

## Summary of substantive proposed amendments to EBHO bylaws – 2019

### **Note:**

*These changes have been discussed by the EBHO board of directors in-depth several times, including at our 2019 board/staff retreat. This is the first major update since 2004, meant to streamline the bylaws and bring them into alignment with current practice and EBHO's current structure as a member-driven but staff-led organization.*

*We have been advised by our board Secretary Luis Rodriguez, a lawyer at Goldfarb & Lipman LLP with extensive experience working with non-profits.*

*If you have any questions or comments on these bylaws, please contact Gloria Bruce at [gloria@ebho.org](mailto:gloria@ebho.org). These amendments will be presented to the general membership for adoption by a 2/3 vote at the Membership Meeting on November 13<sup>th</sup>.*

*Throughout* – standardization of capitalization of terms; addition of Contra Costa County as allowable location for organizational office and General Membership Meetings

3.01 Purpose – for legal reasons, aligning the bylaws purpose with our 1999 articles of incorporation. PLEASE NOTE that this statement is not the same as our current mission statement, which is “EBHO is a member-led organization working to create, preserve, and protect affordable housing opportunities for low-income communities in the East Bay by advocating, organizing, educating and building coalitions.”

5.01 – new members do not need to fill out an application or be approved by the Board of Directors through an application; members do need to sign on in support of our mission and values

5.02 – membership *and* staff (not just membership) have the power to recommend policies to the board; membership can recommend policies and programs to the staff

7.03 – Allows for board to call for a special meeting via email as well as by phone or in person.

7.04 – Action taken without a meeting of the board must be taken with unanimous vote of all currently active board members (cannot just be a majority). Will have implications for email votes.

8.01 – Deleting sentences that have to do with original board and placement

8.02 – Power to set staff compensation delegated to the Executive Director

9.01 – Deleting sentences about terms of first/initial board members, as these are no longer necessary

9.06 – Clarifying that Board will nominate people to fill board vacancies and that membership will elect board members by a 2/3 vote at membership meeting. (change from majority vote)

9.07 – deletes requirement for Board to fill a vacancy as soon as the vacancy occurs (allowing time for vetting and bringing to annual membership meeting).

10.02 – Establishing timing for elections of officers; board will elect officers at the beginning of the year

10.07 – acknowledges that we no longer have “monthly” general meetings which were the norm when EBHO was much smaller

10.09 – Deletes requirement for finance reports to be presented at every board meeting.

11.01 – establishes that staff as well as board may set up *program* committees