

February 15, 2011



**To:** Corporate Manager, Cindy Reed, WBCCI

**From:** President Patricia Reed, WBCCI Denver Colorado Unit #24

**Subject:** Rebuttal to Constitution and Bylaws Committee Report on the Denver Colorado Unit Motion to Amend Article IX, BOARD OF TRUSTEES, Section 4 and Article XII, DELEGATES MEETINGS.

Dear Members of the WBCCI,

The purpose of this rebuttal is to show why our motion has merit and should be recommended.

Our motion is simple and easy to understand. It leaves the Board with the power to make Policy and Bylaws but transfers to the Delegates, the right to decide if any bylaw or policy conflicts with the Constitution and if it does the right to repeal it.

International President Beu has agreed to let us rebut the Constitution and Bylaws Committee report, on a point-by-point basis:

1. This first point in the committee's report says that ARTICLE IX, BOARD OF TRUSTEES, Sec. 4 "LIMITS" the board's authority. Our view is that this section gives the Board UNLIMITED authority. The Board makes our bylaws and Sec. 4 gives them, "... full authority to construe and interpret the Club's Constitution and Bylaws..." The meaning of the word *full* is, "absolute." There is no limit to that.
2. The committee report says that the Delegates already have "power" and "authority" so why is it, "necessary to make an amendment for authority the Delegates already possess?" We believe the only *authority* the Delegates currently have is to deliberate on motions presented to them at the annual Delegates Meeting and cast their Unit's allocated votes.<sup>1</sup>
3. Delegates would not become an, "additional administrative body." Our motion will increase their ability as a legislative body, but specifically "limit" the Delegates to repealing bylaws and policy, not making them. So our motion does not create, "overlapping or grey areas of responsibility." The IBT would continue to make bylaws and policy, the Delegates would only have the ability to review and repeal a bylaw or policy they determine is not consistent with the Constitution. This provides balance to IBT authority.
4. The idea presented by the report that the Club must be held, "within the confines of the Constitution," is troublesome. The **intent** of the Constitution **is not to confine** the Club within a myriad of bylaws, but instead is found in the words used in ARTICLE III, Sec. 3 Objectives – *encouragement, assistance, opportunities*, "and active participation of all its members." The word *confine* is not found anywhere in the Constitution.
5. The Club's corporation requirements are a short document and there is nothing in it that would override our motion should the members ratify it.<sup>2</sup>
6. The report states that the only method allowed for the Delegates to repeal bylaws would be by constitutional amendment. We believe that is a contradiction and so is not possible. Voting on

bylaws requires a simple majority vote, whereas voting on a constitutional amendment requires 2/3 majority.

Provision for the Delegates to make motions from the floor of their meeting is already authorized by the Bylaws.<sup>3</sup>

The Delegates Meeting is a convention and parliamentary setting, governed by Roberts Rules.<sup>4</sup>

Our motion further defines the powers and duties of the Delegates.<sup>5</sup>

7. On this point, the Committee's report is complete conjecture. It asks that you pay particular attention to a proposal by the President's Special Revision Committee with the suggestion that, "action on," the Denver Colorado Unit motion, "may be a wasted effort."

The Revision Committee's original mandate was only to "streamline" the Bylaws, not rewrite the Constitution.

If the Revision Committee's proposal is presented to the IBT this June, to become an IBT motion, it would not go before the Delegates until June 2012. The Revision Committee's proposal is complex and full of unknowns.

Our motion is a grass-roots motion, and comes from a Unit just like yours. We have faith in the collective wisdom and intelligence of our Club's broad and diverse membership. Our motion is designed to put that membership back in the driver's seat.

8. The report's final point seems to be that our motion does not designate where it is to be inserted as a new section of Article XII. Our motion simply, but clearly, specifies that it is to be inserted under Article XII.

If the Constitution and Bylaws Committee wants to designate it as being a new additional Section then that would be fine with us. It does not have to be given a section designation at all. Look at the Constitution of the United States, Article V, VI, VII and Amendments 1 through 12. They are not broken down into sections, just written as simple paragraphs under their Article and Amendment headings.

The Denver Colorado Unit sincerely hopes that you will find merit in our motion and vote yes for its inclusion in the WBCCI constitution. Now is the time for members and their delegates to have a greater voice in how our club is run.



Denver Colorado Unit President Patricia Reed (#1953)

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<sup>1</sup> See Constitution Article XII, Section 5, and Article XVI Section 2

<sup>2</sup> The document is available on-line at: [http://www2.sos.state.oh.us/reports/rwervlet?imgc&Din=D067\\_1917](http://www2.sos.state.oh.us/reports/rwervlet?imgc&Din=D067_1917)

<sup>3</sup> *Roberts Rules of Order Newly Revised* are authorized by BYLAW, ARTICLE I, PARLIAMENTARY AUTHORITY, Sec. 1

<sup>4</sup> RONR (10<sup>th</sup> ed) p. 581, I. 1-9

<sup>5</sup> RONR (10<sup>th</sup> ed) p. 582, I. 22-30, also outlines that, "the governing instrument of the association," should define the convention's, "powers and duties."