

Bylaws Committee Summary
Dated 12/19/2020

Task: Review current Bylaws dated April 2001 and recommend revisions with the objective of having the bylaws be compliant with the Association's original charter and its amendments, meet the needs of the Association's current structure and provide a means of allowing changes in the Association's practices when needed.

Committee members: Teru Enomoto-Heyl, Chair & Southern California President; Randy Hee, Kaua'i President; Chris Ladd, Oregon President; Boyd Mossman, Maui President & John Kaulukukui, Southern California member.

The Bylaws Committee submits the attached Final Draft of the Bylaws to the Board of Presidents for review and approval to submit to the membership for ratification.

- 1) The bylaws describe the Associations objectives, purposes, structure and basic operation.
- 2) To minimize the need to change the bylaws in the future unless absolutely necessary.
- 3) A reference to "rules" was used in areas where a change, for whatever reason, may be needed in the future.
- 4) The referenced "rules" in the bylaws means that the specifics of that Article or Section will be defined in detail in a set of Operating Procedures (OP). The OP will be generated and approved by the Board of Presidents and can be revised as situations change without having to amend the bylaws.
- 5) The bylaws were streamlined to reduce redundant articles and sections.
- 6) Election periods, terms of office and term limits of officers are included.
- 7) The bylaws incorporate 501 (c)(3) language define a 501 (c)(3) organization, regulate the dissolution of the organization, and describe prohibited activities and conflict of interest.
- 8) Incorporate State of Hawai'i statutes that govern non-profit corporations.
- 9) Allow electronic meeting methods.
- 10) The bylaws are also consistent with the use of "The Kamehameha Schools Alumni Association" as the name of the organization as changed on March 24, 1972.
- 11) Julian Ako, President of O'ahu Region submitted comments and concerns which were reviewed and discussed. The concern regarding inputs to KS from the alumni, the committee felt that the objectives etc. as currently worded would cover his concerns.
- 12) Deric Wong, President of East Coast Region, submitted comments and major rewrites to several Articles/Sections which were reviewed and discussed. The committee incorporated some comments, some areas were reworded based on Deric's comments, while most of the major revisions that

were suggested were considered too specific for the Bylaws, but could be covered in the rules/operating procedures.

- 13) Other changes made were rewriting sentences that clarified the section intent and remove any ambiguity.