

# Executive Summary of Major Changes to RMHC Bylaws

Comparison: 2019 vs. Proposed 2026

## 1. Board Structure & Membership

- Board Size: Reduced from 25–70 to 15–25 Term Directors.
- Term Limits: 3-year term, plus one optional year if needed; mandatory one-year break before reappointment.
- Lifetime Directors: Transition to Legacy Circle (non-board recognition); no new Lifetime Directors.
- McDonald's Representation: Increased from 1 seat to at least 2 seats.

## 2. Board Member Expectations

- Attendance: From 70% of meetings to two-thirds (2/3) attendance; proxy allowed for one-third.
- Financial Commitment: Formal 'Give or Get' policy—annual donation goal set by Board.
- Committee Service: Continued requirement to serve on at least one committee.

## 3. Meetings & Governance

- Special Meetings: Threshold raised from 1/5 to 1/3 of Term Directors.
- Virtual Meetings: Explicitly authorized for Board and committees.
- Quorum: Increased from 1/3 to 2/3 of active Term Directors.
- Proxy Rules: Electronic proxies accepted.

## 4. Officers

- Immediate Past Chair: Term shortened from 2 years to 1 year.
- Treasurer Qualifications: Broadened from active CPA license to professional financial experience.
- Secretary Duties: Includes oversight of records on Board website and approval of staff-prepared minutes.
- CEO Role: HR Council reference removed; CEO directly responsible for staff HR matters.

## 5. Committees

- Standing Committees Streamlined: Reduced to five: Executive, Finance & Endowment, Audit, Governance, Advancement (new; replaces Fund Development).
- Property & Maintenance Committee removed.

## 6. Other Governance Updates

- Chairperson Role: May serve as an *optional* member of all committees.
- Policy Oversight: Audit Committee now includes annual policy review plan.
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