

Bylaws Article VI amendment (related to Establishing Chapters) redlined:

BOLD means changed/added text - MARKED OUT (~~MARKED OUT~~) text means deleted text

ARTICLE IV

Affiliates **and Chapter Memberships**

4.01 Affiliates **and Chapter Memberships**

The Association may establish domestic and international Affiliate organizations **or chapters** such that all members of an Affiliate must be Members of NAEA, and Affiliate boundaries may not overlap. A domestic Affiliate **or Chapter** is located within the states, commonwealths, possessions or territories of the United States, or the District of Columbia, and operating in conformity with rules and procedures established by NAEA. An international Affiliate **or Chapter** is located outside the United States, its possessions and territories; established under and in compliance with the laws of the country in which it was created; and operating in conformity with rules and procedures established by NAEA, to the extent these are not inconsistent with, or in violation of, the laws of the country with which the international Affiliate **or Chapter** must comply.

4.02 Affiliate Membership

A Member will be a Member of an Affiliate whose charter includes either the geographic area of the Member's place of residence or employment. However, contiguous Affiliates may agree to allow Members to join each other's Affiliate. The Member will be allowed to continue this non-geographic affiliation until such time as the Member chooses to rejoin the Affiliate in the Member's geographic area.

4.03 Authority to Charter Affiliates **and Establish Chapters**

4.03.1 The authority to charter and to modify the territory of existing Affiliates resides with the Board. The Board

will establish procedures for the granting of charters at the state, international, or regional level. ~~Only one~~

~~association chartered Affiliate will exist for any geographical area.~~

4.03.2 The authority to establish and to modify the territory of existing Chapters resides with the Board. The Board will establish procedures for establishing Chapters at the local, state, international, or regional level.

4.04 Governing Documents

The governing documents of each Affiliate must be in conformity with the Bylaws of the Association for the

Affiliate to be chartered or to retain its charter. The governing documents of new domestic and international Affiliates must be approved by the Association before a charter is granted. Bylaws changes by Affiliates must be reported to the Association.

4.05 Membership Requirements

An Affiliate must require that its members maintain membership in the Association. ~~An Affiliate may require its members to maintain membership in a society or chapter within the geographical area of the Affiliate.~~ **An NAEA member may be a member of as many NAEA Chapters as desired.**

~~4.06 Dues~~

~~The Association will allow each Affiliate to set its dues.~~

4.07 Withdrawal of Charter

Authorization to operate an Affiliate **or Chapter** may be withdrawn whenever the Board in good faith determines that any of the following events have occurred:

1. Failure to serve the Members within the Affiliate's **or Chapter's** area of responsibility;
2. Failure to abide by Association or Affiliate governing documents;
3. Failure to abide by the Association's Code of Ethics and Rules of Professional Conduct.

4.08 Affiliate **and NAEA Chapter** Liability

4.08.1 Each Affiliate will be solely liable for any debts or obligations it incurs.

4.08.2 **NAEA will not be liable for any debts or obligations incurred by individual NAEA Chapter members that do not have prior authorization from NAEA.**

Pro Arguments:

People want choices and options that best meet their needs. Members will have more and varied opportunities within NAEA to engage, participate and belong.

Strong affiliates can remain affiliates and retain their affiliate chapters.

New NAEA chapters could be established to better serve more members, such as those in unaffiliated areas.

By establishing chapters of NAEA as an alternative choice to remaining as an affiliate, NAEA would assume all administrative responsibilities such as filing tax returns, preparing financial statements, and maintaining a website. The NAEA chapter would not need a Board of Directors and would require fewer volunteers who could focus on member engagement, recruitment, and retention.

For affiliates choosing to convert to an NAEA chapter, the affiliate's funds that are transferred to NAEA will be restricted to use by the converted affiliate.

Research done by association experts has shown that a chapter structure can be a more effective model for many associations.

Con Arguments:

If an affiliate becomes a chapter, NAEA would take on the services that were previously provided by the affiliate.

Chapters in and of themselves may not resolve all of NAEA's member engagement challenges at the local level.

Local chapters within a state chapter (for example, a city chapter now operating under a statewide affiliate) may or may not exist under a chapter structure.