

In Article VI, Section B, the phrase "present and entitled to vote" appears three times. The proposal is to change it to read "present, entitled to vote, and voting".

The same phrase appears twice in Article VIII, and would not be changed.

The footer would be updated to reflect the revision date, August 28, 2017.

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Article VI. Quorum and Voting Requirements For Member Meetings

A. Quorum. No official action may be taken at any meeting of the members unless a quorum of fifteen percent (15%) of all members or 9 members, whichever is less, is present. In the absence of a quorum, a meeting of the members may be adjourned by the vote of a majority of the members at the meeting, but no other business may be transacted.

B. Member Voting; Supermajority Requirements. Each member in good standing (as defined in Article IV.C above) is entitled to one vote. The affirmative vote of a majority of all members **present and entitled to vote** at a duly noticed meeting at which a quorum is present is required to pass any resolution or to elect any Steering Committee member, except that a greater number of votes is required as follows:

1. The affirmative vote of two-thirds (2/3) of all members **present and entitled to vote** at a duly noticed meeting at which a quorum is present is required to endorse any candidate for elective office or to declare a position on any ballot initiative or proposed legislation.
2. The affirmative vote of two-thirds (2/3) of all members **present and entitled to vote** at a duly noticed meeting at which a quorum is present is required to amend any provision of these Bylaws.

No vote on any action requiring greater than a majority vote may be taken unless specific details of the proposed action were provided to members in the notice of meeting. With respect to resolutions to amend these Bylaws, said notice must be given to all members at least thirty (30) days in advance of the meeting and posted on the official Web site of DDCSV.

C. Proxies. The Steering Committee may adopt procedures to enable members who cannot attend a meeting to cast their vote by proxy. The procedures shall include appropriate safeguards to ensure authenticity and protect confidentiality, and shall specify the means for revoking a proxy.

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Article VIII. Nominations and Elections of Officers

A. Conduct of Elections. The initial election of officers shall be conducted at the organizational meeting and thereafter at the annual meeting. All contested elections will be determined by secret ballot, while uncontested elections may be by voice vote. If no candidate for a particular office receives a majority vote, a run-off vote will be taken between the top two nominees for that office.

B. Nominating Process. The Nominating Committee will serve as a search committee, encouraging DDCSV members to run for leadership positions within DDCSV. The Nominating Committee will propose a slate of eligible candidates in writing to the members in the notice given for the annual meeting. Further nominations from the floor at the annual meeting may be considered if made and seconded by any two members [present and entitled to vote](#) at the meeting.

C. Removal from Office. An officer may be removed from office before the expiration of his/her term only upon (i) the unanimous vote of all other officers and (ii) the affirmative vote of a majority of the members of DDCSV.

D. Interim Appointments. If an officer resigns, is removed or is unable to fulfill the remainder of the officer's term, the Co-Chairs shall appoint an acting replacement. Such appointments shall be effective until the next annual meeting of the members or until a special meeting of the members is called for the purpose of electing a replacement. At the meeting (i) the acting replacement shall be confirmed by a majority of the members, or (ii) a new replacement shall be elected to fill the remainder of the applicable term, provided that the nomination for the new replacement is made and seconded by any two members [present and entitled to vote](#) at the meeting.

In the event both Co-Chairs leave office simultaneously and before the end of their terms (or if one leaves without appointing a replacement for the other), the remaining Steering Committee members shall elect new Co-Chairs. Such appointments shall have the effect of any other interim appointment and follow the same post-appointment procedure as above.