this position is for one (1) year. The Past-President shall remain a member in good standing, but does not have to be a representative of an Institutional member (i.e. she/he may be an Affiliate, Honorary, or Patron member if she/ he is no longer an active coach).
- A. President, Treasurer, Secretary: To be eligible for these offices, candidates must be natural persons at least eighteen (18) years of age who have been Active members in good standing for a period of two (2) consecutive years. Each shall remain a representative of an Institutional member in good standing through the term of office.
- B. Vice-President: To be eligible for the office of Vice-President, candidates shall be natural persons at least eighteen (18) years of age who have been Active members in good standing for a period of two (2) consecutive years. The Vice-President must represent an institution which is a member of the membership group which she/he will represent.

Section 2: Nomination

A list of each office to be filled shall be announced to the membership by the Executive Committee. Any eligible individual who desires to be a candidate for an office may present her/his name to the chair of the Nominating Committee. The Nominating Committee shall develop a slate of at least one candidate for each of the offices. The Nominating Committee shall contact each person whom it wishes to nominate in order to obtain her/his acceptance of the nomination. A voting ballot shall be mailed or e-mailed to the voting membership. Votes must be cast and returned to the Chair of the Nominating Committee within the time frame specified on the voting ballot.

Section 3: Election

- A. The election of Vice-President Division III, Vice-President NAIA/NJCAA/Club/WDIA (if membership warrants it), and Secretary shall occur on even years. The election of Vice-President Division I, Vice-President Division II, and Treasurer shall occur on odd years. The election of the President shall occur before the end of her/his term.

- B. The Treasurer shall certify the list of names and addresses of record for all persons entitled to vote. The President of the IWLCA can vote as any other Institutional member. The Chair of the Nominating Committee shall send out and receive mail or e-mail ballots. The person receiving an affirmative vote of the majority of the Institutional members casting ballots for each position will be declared the winner. All election results will be reported by the Chair of the Nominating Committee to the President for distribution to the entire membership.

Section 4: Terms

- A. The President shall be elected for a term of three (3) years. All other terms of office (with the exception of the Past President) shall be two (2) years. All terms of office shall commence on the day after the NCAA National Collegiate Championship game unless otherwise announced by the Executive Committee.
- B. All officers may serve consecutive terms without limits.

Section 5: Duties

- A. President. The duties of the President include but are not limited to:
 - 1. Preside at all the meetings of the membership, of the Executive Committee, and the Board of Directors,
 - 2. See that the IWLCA Bylaws are observed and that all orders and resolutions of the membership, the Executive Committee, and Board of Directors are implemented,
 - 3. Represent the IWLCA on appropriate occasions and serve as spokesperson for the IWLCA,
 - 4. Appoint such chairs and committees as the membership shall deem necessary to carry on the work of the IWLCA,
 - 5. Sign checks or drafts of the Association,
 - 6. Perform all duties commonly incident to the office of the President, and such other duties as may be designated by the general membership, the Executive Committee, or the Board of Directors.

- C. Vice-President. The duties of each Vice-President include but are not limited to:
 - 1. Serve as member of the Executive Committee and Board of Directors, representing the interests of the specified division,
 - 2. Assist the President in the performance of her/his duties and perform such duties as the President may designate,
 - 3. Represent the specified group on appropriate occasions, serving as spokesperson for that group,
 - 4. Keep group members informed and up-to-date relative to matters of particular concern to them,
 - 5. Take steps to identify and understand the interests and concerns of the members of the specified group,
 - 6. Chair any meeting of the group of which she/he is Vice-President and report on that meeting to the general membership, to the Executive Committee, and to the Board of Directors,
 - 7. Attend the specific group's National Championship tournament and serve as the official IWLCA representative to the Championship. If the Vice-President is unable to attend, she/he may designate replacement.

D. Secretary. The duties of Secretary shall include but not be limited to:

1. Keep the minutes and records of the Association,
2. Present to the membership at any meeting any communication addressed to her/him as Secretary of the Association,
3. File or Cause to be filed any certificate required by any State or Federal Agency,
4. Serve as the official custodian of the records and seal of the IWLCA,
5. Exercise all duties incident to the office of the Secretary.

E. Treasurer. The duties of the Treasurer shall include but not be limited to:

1. Have the care and custody of the moneys belonging to the Association and be responsible for such moneys or securities of the Association,
2. Sign checks or drafts of the Association,
3. Render at stated period as the Executive Committee shall determine, a written account of the finances of the Association,
4. Maintain all membership records,
5. Exercise all duties incident to the office of Treasurer.

F. Past-President. The duties of the Past-President shall include but not be limited to:

1. Serve as a non-voting member of the Executive Committee,
2. Continue to provide leadership through service as a consultant to the IWLCA and as an advisor to the President.

Section 6: Compensation

The Officers shall be entitled to reimbursement for expenses. Request for reimbursement shall be made to the Treasurer for expenses incurred while acting on behalf of the IWLCA.

Section 7: Resignation

Any officer may resign at any time by giving written notice to the President. The President must present her/his resignation to the Treasurer. The resignation need not be accepted to be effective unless required by its terms.

Section 8: Vacancies

Any member who ceases to represent an Institutional member of the group which elected her/him to office forfeits the balance of her/his term, thereby creating a vacancy. Any vacancy will be filled by majority vote of the Executive Committee. If there exists fewer than twelve (12) months remaining in the term, the replacement officer will serve the balance of the term. If there exists more than twelve (12) months remaining in the term, the replacement officer will serve in office only until a successor can be elected through a special mail or e-mail ballot and by the standard nomination and election process stipulated in these Bylaws. The office of the Past-President is an exception to this rule and shall not be filled if a vacancy occurs during the term of office.

ARTICLE V : EXECUTIVE COMMITTEE

Section 1: Composition

The Executive Committee shall consist of the following IWLCA Officers: President, Vice-President Division I, Vice-President Division II, Vice-President Division III, Vice-President WDIA, Vice -President NAIA/NJCAA/Club (if membership warrants this position), Secretary, and Treasurer. The Past-President, Administrative Assistant, and Executive Director may participate in all Executive Committee meetings but may not vote.

Section 2: Duties

The Executive Committee shall have general supervision of the affairs of the IWLCA between meetings of the Board of Directors, fix hour and place of meetings, make recommendations to the membership, and shall perform other duties as are specified in these Bylaws. The Executive Committee shall be subject to the orders of the Board of Directors and none of its actions shall conflict with actions taken by the Board. Each elected member of the Executive Committee is entitled to one vote.

Section 3: Administrative Assistant to the Executive Committee

A. Selection

The Administrative Assistant shall be chosen from a pool of applicants by the Executive Committee with the majority approval of the Institutional membership.

B. Term

There is no limit to the term of Administrative Assistant. She/he may be removed from the position upon the recommendation of the Executive Committee and the vote of a majority of the Institutional membership. The Administrative Assistant may resign at any time by giving written notice to the President. The resignation need not be accepted to be effective unless required by its terms.

C. Duties

The Administrative Assistant shall be responsible for making meeting arrangements, contacting vendors regarding attendance and sponsorship of activities at the Annual General Meeting, and coordinating the planning of the IWLCA clinic. The Administrative Assistant will also perform other functions and duties as assigned by the Executive Committee or President.

D. Compensation

The Administrative Assistant will be paid a yearly salary as recommended by a majority of the Executive Committee and approved by a majority of the Institutional membership.

Section 4: Executive Director

A. Selection

The Executive Director shall be chosen from a pool of applicants by a search committee appointed by the Executive Committee and chaired by the President. This selection must receive the majority approval of the Board of Directors.

A. Term

The Executive Director will be offered an annual renewable contract. She/he may be removed from the position upon the recommendation of the Executive Committee and the vote of a majority of the Board of Directors. The Executive Director may resign at any time by giving written notice to the President. The resignation need not be accepted to be effective unless required by its terms.

C. Duties

- The Executive Director will work with the Executive Committee and the Board of Directors to strategically plan for the organization's future.
- In conjunction with the Executive Committee, Board of Directors, and committees, develop and articulate a compelling, shared vision for the IWLCA that guides the organization's activities.
- Along with the President, develop an active and committed Board of Directors which governs the IWLCA's strategic activities, develops its organizational capacities, and strengthens its role within the lacrosse community.
- Develop and implement strategies and build processes that effectively market and utilize the IWLCA's services.
- Generate and submit an annual operating budget to the Board of Directors and take responsibility for all fiscal affairs.
- Work with the Executive Committee to identify, cultivate, and solicit individual, foundation, and corporate donors.
- Identify potential corporate sponsors and actively pursue sponsorship agreements for major programs.
- Work with the Board of Directors to develop promotional materials that reflect the organization's commitment to excellence.
- Serve as a liaison to the IWLCA's attorneys and accountants concerning all legal work, contracts, tax exemptions and other matters related to the organization.
- Assume primary responsibility for the timely generation of newsletters, mailings and website maintenance.
- In conjunction with the Executive Committee, solicit and collect annual dues to ensure that the IWLCA has adequate operating funds.
- Expand the membership base through lobbying efforts on behalf of potential new programs, while soliciting memberships from under-represented groups.
- Develop and implement promotional and marketing strategies.
- Serve as a primary organizational spokesperson to external constituencies.
- Identify entrepreneurial opportunities and recommend business options to the Board of Directors.
- Other duties as assigned by the President, Executive Committee, and Board of Directors.

D. Compensation

The Executive Director will be paid a yearly salary as recommended by the President and Treasurer and approved by the Finance Committee.

Section 5: Regular Meetings

The Executive Committee shall transact business in a regular or properly called meeting. A majority of voting members must be present to constitute quorum for the transaction of business. The Executive Committee will meet each year in conjunction with the Annual General Meeting.

Additional regular meetings of the Executive Committee will be held as deemed necessary by resolution of the Executive Committee at a duly convened meeting, or by a two-thirds vote of the Committee members giving written or verbal consent. This meeting may occur in person or via telephone conference call or other electronic means provided that all members can hear and respond to each other. Notice of a meeting in person must be given at least fourteen (14) days prior to the meeting, either personally, by mail, or by electronic mail. Notice of any other type of meeting must be made at least twenty-four (24) hours before the meeting.

Section 6: Polls

The President may poll members of the Executive Committee for their vote on certain issues if all of the Committee members have been notified of the issues and of the poll. The personal approval of a proposed action obtained separately by telephone or individual interview is not the approval of the Committee since the members were not able to mutually debate the matter as a group. If action on such a basis is necessary in an emergency it must (in order to become an official act of the Executive Committee) be:

- a. ratified at the next regular Executive Committee meeting,
- b. ratified at a special Executive Committee meeting properly called for that purpose, or
- c. ratified during a properly scheduled and conducted telephone conference.

ARTICLE VI: COMMITTEES

Section 1: Standing Committees

- A. The Standing Committees shall include but not be limited to the following:
 1. Academic Squad
 2. All-American Banquet
 3. All-American Selection
 4. Awards
 5. Bylaws
 6. Coach of the Year
 7. Ethics
 8. Outreach
 9. Nominating

10. North/South All-Star Game

11. Rules

12. Coaches and Umpires CLC

13. External Operations

14. Communications

- B. Standing Committees shall report to the membership at the Annual General Meeting and periodically to the Board of Directors or the Executive Committee as the Board of Directors shall deem necessary. The annual report should summarize important work done by the committee during the year and may also contain recommendations.
- C. Standing Committees may be created by the affirmative vote of a majority of the Board of Directors. A Standing Committee may be removed by a two-thirds vote of the Board of Directors.
- D. Each committee, within six months of its creation, shall develop an Operating Code to govern the membership, policies and procedures of the committee. This Code must be approved by a majority of members of the Board of Directors. Minor operational changes to a committee's Operating Code and changes needed immediately due to unforeseen circumstances may be approved by a majority vote of the Executive Committee. Major revisions to an Operating Code must be amended by a majority vote of the Board of Directors. It is the decision of the Executive Committee on whether proposed changes warrant the vote of the Board of Directors.

Section 2: Chairs and Membership

- . Chairs: All committee chairs shall be appointed by the President and approved by the Executive Committee. Their term of office shall be for period of one (1) year and they may be re-appointed or re-elected for additional terms as specified in the committee's operating code. A Chair may be removed during her/his term by a majority vote of the committee and the Board of Directors.
- . Membership: Each committee must accurately reflect the constituency of the membership. Unless the specific mission of the committee makes it unnecessary, each committee shall have at least one member of a membership group for which there is a Vice-President in the IWLCA. There must be at least three (3) members of each committee.
- . Replacement of Committee Members: The Nominating Committee shall maintain a list of individuals willing to serve on each of the Standing Committees. The Nominating Committee will make it possible for individuals to indicate their interests at the Annual General meeting and throughout the year by contacting the designated committee member. Each committee Chair will use these lists to find replacement for individuals who have left his/her committee.

Section 3: Special, Ad Hoc, or Select Committees

Special committees may be created, as the need arises, to carry out specified tasks. A majority vote of the Board of Directors is necessary to create a special committee. A

special committee continues to exist until the duty assigned to it is accomplished, unless discharged sooner. Membership on special committees is by appointment of the President.

ARTICLE VII: INDEMNIFICATION

Any person who is or was a director, officer, representative of an Institutional member or employee of IWLCA shall be indemnified by the corporation against liabilities and reasonable litigation expenses, including attorney's fees, incurred by her or him in connection with any action, suit, or proceeding in which she or he is made or threatened to be made a party by reason of being or having been such a director, officer, member, or employee, except in relation to matters as to which she or he shall be adjudged in such action, suit or proceeding to have acted in bad faith or to have been liable or guilty by reason of willful misconduct in the performance of duty.

ARTICLE VIII: FISCAL YEAR

The Association shall maintain a fiscal year of September 1 to August 31.

ARTICLE IX: NON-DISCRIMINATION POLICY

The Intercollegiate Women's Lacrosse Association is committed to creating an atmosphere of tolerance, civility, and respect for the rights and sensibilities of each individual regardless of personal characteristics and beliefs. The Intercollegiate Women's Lacrosse Coaches Association does not discriminate against any person because of age, ancestry, color, disability or handicap, gender, national origin, race, religious creed, or sexual orientation.

ARTICLE X: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the IWLCA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the IWLCA shall adopt.

ARTICLE XI: ADMENDMENTS

The power to amend the Bylaws shall be vested in the Institutional membership. Proposed changes shall be sent to the Bylaws Committee for review and editing. Proposed changes shall be sent, by the Bylaws Committee, to the President for mailing to the membership for review and voting.

The Bylaws of the IWLCA may be amended by two-thirds vote of Institutional Members provided that each proposed amendment has been screened by the Bylaws Committee and the Board of Directors. The Institutional Membership must receive at least thirty (30) days prior notice of the proposed Bylaws change and a copy of the exact wording of the proposed change. When the voting occurs via mail or electronically, the ballots must be returned to the President and must have a due date of not less than fourteen (14) days after it was mailed. Electronic voting must be completed within twenty-one (21) days of the voting notice.