November Governance Bulletin

SPECIAL BYLAWS EDITION #1

The Governance Bulletin is shared with all Service Unit Delegates on file, National Council Session (NCS) Delegates, Girl Advisors to the Board of Directors, Girl Delegates, GSEP Board Development Committee members, GSEP's Board of Directors, and Service Unit Managers (SUM).

The Delegate Council met in September 2019 to review the entire GSEP Bylaws. You provided 139 individual comments, questions, and suggestions about the 17-page document! Thank you for your attention to detail. Your thoughtful consideration will continue to ensure governance excellence here at GSEP.

The Bylaws Committee met in late October and again twice in November to begin the work of reviewing the comments, answering your questions, and acting on the suggestions. We would like to begin with this Special Bylaws Edition of the Governance Bulletin to provide some Q&A information that might explain some of your inquiries and comments about the GSEP Bylaws.

We will focus on Article II in this Bulletin with more Articles to come in future Special Bylaws Editions of the Governance Bulletin.
**Article II**: Membership and Delegate Council: Pages 4-6 in your handy Bylaws book or on the GSEP website here.

**Article II** defines WHO (membership) and HOW the VOTING Delegate Council is composed. This is the group of about 210 VOTING members, who have all been ELECTED to their positions and who take action and VOTE at the Annual Meeting (in May) or when requested.

- **Question**: WHO is the Delegate Council?
- **Answer**: Section 2 lists all of the "groups" of ELECTED Delegate Council members (a-e). All must be age 14 or older at the time of election; this is a GSUSA requirement.

- **Question**: HOW is the number of members in the Delegate Council determined?
- **Answer**: Section 3 has some complex math ratios that are included to maintain the balance of the Delegate Council. It all begins with the Board of Directors and the ratios build off of that.

- **Question**: WHAT is a Service Unit Delegate and HOW does that happen?
- **Answer**: Section 4 directs HOW Service Unit Delegates are ELECTED by each Service Unit: every SU may ELECT at least ONE Delegate and ONE Alternate (age 14 or older). Service Units may elect a second SU Delegate if assigned to do so. Annually the Board of Directors decides how to assign the "additional Delegates" (2.b). In recent years, the additional SU Delegates are assigned by the Board of Directors to the Service Units with the largest Girl Membership. Section 4 also reinforces that the SU Delegates must be ELECTED at an SU meeting, with a viable number of troops represented to be sure it is a well-attended meeting. Section 4 described what to do in case of a vacancy with the SU Delegate or even the absence of the SU Delegate. Again, an ELECTION ensures the correct placement of all SU Delegates.
and SU Alternates, and that ELECTION must be reported by the SUM to Council staff as described.

• **Question:** WHAT is the difference between a Girl Delegate and a Service Unit Delegate who is a Girl Member?
• **Answer:** Section 5 identifies Girl Delegates as girls who self-apply and are nominated by the Board Development Committee and ELECTED by the Delegate Council, rather than by the Service Unit. Girl Delegates should NOT be confused with Service Unit Delegates who are Girl Members...both are positions available to our Girl Members who are 14 or older at the time of their election.

• **Question:** WHAT do members of the Delegate Council do?
• **Answer:** Section 6 is a mini job description of all members of the Delegate Council (see II.2.a-d.). A big part of the job description is voting for people (members of the Delegate Council, including the Board of Directors) and voting on Bylaws.

• **Question:** WHEN is the Annual Meeting? What is the Annual Meeting?
• **Answer:** Section 7 outlines the Annual Meeting, which is required to be held every spring and is the place and time where VOTING by the members of the Delegate Council takes place. In recent years, the Annual Meeting has been the first Saturday in May.

• **Question:** WHAT is a Special Meeting? Is that different from the Annual Meeting and the Delegate Meeting?
• **Answer:** Section 8 sets parameters necessary if there is a need to hold a meeting of the Delegate Council that is NOT the Annual Meeting or a Delegate Meeting. A Special Meeting may be called by the Board Chair OR by any other members of the Delegate
Council for a special purpose and the meeting must be announced to all members of the Delegate Council in a timely manner.

• **Question:** WHAT does Quorum mean? HOW do we meet Quorum?
  • **Answer:** Section 9 sets the minimum number of members of the Delegate Council that must be present in order to conduct business. We have been able to meet the current 40% quorum regularly at the Annual Meeting.

• **Question:** WHAT is the difference between Plurality and Majority?
  • **Answer:** Section 10 determines some procedures for voting, including plurality (the number of votes cast for a candidate who receives more than any other but does not receive an absolute majority) and majority (a majority vote is more than half of the votes cast).

We hope that some of these bits will assist in understanding our Bylaws and that we can continue to provide more information next month as we will focus on a different Section of the Bylaws.

In the meantime - you are always welcome to send comments and questions to governance@gsep.org.

**GSEP Bylaws Committee:**
Sandy Faust, Susan Groff, Karen Harris, Alexa Iannace, Kathy Limbaugh, Linda Mills, Rick Perkins, Barb Rhodes, MaryAnn Rodda, Katrina Rossiter, Suzi Walters, and Deb Walters, Chair
Have a question? Don't be shy!
Contact us for more information.

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