



Board Recommended Amendments to the NAHT Bylaws

For Discussion and Vote at NAHT's Annual Membership Meeting on January 23rd, 2026

The NAHT Board voted on November 1st, 2025, to recommend that the Membership amend the NAHT Bylaws at the Annual Membership Meeting on January 23rd, 2026, by:

Amendment #1: *Restoring the Bylaws as amended and restated in 2018, attached, to replace the bylaws adopted in June 2023.* A majority vote of Voting Member Representatives present and voting would be required for this change.

The Board recommends these changes due to major problems with the 2023 bylaws. These include:

- 1) The process for voting changes in June 2023 was flawed. One major problem, is that the Bylaws at the time required a **2/3** vote to amend, but the version of the 'old' bylaws that was displayed at the meeting, improperly reduced this to a **majority** vote. It is unclear whether the required 2/3 vote was obtained for the changes adopted at the meeting—especially the vote to extend board terms to two years.
- 2) contradictory provisions for filling vacancies, that make it unduly difficult for the Membership to fill Board vacancies and take away its power to convene a caucus in the absence of Board members or a Board vote
- 3) an impractical provision for “individual memberships”
- 4) two-year rather than one-year terms for Board members and Officers.
- 5) structural errors (Articles V through VIII appear twice and are misplaced)

Overall, it is unclear that the changes discussed at this meeting were understood by the members at the time and are accurately reflected in the bylaws subsequently published by NAHT.

Amendment #2: *Reducing Notice Requirement for Membership Meetings*

Language in 2018 bylaws: 120-days notice for membership meetings

Recommended change: 60-days notice

Comment: 120 days is a logistical problem and unnecessary

<Note: if the “old bylaws” are restored, by a majority vote, Amendment #2 would then need a 2/3 vote. No further amendment #3 would be needed, to restore the 2/3 threshold.>