

**Proposed Bylaws Amendment Regarding Voting Procedures
for Bylaws Amendments, 2006**

Section 8 of the Bylaws of the National Lawyers Guild shall be amended as follows:

"Section 8.1 Voting by Mail Ballot - Voting on controversial Convention resolutions, *controversial amendments to the NLG Bylaws, amendments to the NLG Constitution and/or* ~~Bylaws amendments~~, and contested National Officer elections shall be by mail ballot.

Section 8.2 Mail Ballots - Mail ballots shall include the text of controversial resolutions, *controversial amendments to the NLG Bylaws, and/or* ~~amendments to the NLG Constitution and/or Bylaws~~ approved by the Convention and submitted to the membership for ratification. Mail ballots shall also include the names of all candidates duly nominated for a contested national office with a written statement by or for each nominee.

Section 8.3 Mail Ballot Voting Procedure - The following voting procedure for controversial resolutions, *controversial amendments to the Bylaws, amendments to the Constitution and* ~~Bylaws amendments~~, and National Officers is established:

- (a) Mail ballots shall be mailed within 30 days of the last day of the National Convention to current dues paid members at their last address on record at the National Office (NO).
- (b) Ballots cast must be returned to the NO by First Class U.S. Mail postmarked not later than the 21st day after the date the ballots were mailed to the membership. The ballot shall prominently specify the date by which it must be postmarked returned to the NO to be counted.
- (c) The NO shall be responsible for vetting ballots to ensure they were cast by current dues paid members only.
- (d) Ballots cast shall be counted at least twice in separate tabulations by different NO staff members. Discrepancies in the tabulations, if any, shall be resolved in a fair manner to be determined by the Executive Council (EC). The EC shall promptly announce to the membership how the discrepancy was resolved.
- (e) The results of the final tabulations shall be promptly announced to the membership and published in Guild Notes.

Section 8.4 Resolutions, Constitution and Bylaws Amendments - NLG members in good standing who attend the National Convention shall vote at the Convention to approve or disapprove proposed resolutions (including those drafted or amended at the Convention) and amendments to the NLG Constitution and/or Bylaws properly before the Convention.

- (a) Proposed resolutions must be timely submitted to the Convention Resolutions Committee in writing. Whenever possible, resolutions proposed for consideration by the National Convention should be published to the entire membership before the Convention, preferably in the pre-Convention issue of Guild Notes.

(b) Proposed amendments to the NLG Constitution and/or Bylaws must be timely submitted and published in accordance with the provisions for amending the Constitution and/or Bylaws.

~~(c) A resolution shall be deemed controversial if it fails to pass on the Convention floor by at least a two-thirds majority of those present and voting. Controversial resolutions and amendments to the NLG Constitution and/or Bylaws approved by a majority vote of those present and voting at the Convention shall be submitted to the membership for ratification by mail ballot as provided herein. Controversial resolutions and/or controversial Bylaws amendments, and amendments to the NLG Constitution and/or Bylaws must be ratified by a majority vote of ballots counted in accordance with the mail ballot voting procedure provided herein.~~

(c) A resolution or Bylaws amendment shall fail if a majority of those present and voting at the convention fail to vote affirmatively for it. If a resolution or Bylaws amendment passes at the Convention by a two-thirds majority, it shall immediately be adopted. If a resolution or Bylaws amendment passes by a simple majority but by less than two-thirds of those present and voting at the Convention, it shall be deemed controversial. Controversial resolutions and controversial Bylaws amendments shall be submitted to the members who did not attend the convention for vote by mail or electronic ballot as provided herein. Votes cast at the Convention shall be added to votes cast by members who did not attend the Convention and who vote by mail (or electronic) ballot. Controversial resolutions and controversial Bylaws must pass by a simple majority of the total votes cast to be adopted.

(d) Proposed Constitution amendments shall be voted on initially at the convention. If a Constitution amendment passes by a simple majority it shall be submitted to the members who did not attend the convention for vote by mail (or electronic ballot) as provided herein. Votes cast at the Convention shall be added to votes cast by members who did not attend the Convention and who vote by mail or electronic ballot. A Constitution amendment must pass by a simple majority of the total votes cast to be adopted.

Section 8.6 Convention Voting Procedures - The following Convention voting procedure is established:

(a) Except as may be otherwise provided in the NLG Constitution or Bylaws, voting procedures for questions other than controversial resolutions, *controversial amendments to the NLG Bylaws, and* amendments to the NLG Constitution ~~and/or Bylaws~~, or contested election of National Officers specified herein, shall be by simple majority vote of members in good standing present and voting at the National Convention.

(b) Voting on controversial resolutions *and controversial Bylaws amendments* at the Convention shall be by written ballot specifying the resolution *or proposed Bylaws amendment*. After such ballots as are cast at the Convention have been counted and the preliminary results announced to the Convention, the NO shall preserve the ballots cast at the Convention and add them to any mail ballots returned for counting in accordance with the mail ballot voting procedure established herein. The final results shall be promptly announced after all ballots cast have been

counted.

(c) Contested elections of National Officers shall be by written ballot designed as previously specified herein. The NO shall collect and preserve such written ballots cast at the Convention and add them to any mail ballots returned for counting in accordance with the mail ballot voting procedure established herein. Only final contested election results after all ballots properly cast have been counted by the NO shall be promptly announced."

Purpose: To change the bylaws so that bylaws amendments passed by 2/3 of those present and voting at the convention can be adopted immediately and do not have to go out to the membership for vote -- the same procedure as voting on resolutions. Currently bylaws amendments are treated the same as constitutional amendments, which require a majority vote at the convention and then a majority vote of the total of votes cast at the convention and votes cast by members after the convention. Also, some language was changed and added to clarify the existing procedure regarding the voting procedure for proposed resolutions.

Submitted by: Judy Somberg, Executive Vice President, Supported by the National Executive Committee by a vote of 8 for, 7 against, and 4 abstentions.