

NAACP

SUMMARY OF CHANGES - NAACP CONSTITUTION AND NAACP BYLAWS

Adopted and Revised January 1, 2025

I. Brief Overview

The proposed amendments to the Bylaws and Constitution were adopted effective January 1, 2025. The following memorandum provides a brief summary and rationale behind each proposed amendment approved by the National Board of Directors.

II. Bylaws Amendments

1. ARTICLE I NAME AND JURISDICTION, Section 1(a-i) (Page 1)

- a. **Summary**: A new section was added to Article I—Article I, Section 1(b). This section adds the National Association for the Advancement of Colored People Youth and College Division of the State and State-Area Conference as one of the named units of the NAACP.
- b. **Rationale**: The addition of the National Association for the Advancement of Colored People Youth and College Division of the State/State Area Conference to the section in the Bylaws that references to the names of the various NAACP units. All State and State Area Conferences should have a Youth and College Division. The Youth and College Division is not a subordinate to the State/State Area Conference.

2. ARTICLE I NAME AND JURISDICTION, Section 1(a)-(h) (Page 1)

- a. **Summary**: This amendment places “National Association for the Advancement of Colored People” before the name of the units.
- b. **Rationale**: This is to ensure consistency with national branding.

3. ARTICLE III- ORGANIZATIONAL STRUCTURE, Section 4(a)(3) (Intellectual Property; NAACP Trademarks)- (Page 14)

- a. **Summary**: The amendment adds the language “and State/State-Area Conferences. Every year, Units shall submit their Annual Financial Report (“AFR”) to the National Office by March 1. The Unit must submit the fundraising report to the National Office, with the National Office’s share within 90 days following the date of the event.”
- b. **Rationale**: The addition of this language ensures that all financial reporting is also reported to the State/State-Area Conference and to ensure that units remain financially compliant by submitting their reports by the required date.

4. ARTICLE III- ORGANIZATIONAL STRUCTURE, Section 4(a)(4) (Intellectual Property; NAACP Trademarks)- (Page 14)

- a. **Summary**: This section adds the language, “Reactivated Units will have the opportunity to petition the Membership and Units Committee to waive past indebtedness.”

- b. **Rationale:** This new language provides members with language on how a reactivated unit may petition to waive past indebtedness.
 - c. **ARTICLE III- ORGANIZATIONAL STRUCTURE, Section 4(b) (Page 14)** Summary: This section adds the language, “An amendment to the Bylaws for Units of the Association will not modify the Unit assessment to State/State-Area Conference.”
 - d. This revision ensures that the Unit assessments remain the same regardless of various modifications of the Bylaws.
5. **ARTICLE III- ORGANIZATIONAL STRUCTURE, Section 7(c) (Intellectual Property; NAACP Trademarks) (Page 15)**
- a. **Summary:** A new section was added that states no member or NAACP unit shall use the trademark for any social media account, website account, domain name, mobile application account, and/or any email account etc. without the express written authorization of the President and CEO of the NAACP and the General Counsel.
 - b. **Rationale:** There is a need to protect the NAACP Brand and ensure that, if the trademark is used, the use is in alignment with our mission.
 - c. **Summary:** This section also mandates that the National NAACP Communications Department be made an administrator on all social/digital media accounts, websites accounts, domain name accounts, email accounts and/or similar technology. The administrator is to have all access to those accounts, including access to passwords and user names.
 - d. **Rationale:** The need for National to ensure that all NAACP messaging be in alignment with the NAACP’s mission.
 - e. **Summary:** Finally, the section also states that any members/units which use NAACP indicia shall indemnify the NAACP, NAACP EPI, NAACP Foundation, NAACP Board Members, and NAACP staff against any claims (including defamation) arising from misuse of these social media, and/or other electronic accounts.
 - f. **Rationale:** This is to ensure that all NAACP entities and staff are protected from any litigation based on the potential liability arising from alleged misuse of these platforms.
6. **ARTICLE IV MEMBERSHIP, Section 3(b) (Membership in the State/State-Area Conference) (Page 17)**
- a. **Summary:** Add language to Section 3(b) of Article IV of the Bylaws specifying that the Youth and College Division of the State/State Area Conference is a unit of the Association.
 - b. **Rationale:** Provides clarity that the Youth and College Division of the State/State Area Conference is a unit.

7. ARTICLE IV MEMBERSHIP, Section 11(c) (Division of Regular Membership Dues) (Page 20)

- a. **Summary:** The membership fee is ten dollars (\$15.00) for persons twenty-four (24) years of age and younger. Five dollars (\$10.00) of the membership fee is allocated to the National office, which includes a pro rata tax to the State/State Area Conference and five dollars (\$5.00) is allocated to the local treasury.
- b. **Rationale:** This section raises the minimum age for regular membership from age 17 to age 24. The section also references increasing the membership fee for members, who are 24 and younger, to fifteen dollars (\$15.00).

8. ARTICLE V GOVERNANCE, Section 1 (Meetings of Units) (Page 22)

- a. **Summary:** This section adds the following language, “Regular membership meetings, other public and/or special meetings shall be held in-person, unless authorized by the Executive Committee to meet either via hybrid or video conference.”
- b. **Rationale:** The addition of the language in this section ensures that the units of the Association are able to conduct meetings outside of an in-person setting.

9. ARTICLE V GOVERNANCE, Section 2(b) (Meetings of the State/State-Area Conference) (Page 22)

- a. **Summary:** This section adds the following language, “Regular meetings, other public and/or special meetings shall be held in-person, unless authorized by the Executive Committee to meet either via hybrid or video conference.”
- b. **Rationale:** The addition of the language in this section ensures that the units of the Association are able to conduct meetings outside of an in-person setting.

10. ARTICLE V GOVERNANCE, Section 2(c) (Meetings of the State/State-Area Conference) (Page 22)

- a. **Summary:** This amendment states that meetings shall be held in-person, unless authorized by the Executive Committee to meet either via hybrid or video conference.
- b. **Rationale:** To allow State/State-Area Conferences Executive Committees to authorize hybrid and video conference meetings.

11. ARTICLE V GOVERNANCE, Section 3 (Annual Meeting of Units) (Page 22-23)

- a. **Summary:** In section 3(a), “Youth and College Division” was added to the requirement that regular meetings should be held on a fixed day or date of each year.

- b. **Rationale:** This section clarifies meeting dates and ensures that the Youth and College Division is consistent with adult units.
- c. **Summary:** In Section 3(b), Executive Committee of the Youth and College Division of the State/State Area Conference shall meet at least once every quarter or as designated and approved by Bylaws. Executive Committee of the Youth and College Division Executive Committee meetings may be called by the President, Secretary, or by three members of the Committee upon three-day' written notice.
- d. **Rationale:** Clarifies how often the Executive Committee of Youth and College Division of the State/State Area Conference shall meet. Clarifies who can call the meetings and that three days' written notice should be given.

12. ARTICLE V GOVERNANCE, Section 3(b) (Annual Meeting of Units) (Page 23)

- a. **Summary:** Section 4. (Annual Meeting of Units.) Clarifies that the Youth and College Division shall have a joint Annual Convention and the Youth and College Division will act upon Annual Reports from the Officers and Standing Committees.
- b. **Rationale:** Clarifies that the Youth and College Units should be consistent with the adult units.

13. ARTICLE V GOVERNANCE, Section 4(b) (Notice of Annual Meeting) (Page 23)

- a. **Summary:** This amendment adds the Youth and College Division of the State/State-Area Conference to the section, which relates to notice of meetings. Pursuant to the amendment, the Youth and College Division of the State/State-Area conference (in addition to the Youth Councils, Junior Youth Councils and Authorized Committees) shall be provided a minimum of 30 days' notice prior to the time and place of the Annual Meeting to members in good standing.
- b. **Rationale:** The Youth and College Division is a unit and should be subject to the same rules as other units.

14. ARTICLE V GOVERNANCE, Section 7 (Meetings of Standing Committees) (Page 25)

- a. **Summary:** This amendment adds that Standing Committees may hold their meetings in-person or via hybrid or video conference.
- b. **Rationale:** The amendment ensures that there is another avenue to hold a meeting if the Standing Committees are not able to meet in person.

15. ARTICLE V GOVERNANCE, Section 11(b) (Faculty Advisor) (Page 27)

- a. **Summary**: This amendment states that the Faculty Advisor shall be an elected member of the College Chapter.
- b. **Rationale**: This section makes clear that the Faculty Advisor is not appointed, but elected.

16. ARTICLE V GOVERNANCE, Section 12(a) (Selection of a Youth Council Advisor) (Page 27)

- a. **Summary**: This amendment states that the Youth Council Advisor shall be an elected member of the Youth Council Executive Committee. The Youth Council elects the Advisor.
- b. **Rationale**: This section makes clear that the Faculty Advisor is not appointed, but elected.

17. ARTICLE V GOVERNANCE, Section 13(a) (High School Chapter Advisors) (Page 28)

- a. **Summary**: This amendment states that the High School Chapter Advisor shall serve as an elected member of the Chapter. The High School Chapter shall elect the Advisor.
- b. **Rationale**: This section makes clear that the High School Chapter Advisor is not appointed, but elected.

18. ARTICLE V GOVERNANCE, Section 13 (Junior Youth Council Advisors) (Page 28)

- a. **Summary**: This amendment states the Junior Youth Council shall elect the Advisor. The Advisor must be a Branch member. The Advisor shall serve as a non-voting Junior Youth Council Executive Committee member.
- b. **Rationale**: This section makes clear that the Junior Youth Council Advisor is not appointed, but elected.

19. ARTICLE VI – OFFICERS OF UNITS AND STAFF Section 1(c) (Officers and Staff) (Page 30)

- a. **Summary**: This amendment states that executive directors, staff, and those who have a direct financial benefit from the unit are ineligible to serve on the Executive Committee for a period of two years following the end of their unit employment or unit financial remuneration.
- b. **Rationale**: The intent is to prevent individuals from serving on the Executive Committee if they have a business relationship with the unit.

20. ARTICLE VI – OFFICERS OF UNITS AND STAFF Section 1(c) (Officers and Staff (Page 30))

- a. **Summary:** This amendment provides that Executive Directors and other staff members are not eligible to sign the petition of members wishing to run for office.
- b. **Rationale:** This is to ensure that a candidate have at least three other non-staff members in good standing who support their candidacy.

21. ARTICLE VI OFFICERS OF UNITS AND STAFF, Section 2(a) - (g) (Qualifications) (Page 30-33)

- a. **Summary:**
 - i. The State Conference President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
 - ii. The Branch President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
 - iii. The Prison Branch President, Treasurer, and Secretary may not be related.
 - iv. The College Chapter President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
 - v. The Youth Council President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
 - vi. The High School Chapter President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
 - vii. The Junior Youth Council President, Treasurer, and Secretary may not be related by blood, marriage, common law marriage, or adoption.
- b. **Rationale:** These amendments state that the President, Treasurer, and Secretary of all units may not be related by blood, adoption, or marriage. The intent is to prevent nepotism. This amendment also helps protect the unit from claims of nepotism and possible allegations of financial mismanagement impropriety and any claims of power mismanagement

22. ARTICLE VI OFFICERS OF UNITS AND STAFF, Section 3 (b and e-f) (Term of Office) (Page 34-35)

- a. **Summary:** This amendment states that all unit usernames, passwords, bank account numbers, and bank account numbers are the unit's property and shall be transferred to the newly elected/appointed/ascended officers within 30 days of those members taking office.

- b. **Rationale:** The intent is to ensure that newly elected unit officers have full access to the unit's social media accounts, email accounts, and bank accounts.

23. ARTICLE VII – DUTIES OF OFFICERS OF UNITS Section 1(i and j) (President) (Page 35-36)

- a. **Summary:** (i). This amendment grants State/State Area Conference Presidents access to view unit rosters and unit compliance statuses after completing official NAACP Member Portal Training.
- b. **Rationale:** The intent is to enable State/State Area Conference Presidents to ascertain the statuses of members and units.
- c. **Summary:** (j). This amendment expands Article VII, Section 1 to include bonding for the President of the unit to address issues as a transaction signer and signature of banking information.
- d. **Rationale:** The amendment helps ensure greater fiscal responsibility and accountability.

24. ARTICLE VII – DUTIES OF OFFICERS OF UNITS Section 1(l) (Youth Council President) (Page 36)

- a. **Summary:** This amendment adds the words “of a Youth Council” after “Youth Units Presidents.”
- b. **Rationale:** This is to clarify that the bylaw is applied to the presidents of the youth council.

25. ARTICLE VII – DUTIES OF OFFICERS OF UNITS, Section 3(b) (Secretary) (Page 37)

- a. **Summary:** The language clarifies the role of the Secretary and states that their role is “to serve as the designated primary administrative unit contact for the unit, and to have access to unit information, after completing the official NAACP Member Portal Training.”
- b. **Rationale:** This section provides clarity to the role and duties of the Secretary.
- c. **Summary:** The second revision states that failure to maintain accurate and impartial membership records and to carry out duties is inimical conduct warranting disciplinary action under Article X of the Bylaws.
- d. **Rationale:** This section ensures that Secretary fulfill their duties and are impartial.

26. ARTICLE VII – DUTIES OF OFFICERS OF UNITS, Section 3 (i and j) (Secretary) (Page 38)

- a. **Summary:** (i). After completing official NAACP Member Portal Training, State/State Area Conference Secretaries shall have access to view Unit rosters and the compliance statuses of Units within the state.
- b. **Rationale:** The intent is to enable State/State Area Conference Secretaries to ascertain the statuses of members and units.

27. ARTICLE VII DUTIES OF OFFICERS OF UNITS, Section 3(j) (Secretary) (Page 38)

- a. **Summary:** This amendment provides that, after completing training, State Secretaries will have access to the NAACP Member Portal to view unit rosters and compliance status of units within the state. On a case by case basis, they may be granted editing access for unit rosters.
- b. **Rationale:** This is to ensure that State Secretaries have access to accurate rosters.

28. ARTICLE VII DUTIES OF OFFICERS OF UNITS, Section 3k (Secretary) (Page 39)

- a. **Summary:** This amendment provides that All NAACP Units shall require the Secretary to be bonded at the expense of said Unit.
- b. **Rationale:** This is to ensure that units are in compliance.

29. ARTICLE VII DUTIES OF OFFICERS OF UNITS, Section 4(a) (Treasurer) (Page 39)

- a. **Summary:** The Amendment allows for the use of digital payments and credit cards to use for payments. The Amendment states that the Treasurer may maintain a credit card for Unit expenses. The original allowing the Treasurer to maintain a debit was removed. In addition, the amendment requires that all digital payment applications be in the name of the NAACP unit.
- b. **Rationale:** This amendment recognizes the modern changes in banking to allow for more reliable and efficient ways for payments.

30. ARTICLE VIII, COMMITTEE OF UNITS, Section 2(i) (Duties of the Executive Committee) (Page 44)

- a. **Summary:** This section addresses the prohibition of executive committee members obtaining compensation for goods and services provided by them or by business entities owned in whole or in part by said members without first obtaining the following: a vote by the executive committee, the submission of three bids, confirmation that the bids and services are the economic choice for the unit, and the unit obtains prior written authorization from the

General Counsel for contracts which have a value greater than \$500.00

- b. **Rationale:** This amendment is designed to avoid actual and perceived conflicts of interest and self-dealing. In addition, the requirement of three bids should help ensure more fiscal responsibility by the units. The requirement that a unit obtain the General Counsel's approval for contracts having a value greater than \$500 helps ensure that the National NAACP is aware of major contracts into which the units are entering.

31. ARTICLE VIII, COMMITTEES OF UNITS, Section 4(a) (Standing Committees of State/State-Area Conferences)

- a. **Summary:** This section adds the LGBTQIA+ Committee to list of standing committees of the State/State-Area Conferences.
- b. **Rationale:** To ensure that each State/State-Area Conference has an LGBTQIA+ committee.

32. ARTICLE VIII, COMMITTEE OF UNITS, Section 5(c) (Duties of the Standing Committee) (Page 47)

- a. **Summary:** This section adds "Technology" to the list of Standing Committees.
- b. **Rationale:** This amendment was added to ensure that the Association is well equipped with the ever-changing technology field.

33. ARTICLE VIII, Section 5(n) COMMITTEES OF UNITS, (Duties of the Standing Committees) (Page 50)

- a. **Summary:** The amendment updates the proper acronym of the standing LGBTQIA+ committee
- b. **Rationale:** To be consistent with the proper acronym.

34. ARTICLE VIII – COMMITTEES OF UNITS, Section 10(d-g) (Removal Procedure) (Page 58)

- a. **Summary:** The amendment defines a "non-functioning committee" and affords the National organization the ability to place such committees and their members on inactive status. The amendment also mandates training for elected officers and Executive Committee members and sets a deadline for such training.
- b. **Rationale:** This amendment ensures that all units are actively engaged in the work of the Association and are carrying out the mission of the NAACP.

35. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1 (Page 59-66)

- a. **Summary**: The amendment adds the Youth & College Division to the requirement that delegates elected to the Annual Convention of a State/State-Area Conference must be in good standing. The amendment adds that the Youth & College Division delegates' election shall be by secret ballot. The amendment adds Youth and College Division to the section regarding the election of delegates to serve on the Committee on Time and Place, Committee on Resolutions and Committee on Credentials. The amendment adds the Youth and College Division to the quorum requirements. The amendment adds the Youth and College Division to the election procedure sections.
- b. **Rationale**: To be consistent that with the overall Election procedures.
- c. **Summary**: No President, Secretary, or member who is a candidate for one of those positions may serve as the Chair of the Election Procedures Committee.
- d. **Rationale**: This amendment has been added to ensure no candidate shall have undue advantage or exercise authority or control of the duties of the Election Procedures Committee.

36. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1 (Procedure for State/State-Area Conference Elections), Election of Delegates, 3(a) (Page 60)

- a. **Summary**: Representation of membership shall be effective on the date the funds are recorded in the National Office on or before March 1st.
- b. **Rationale**: Creating one date for membership and financial (year-end) reporting allows the team, state conferences and unit to remember and work towards one date. Currently, this date changes yearly. This date drives State Conferences and Units to submit their documentation early and thus on time.

37. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1b Election Procedure 1(c) (Page 57)

- a. **Summary**: Persons wishing to run for elected offices must submit their petition that is postmarked by June 15th of the election year.
- b. **Rationale**: The amendment clarifies the deadline and makes the postmark date the governing date.

38. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1b Election Procedure 1(c) (Page 62)

- a. **Summary**: This amendment provides persons wishing to run for office may not sign their own petition.

- b. **Rationale:** This is to ensure that the candidate have at least three other members who are in good standing who support their candidacy.

39. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1b Election Procedure (e) (Page 63)

- a. **Summary:** This amendment provides that the National staff shall verify candidates' eligibility for membership from the State Membership Portal.
- b. **Rationale:** To ensure that candidate are eligible to run.

40. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1b Election Procedure (h) (Page 63)

- a. **Summary:** This amendment mandates that the executive committee members be elected to serve in the State/State-Area Conference Annual Convention, not merely appointed.
- b. **Rationale:** The amendment helps ensure the democratic process by limiting voting privileges to State/State-Area Conference Officers and Executive Committee members who were elected, rather than including those who became Officers of Executive Committee by some other means.

41. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1 (h) (Page 63)

- a. **Summary:** This amendment provides that delegates at must have paid the Annual Convention registration fee and that State/State Area Conference Officers and members of the Board of Directors shall serve as voting delegates and shall not count against the voting delegates of the Unit. Members of the Board shall serve as voting delegates at the State/State Area Annual Convention.
- b. **Rationale:** To ensure that delates have paid and are properly registered at the Annual Convention and to make clear that elected officers serve as voting delegates.

42. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 1(b)(2)(e) (Procedure for State/State-Area Conference Elections) (Page 62)

- a. **Summary:** This amendment mandates that the State/State-Area Conference reimburse the National Office for all travel and lodging if a member of the National Office has to travel to the State/State-Area Conference for election concerns.
- b. **Rationale:** The amendment adds to the bylaws a provision previously approved by the board, to be added to the Bylaws. This is currently the practice but was not in the Bylaws.

**43. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE
AND DELEGATES, Section 2 (Election of Officers and Executive
Committee for Branches) (a)(2) Organizing Meeting (New Branch)**

- a. **Summary**: This amendment states that Branch must use the electronic voting platform approved by the Board of Directors to cast their ballots.
- b. **Rationale**: The amendment adds a provision to the Bylaws that was previously approved by the Board.

**44. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE
AND DELEGATES, Section 2 (Election of Officers and Executive
Committee for Branches) c Biennial Elections**

- a. **Summary**: This amendment clarifies that voting for the election of Branch officers and elected members of the Executive Committee shall be by electronic ballot.
- b. **Rationale**: The amendment adds a provision to the Bylaws previously approved by the Board.

**45. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE
AND DELEGATES, Section 2 (Election of Officers and Executive
Committee for Branches) c Biennial Elections (f)(3) and (4)**

- a. **Summary**: This amendment states that the Election Supervisory Committee will coordinate with the National Office to ensure that all eligible voters receive their electronic ballots in a timely manner. The original paper ballots language was replaced.
- b. **Rationale**: The amendment adds a provision to the Bylaws that was previously approved by the Board.

**46. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE
AND DELEGATES, Section 2 (Election of Officers and Executive
Committee for Branches) (h)(1) and (2) Term of Office**

- a. **Summary**: This amendment clarifies that voting for the election of Branch officers and elected members of the Executive Committee shall be by electronic ballot.
- b. **Rationale**: The amendment adds a provision to the Bylaws that was previously approved by the Board.
- c. **Summary**: This amendment deletes language regarding the appointment of tellers to count ballots.
- d. **Rationale**: Since the Association uses electronic ballots, the deleted language is no longer necessary.

47. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 2 (Election of Officers and Executive Committees for Branches) i (Eligible Voters)

- a. **Summary**: The amendment states that all eligible voters will receive an electronic ballot.
- b. **Rationale**: The amendment adds a provision to the Bylaws that was previously approved by the Board.

48. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES Section 2 (Election of Officers and Executive Committees for Branches) n (Tellers)

- a. **Summary**: This clause was deleted.
- b. **Rationale**: Since the Association uses electronic voting, the provision regarding polling booths is no longer necessary.

49. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 2(p) (Election of Officers and Executive Committees for Branches) (Page 71)

- a. **Summary**: This amendment mandates that the Branches reimburse the National Office for all travel and lodging if a member of the National Office has to travel to the Branch for election concerns.
- b. **Rationale**: The amendment adds to the bylaws a provision previously approved by the board, to be added to the constitution.

50. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 4(h) (Procedure for College Chapter Elections) (Page 79)

- a. **Summary**: This amendment clarifies that voting for the election of officers and delegates in the College Chapter shall be by electronic ballot.
- b. **Rationale**: The amendment adds to the bylaws a provision previously approved by the board, to be added to the constitution.

51. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 5(b) (Procedure for Youth Council, High School Chapter and Junior Youth Council Elections) (Page 80)

- a. **Summary**: This amendment clarifies that voting for the election of officers and delegates for the Youth Council, High School Chapter and Junior Youth Council Elections shall be by electronic ballot.
- b. **Rationale**: This Amendment recognizes the shift from paper ballots to electronic voting.

52. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 5 (Procedure for Youth Council, High School Chapter and Junior Youth Council Elections) (Page 80-81)

- a. **Summary:** The Election Day process is updated to remove the language requiring in-person attendance of voters. The amendment also removes the requirements of posting of the candidates in the location of the general meeting and the amendment removes any references to Tellers who previously counted the ballots.
- b. **Rationale:** This amendment recognizes the shift to electronic voting and omits the need for Tellers in the election process. This amendment requires National staff to coordinate and schedule a run-off election with the unit. Elections are now done by electronic means and do not require physical attendance.

53. ARTICLE IX ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE AND DELEGATES, Section 6 (Voting for Members of the Board of Directors at Large)

- a. **Summary:** This amendment states that Board of Directors candidates' names shall be placed on an electronic ballot.
- b. **Rationale:** This Amendment recognizes the shift from paper ballots to electronic voting.

54. ARTICLE X EXPULSION, SUSPENSION OR REMOVAL OF OFFICERS AND MEMBERS, Section 2 (Grounds for Suspension of Other Disciplinary Action)

- a. **Summary:** This amendment states that Association may pursue criminal charges and/or civil remedies when there is evidence that an officer or a member misappropriated funds. In order for such a member to be considered for reinstatement, the member must return all misappropriated funds and pay attorneys' fees.
- b. **Rationale:** This amendment is designed to ensure that the Association recovers misappropriated funds and attorneys' fees.

55. ARTICLE X EXPULSION, SUSPENSION OR REMOVAL OF OFFICERS AND MEMBERS, Section 7 (Hearing Procedure) (Page 86)

- a. **Summary:** This amendment adds language that addresses complaints that might have issues related to pending litigation. The amendment mandates that the hearing should not proceed until it is cleared by the General Counsel's office. Such complaints will be reviewed on a case-by-case basis. The amendment also adds language for all complaints to be resolved in 120 days.
- b. **Rationale:** To ensure that the member who is a subject of the Article X gets the proper due process in their litigation.

56. ARTICLE XIV RATIFICATION OF BYLAWS

- a. **Summary**: This amendment states that revised Bylaws became effective on January 1, 2025, with the exception for recommended changes that will impact the election or election process. The election changes became effective on June 1, 2024.
- b. **Rationale**: To establish the effective date of the Bylaws revisions.

III. Constitution Amendments

1. NAACP MISSION STATEMENT

- a. **Summary**: This amendment updates the mission of the Association.
- b. **Rationale**: This amendment revised the mission of the Association as previously approved by the Board.

2. ARTICLE III ORGANIZATION STRUCTURE, Section 3 (Official Publication)

- a. **Summary**: This amendment states that The Crisis is published by NAACP Empowerment Programs.
- b. **Rationale**: This amendment updates Constitution to list the current publisher for the Crisis.

3. ARTICLE V GOVERNANCE, Section 3 (Compensation)

- a. **Summary**: The amendment clarifies that Board members will be reimbursed for their actual costs to attend meetings in person.
- b. **Rationale**: The amendment was made to address the fact that some members attend meetings virtually.

4. ARTICLE V GOVERNANCE, Section 6(a) – (d) (Meetings)

- a. **Summary**: The amendment states that all meetings are to be accessible via hybrid or video conference. The amendment further states that a web link must be included in the meeting notice.
- b. **Rationale**: The amendment addresses the fact that some members attend meetings virtually.

5. ARTICLE VIII COMMITTEES OF THE BOARD OF DIRECTORS, Section 1. (Executive Committee) f. Meetings of Executive Committee

- a. **Summary**: For teleconferences and video conferences, the telephone number or web link must be included in the meeting notice.
- b. **Rationale**: To ensure that members have adequate notice and are able to join teleconferences and video conferences.

6. ARTICLE IX CONVENTION, Section 12(c) (Election of Board of Directors Member by Convention) (Page 28)

- a. **Summary**: The amendment clarifies the process for a run-off election at the National Convention. The new provision allows for a

simple majority (50%+1) when there are only two candidates in the race, and if there are more than two candidates, a run-off will be held with the top two vote-getting candidates and the candidate with a simple majority will be confirmed as the winner.

- b. **Rationale:** This amendment clarifies the process for Board elections at the annual convention.

7. ARTICLE XVI AMENDMENTS, Section 1 (Board of Directors)

- a. **Summary:** This amendment adds the phrase “whether in person, hybrid or via video conference.”
- b. **Rationale:** To ensure (2/3) vote includes members who attend in person or online.

8. ARTICLE XVI AMENDMENTS, Section 3 (Page 35)

- a. **Summary:** This amendment provides for the continuing review of our Constitution and Bylaws. The process for constitutional review shall be conducted every three years with amendments submitted a year prior during the normal Resolution process and presented at the following Annual Meeting.
- b. **Rationale:** To establish an ongoing process for Constitution and Bylaws Review.

9. ARTICLE XIV RATIFICATION

- a. **Summary:** This amendment states that revised Constitution became effective on January 1, 2025, with the exception for recommended changes that will impact the election or election process. The election changes became effective on June 1, 2024.
- b. **Rationale:** To establish the effective date of the Constitution revisions.

Should you have any questions regarding these changes, please email constitutionandbylaws@naacpnet.org. Thank you for your continued support.