

## Proposals to Amend WWA Bylaws

Current Language:	Proposed Changes:	If Adopted:
Past Chair, Chairperson, and Vice Chair  AND  Treasurer	Eliminate past, current and vice chair positions with replacement of two co-chairs. AND Eliminate “treasurer” and replace with co-treasurer	See proposals 1a-1g below for changes in wording throughout the WWA Bylaws

Rationale:
<p>With all non-profit organizations, running and filling an executive board can be challenging. The proposed changes will help eliminate the need to have three board members move into executive positions as well as create more of a partnership model for the co-chairs to share.</p> <p>A new co-chair will be elected each year with co-chairs being elected on alternating years. The elected members will serve in the role of co-chair for two years instead of the current three years with the past/current/vice chair arrangement.</p> <p>This will help with alignment of elected two year terms as stated in the bylaws.</p> <p>In 2023, the WWA board changed to a co-treasurer position. The proposed changes will update the bylaws to reflect the collaborative nature of the co-treasurer role.</p>

Proposal #	Title	Article	Section	Proposed By
1a	Governing Body	IV	2	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<p><u>Section 2: Executive Committee:</u> The Executive Committee of the Board of Directors shall consist of the <b>Past-Chairperson, Chairperson, Vice-Chairperson, Treasurer</b> and Secretary. The Executive Committee shall be elected from the eleven-member board.</p> <p>When elected <b>Vice Chair</b>, said Board Member’s term as Regional Representative or At-Large Representative shall be extended to include the duration of <b>Vice, Chair, and Past Chair</b> terms. No additional election is needed.</p>	<p>Replacement of wording related to Past-Chairperson, Chairperson, and/or Vice-Chairperson will be changed to “Co-Chairpersons or Co-Chairs”.</p> <p>Replacement of wording related to treasurer and co-treasurer to only co-treasurer.</p>	<p><u>Section 2: Executive Committee:</u> The Executive Committee of the Board of Directors shall consist of two <b>Co-Chairpersons, Co-Treasurer</b> and Secretary. The Executive Committee shall be elected from the eleven-member board.</p>

When elected <b>Co-Treasurer</b> , said Board Member's term as Regional Representative or At-Large Representative shall be extended to include the duration of <b>Co-Treasurer</b> , and 2 years as treasurer. <b>Co-treasurer</b> is elected every other year.	Deletion of extended terms for executive members as the new role shall align with two-year terms.	When elected <b>co-chair or co-treasurer</b> , said Board Member's term as Regional Representative or At-Large Representative shall be extended to include the duration of <b>executive board</b> terms. No additional election is needed.  <b>Election of one co-chair will occur each year, with one new incoming, and the current co-chair moving into their second year.</b>  <b>Election of one co-treasurer will occur each year, with one new incoming, and the current co-treasurer moving into their second year.</b>
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Proposal #	Title	Article	Section	Proposed By
1b	Governing Body	IV	5	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<u>Section 5: Duties of the Executive Committee:</u> <b>Past Chairperson</b> shall: 1. advise the Executive Committee. <b>Chairperson</b> shall: 1. establish and distribute the agenda for meetings. 2. facilitate Board and other meetings. 3. act as or appoint a liaison between the Association and the State WIC Program. 4. appoint an audit committee to review the <b>treasurer's</b> book. 5. represent Wisconsin WIC at the request of the State WIC Office or appoint a board member. 6. exercise supervision over the Association and all of its activities and resources.	Replacement of wording related to Past-Chairperson, Chairperson, and/or Vice-Chairperson will be changed to "Co-Chairpersons or Co-Chairs".  Replacement of wording related to treasurer and co-treasurer to only co-treasurer.	<u>Section 5: Duties of the Executive Committee:</u> <b>Co-Chairs</b> shall: 1. advise the Executive Committee. 2. establish and distribute the agenda for meetings. 3. facilitate Board and other meetings. 4. act as or appoint a liaison between the Association and the State WIC Program. 5. appoint an audit committee to review the <b>co-treasurer's</b> book. 6. represent Wisconsin WIC at the request of the State WIC Office or appoint a board member.

<p>7. serve as advisor to existing Executive Committee upon term completion.</p> <p>8. sign letters and documents necessary to carry out the will of the Association.</p> <p><b>Vice-Chairperson/Chairperson-elect</b> shall:</p> <ol style="list-style-type: none"> <li>1. assume the duties of the <b>Chairperson</b> following term as <b>Vice-chairperson</b>.</li> <li>2. preside either at the request or in the absence of the <b>Chairperson</b>.</li> <li>3. assist the <b>Chairperson</b> as needed to carry out the functions of the Association.</li> </ol> <p><b>Treasurer</b> shall;</p> <ol style="list-style-type: none"> <li>1. receive the monies of the Association.</li> <li>2. be accountable for the monies collected by and for the Association.</li> <li>3. be responsible to pay all bills approved by the Board/Association.</li> <li>4. present treasury reports at Board and Association meetings.</li> <li>5. annually present books for review by an appointed audit committee.</li> <li>6. maintain a current membership list.</li> </ol> <p><b>Co- treasurer</b> shall;</p> <ol style="list-style-type: none"> <li>1. assume the duties of the Treasurer following term as <b>Co-treasurer</b></li> <li>2. preside either at the request or in the absence of the <b>Treasurer</b>.</li> <li>3. assist the <b>Treasurer</b> as needed to carry out the functions of the Association.</li> <li>4. meet in person at least twice with <b>Treasurer</b> to transfer account information</li> </ol>	<p>Incorporation of past and vice chair duties into the duties of the previously described Chairperson.</p> <p>Incorporation of treasurer and co-treasurer duties into the duties into the role of co-treasurer.</p> <p>Removed maintenance of Membership list from Co-Treasurer responsibilities.</p>	<ol style="list-style-type: none"> <li>7. exercise supervision over the Association and all of its activities and resources.</li> <li>8. serve as advisors to the existing Executive Committee upon term completion.</li> <li>9. sign letters and documents necessary to carry out the will of the Association.</li> </ol> <p><b>Co-Treasures</b> shall:</p> <ol style="list-style-type: none"> <li>1. Receive and manage the monies of the Association.</li> <li>2. Be accountable for the monies collected by and for the Association.</li> <li>3. Be responsible to pay all bills approved by the Board/Association.</li> <li>4. Present treasury reports at Board and Association meetings.</li> <li>5. Annually present books for review by an appointed audit committee.</li> <li>6. Work together as Treasurers as needed to carry out the functions of the Association.</li> <li>7. Meet in person at least twice with update and transfer account information as needed.</li> </ol>
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Proposal #	Title	Article	Section	Proposed By
1c	Elections & Meetings	V	5-6	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<p><u>Section 5: Resignation:</u> Any board member may resign by giving notice to the <b>Chairperson</b> or other officer of the Board. The resignation shall be immediate unless otherwise noted in the resignation. Should an area representative vacate during their term, their region shall appoint a replacement for the remainder of the term. Should an at-large representative vacate during their term, the <b>Chairperson</b> of the Board shall appoint a replacement for the remainder of the term. Should an executive Board member resign, the Board shall vote on a new member to the vacated position at the following board meeting.</p> <p><u>Section 6: Meetings:</u></p>	<p>Replacement of wording related to Past-Chairperson, Chairperson, and/or Vice-Chairperson will be changed to “Co-Chairpersons or Co-Chairs”.</p> <p>Replacement of wording related to treasurer and co-treasurer to only co-treasurer.</p>	<p><u>Section 5: Resignation:</u> Any board member may resign by giving notice to a <b>Co-Chairperson</b>. The resignation shall be immediate unless otherwise noted in the resignation. Should an area representative vacate during their term, their region shall appoint a replacement for the remainder of the term. Should an at-large representative vacate during their term, the <b>Co-Chairpersons</b> of the Board shall appoint a replacement for the remainder of the term. Should an executive Board member resign, the Board shall vote on a new member to the vacated position at the following board meeting.</p>

<p>Notification of the meetings will be given at least four weeks in advance of the meeting unless regular meeting times, dates and location are established at the annual meeting. The <b>Chairperson</b> will accept agenda items two weeks in advance of the meetings. The <b>Chairperson</b> will organize and establish the order of the agenda items and send to all board members a minimum of one week prior to the meeting. The <b>Chairperson</b> may call special meetings, with a minimum of one-week notice. Meetings of the Board of Directors will be held at a minimum of a quarterly basis.</p>		<p><u>Section 6: Meetings:</u> Notification of the meetings will be given at least four weeks in advance of the meeting unless regular meeting times, dates and location are established at the annual meeting.</p> <p>The <b>Co-Chairpersons</b> will accept agenda items two weeks in advance of the meetings.</p> <p>The <b>Co-Chairpersons</b> will organize and establish the order of the agenda items and send to all board members a minimum of one week prior to the meeting.</p> <p>The <b>Co-Chairpersons</b> may call special meetings, with a minimum of one-week notice. Meetings of the Board of Directors will be held at a minimum of a quarterly basis.</p>
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Proposal #	Title	Article	Section	Proposed By
1d	<b>Committees</b>	VI	1-2, 5-6	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<p><u>Section 1: Standing Committees:</u> Committees include but are not limited to:</p> <ul style="list-style-type: none"> <li>* Advocacy/Partnership</li> <li>* Professional Development</li> <li>* Finance</li> <li>* Connection</li> </ul> <p>Standing committees report to the Board <b>Chairperson</b>.</p> <p><u>Section 2: Appointing Committees:</u></p>	<p>Replacement of wording related to Past-Chairperson, Chairperson, and/or Vice-Chairperson will be changed to "Co-Chairpersons or Co-Chairs".</p>	<p><u>Section 1: Standing Committees:</u> Committees include but are not limited to:</p> <ul style="list-style-type: none"> <li>* Advocacy/Partnership</li> <li>* Professional Development</li> <li>* Finance</li> <li>* Connection</li> </ul> <p>Standing committees report to the Board <b>Co-Chairpersons</b>.</p> <p><u>Section 2: Appointing Committees:</u></p>

<p>The <b>Chairperson</b> of the Board may appoint committees from the Board of Directors. Committees may be composed of members of the Association as well as Board Members.</p> <p><u>Section 5: WWA Board <b>Chairperson</b> Role in Committees:</u></p> <p>The <b>Chairperson</b> of the Board is an ex-officio member of all standing and special committees. In this role, the WWA Chair may choose to attend standing and special committee meetings.</p> <p><u>Section 6: WWA representation on other Boards, Committees, or working groups</u></p> <p>A member of the Board of Directors shall represent WWA at the meetings of: the Local Agency Communications Committee (LACC), the Wisconsin Association of Local Health Departments and Boards (WALHDAB), and the National WIC Association (NWA) Midwestern Region. At the Fall Board meeting, representative(s) from the Board of Director shall either volunteer or be appointed by the <b>Chair</b> to fill these roles. The <b>Chair</b> or a designated board member will attend the NWA State WIC Association Working Group meetings, if applicable.</p>	<p>Replacement of wording related to treasurer and co-treasurer to only co-treasurer.</p>	<p>The <b>Co-Chairpersons</b> of the Board may appoint committees from the Board of Directors. Committees may be composed of members of the Association as well as Board Members.</p> <p><u>Section 5: WWA Board <b>Co-Chairpersons</b> Role in Committees:</u></p> <p>The <b>Co-Chairpersons</b> of the Board are ex-officio members of all standing and special committees. In this role, the WWA <b>Co-Chairpersons</b> may choose to attend standing and special committee meetings.</p> <p><u>Section 6: WWA representation on other Boards, Committees, or working groups</u></p> <p>A member of the Board of Directors shall represent WWA at the meetings of: the Local Agency Communications Committee (LACC), the Wisconsin Association of Local Health Departments and Boards (WALHDAB), and the National WIC Association (NWA) Midwestern Region.</p> <p>At the Fall Board meeting, representative(s) from the Board of Director shall either volunteer or be appointed by the <b>Co-Chairs</b> to fill these roles. The <b>Co-Chairs</b> or a designated board member will attend the NWA State WIC Association Working Group meetings, if applicable.</p>
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Proposal #	Title	Article	Section	Proposed By
1e	<b>Contracts, Checks, Deposits, and Gifts</b>	X	2	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<u>Checks, Drafts or Order for Payment:</u> All checks, drafts, or orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by such officers or agents of the Association as determined by the resolution of the Board of Directors. In the absence of such determination by the Board of Directors, the <b>treasurer</b> shall sign such instruments.	Change term treasurer to co-treasurers	<u>Checks, Drafts or Order for Payment:</u> All checks, drafts, or orders for payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by such officers or agents of the Association as determined by the resolution of the Board of Directors. In the absence of such determination by the Board of Directors, a <b>co-treasurers</b> shall sign such instruments.

Proposal #	Title	Article	Section	Proposed By
1f	Scholarship and/or Sponsorship Opportunities	XI	4-5	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<u>Section 4:</u> <del>Reimbursement:</del> Scholarship/Sponsorship award recipients need to submit copies of receipts to the WWA <b>Treasurer</b> for reimbursement of the educational opportunity expenses within 30 days of payment.	Change treasurer to WWA.          Change WWA Treasurer to WWA Finance Committee.	<u>Section 4: Reimbursement:</u> Scholarship/Sponsorship award recipients need to submit copies of receipts to the WWA for reimbursement of the educational opportunity expenses within 30 days of payment.

<u>Section 5: Hardship:</u> Scholarship/Sponsorship recipients that indicate a hardship and cannot pay the initial cost of the educational opportunity up front can work with the WWA <b>Treasurer</b> and Financial Committee to determine the most appropriate form of payment to assist with attendance.		<u>Section 5: Hardship:</u> Scholarship/Sponsorship recipients that indicate a hardship and cannot pay the initial cost of the educational opportunity up front can work with a WWA Finance Committee to determine the most appropriate form of payment to assist with attendance.
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Proposal #	Title	Article	Section	Proposed By
1g	Books and Records	XII	5	WWA Board

Current Language:	Proposed Changes:	If Adopted:
<u>Section 5:</u> The <b>Treasurer</b> will assure completion of annual tax forms as require	Change term treasurer to co-treasurers	<u>Section 5:</u> The <b>Co-Treasurers</b> will assure completion of annual tax forms as require

## Proposals to Amend WWA Bylaws

Proposal #	Title	Article	Section	Proposed By
2	Governing Body	IV	6	WWA Board

Current Language:	Proposed Changes:	If Adopted:
None	NWA Voting Member Selection: WWA Chair,	<u>Section 6:</u> National WIC Association (NWA) Voting Members: Voting members for NWA elections will be drawn from the following groups: WWA Chairperson, Midwest Regional Representative, LACC Representative, Nutrition Committee Representative.



<b>Rationale:</b>
Information added at the request of the State WIC Office for WWA to help designate NWA voting members.