

To: CCRA Membership

From: Elena A. Cappella, Chair of the Ad Hoc Committee on the Bylaws  
Submitted on behalf of the Board of Directors

Date: May 13, 2021

Re: Proposed New Bylaws, for consideration and action at CCRA's Annual Meeting on May 27

Pursuant to Article XII of the current Bylaws, the Board of Directors hereby notifies CCRA's membership that it will propose, for the consideration and vote of the members attending this year's Annual Meeting on May 27, the repeal of the current Bylaws and the adoption of new Bylaws. Adoption requires the approval of two-thirds of the members voting at the virtual Meeting. Because time at the Meeting will be severely limited, **any comments, questions, or concerns about the Proposed Bylaws should be submitted in writing by May 20** by email to [centercity@centercityresidents.org](mailto:centercity@centercityresidents.org).

Although the Bylaws have been amended in part a few times over the last two decades, more than three decades have passed since the entire set was comprehensively reexamined and updated. About a year ago, President Maggie Mund appointed a committee composed of Jeff Braff, Elena Cappella, Maggie Mund, Matt Schreck, and Rick Speizman to undertake that project. Over the course of nearly 15 Zoom meetings and many more emails, the committee reviewed the organizations Bylaws in light of current law, today's "best practices" in nonprofit governance, and the present practices, needs, and activities of CCRA. The committee's more substantive suggestions were reviewed at several meetings of the Board since last October, and its full and final set of Proposed Bylaws garnered the Board's strong endorsement last month. The CCRA members now have both the opportunity and the responsibility to consider and vote on new Bylaws for the organization.

Because the Proposed Bylaws include a number of substantive revisions and significant rewording and restructuring, a single document formatted to show all changes from the Current Bylaws would be incomprehensible. Instead, the major changes and key new provisions are explained Article by Article in a separate six-page document. The following documents are now accessible to you at [centercityresidents.org](http://centercityresidents.org):

- Explanations of Significant Changes or New Provisions
- Proposed Bylaws (full text)
- Current Bylaws (full text)
- Resolutions for Consideration and Action at the Annual Meeting

If you are unable to retrieve these materials or would like any sent to you by postal mail or as attachments to an email, please make that request by telephone 215-546-6719 or email [centercity@centercityresidents.org](mailto:centercity@centercityresidents.org) no later than one week before the Annual Meeting.

Adopting new Bylaws is a central governance function of nonprofit organizations. The Board has approached the task with the care it deserves and we now ask our members to do the same, bearing in mind the goals that have guided our work:

- Update the Bylaws in accord with legal requirements and best practices;
- Clarify confusing or ambiguous provisions and resolve inconsistencies;
- Make the Bylaws consistent with current CCRA practices where lawful, prudent, and desirable;
- Adopt intelligible terminology and improve ease of use of the document; and
- Move certain matters that need not be in Bylaws to other documents so they can be reviewed regularly and revised efficiently as needs, programs, and objectives continue to evolve.