



Proposed Bylaws Amendments

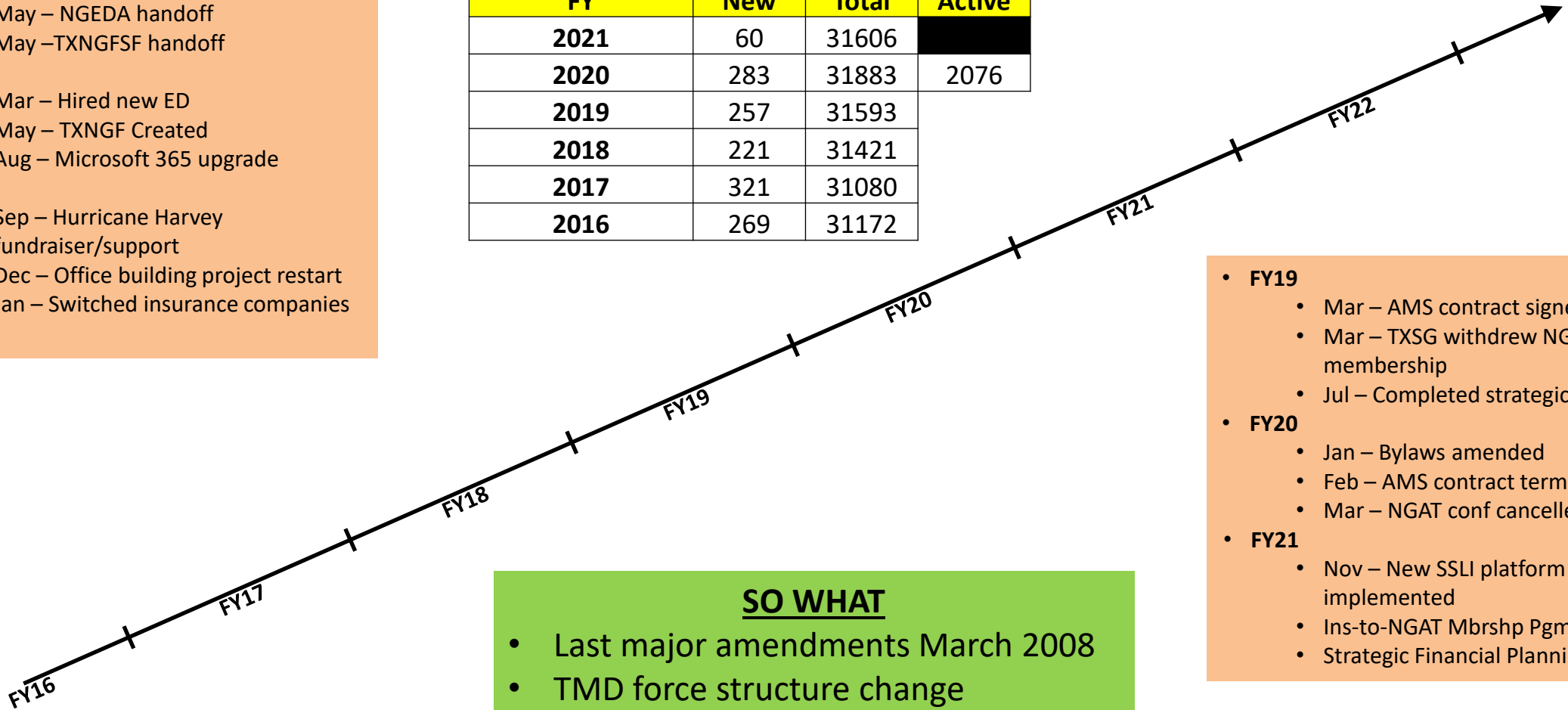
March 27, 2021

Historical Context and Strategic Plan

Historical Context

- **FY16**
 - Mar – ED Resigned
 - May – NGEDA handoff
 - May – TXNGFSF handoff
- **FY17**
 - Mar – Hired new ED
 - May – TXNGF Created
 - Aug – Microsoft 365 upgrade
- **FY18**
 - Sep – Hurricane Harvey fundraiser/support
 - Dec – Office building project restart
 - Jan – Switched insurance companies

FY	Members		
	New	Total	Active
2021	60	31606	
2020	283	31883	2076
2019	257	31593	
2018	221	31421	
2017	321	31080	
2016	269	31172	



- **FY19**
 - Mar – AMS contract signed
 - Mar – TXSG withdrew NGAT membership
 - Jul – Completed strategic plan
- **FY20**
 - Jan – Bylaws amended
 - Feb – AMS contract terminated
 - Mar – NGAT conf cancelled
- **FY21**
 - Nov – New SSLI platform implemented
 - Ins-to-NGAT Mbrshp Pgm
 - Strategic Financial Planning

- SO WHAT**
- Last major amendments March 2008
 - TMD force structure change
 - Change in technology
 - Aligned with strategic planning

VISION STATEMENT:

NGAT shall be the premier military association for Texas.

MISSION STATEMENT:

The National Guard Association of Texas seeks to provide the best services and benefits to promote, safeguard, and advance the interests of our members, communities, and partnerships.

Strategic Categories

- Membership
- Legislative
- Finance
- Programs and Benefits
- Communications

Strategic Goals

- **Membership Goal:**
 - Increase the number of current active Guard members
- **Legislative Goal**
 - Actively participate in the legislative process

Strategic Plan Priorities

- Improve legislative influence & build membership.
- Grow membership and increase number of young members.
- Provide clear purpose, guidance, and direction that will galvanize membership.
- Develop, implement, and continually access marketing & communications plan.
- Provide a service our members can not get anywhere else.
- Organizational commitment; know what you can do and work to get it done.
- Establish clear, achievable goals & objectives for next 3-5 years.
- Board works together as a team IOT steer NGAT in accomplishing these priorities.

As a result of the outputs from the strategic planning sessions conducted over 2018-2019 and the resulting outputs, the Bylaws Committee asked this question: “How do the current bylaws affect, enable or limit, our ability to accomplish the priorities of the association?”

To help us further refine this assessment we developed the following objectives that supports and are aligned with our strategic goals:

- **Flexibility**: does the bylaw constrain the board’s ability to achieve a stated association priority?
- **Membership**: does the bylaw impede or facilitate membership; or member participation?
- **Board Governance**: is the bylaw in the best interests of the Association?


Proposed Change #1

Proposed Change #1: Article VI, Section 3

Current: DELEGATES. There shall be one hundred fifty (150) delegates allocated as follows: ARNG – eighty (80), further allocated per capita among the major commands and major subordinate commands; ANG – thirty (30), further allocated per capita among the three wings and the headquarters; TSG – ten (10), further allocated as determined by the Commander; and Regions – thirty (30), further allocated ten (10) per region.

Proposed: DELEGATES. There shall be one hundred fifty (150) delegates allocated as follows: ARNG – eighty (80), ANG – thirty (30), TXSG – ten (10), and Regions – thirty (30).

Explanation: Due to possible increase in operational tempo and at times conference attendance, allocations may not always be able to be distributed per capita among the major commands. Delegates are always distributed fairly among those in attendance at the conference by category.

- Increased **FLEXIBILITY** for Board to action: 
- Encourages / fosters increased **MEMBERSHIP**: 
- Enhances **BOARD GOVERNANCE**: 

Proposed Change #2

Proposed Change #2: Article VII, Section 3

Current: TERM OF OFFICE. The President and President-Elect shall take office immediately upon installation and shall serve for a term of two (2) years or until his successor is duly elected and qualified. Each elected officer shall serve concurrently as a member of the Board of Directors and as a member of the Executive Committee. The Vice-President, Treasurer and Secretary shall take office immediately upon installation and serve for a term of one (1) year. The tenure of the Secretary shall not exceed two consecutive terms.

Proposed: DELEGATES. TERM OF OFFICE. The President and President-Elect shall take office immediately upon installation and shall serve for a term of two (2) years or until his or her successor is duly elected and qualified. Each elected officer shall serve concurrently as a member of the Board of Directors and as a member of the Executive Committee. The Vice-President, Treasurer and Secretary shall take office immediately upon installation and serve for a term of **two (2) years**.

Explanation: A single year term for Vice President, Treasurer, and Secretary is too short for any significant service. This change would also allow the Association President to have more continuity during their term of service.

- Improves **BOARD GOVERNANCE** with officer continuity: 

Proposed Change #3

Proposed Change #3: Article IX, Section 4(b)

Current: The Board of Directors is responsible for defining the three regions that form the constituencies of the Regional Directors. Following the Annual Meeting in 2006, the Board shall elect Regional Directors to the following terms:

Region 1 Director - One-year term

Region 2 Director - Two-year term

Region 3 Director - Three-year term

Subsequent Regional Directors will be elected by the Board to three-year terms during the Board meeting coincident to the Annual Meeting. If a vacancy occurs in a Regional Director position, the Board will elect another member from that region to complete the unexpired portion of the term. The election will occur at the next Board meeting following the vacancy occurring.

Proposed: The Board of Directors is responsible for defining the regions that form the constituencies of the Regional Directors.

Explanation: Not specifying a maximum number of regions allows flexibility in the need to adjust regions if necessary.

- Increased **FLEXIBILITY** for Board to action: ✓
- Encourages / fosters increased **MEMBERSHIP**: ✓
- Enhances **BOARD GOVERNANCE**: ✓

Proposed Change #4

Proposed Change #4: Article IX, Section 4(d)

Current: If, after election to the Board as a Unit Director, a Director retires, or is transferred from the unit from which elected, he may serve until the next Annual Meeting. A Director who retires or transfers while serving on the Executive Committee may be designated Special Director-at-Large until his term ends or until appointment to represent his newly assigned command. A Director who is elected to the Executive Committee after having retired or transferred from the unit from which elected, may be designated Special Director-at-Large until his term of office ends. No more than two Board members may serve as special directors-at-large at any one time.

Proposed: If, after election to the Board as a Unit Director, a Director retires, or is transferred from the unit from which elected, he or she may serve until the next Annual Meeting **as an At Large Director**. A Director who retires or transfers while serving on the Executive Committee may be designated as an **At Large Director** until his or her term ends or until appointment to represent his or her newly assigned command, **but not to exceed six (6) consecutive years**.

Explanation: To allow flexibility on whom and how long a Director serves on the board for the good of the Association. Also gives definition of At Large Director.

- Increased **FLEXIBILITY** for Board to action: ✓
- Enhances **BOARD GOVERNANCE**: ✓

Proposed Change #5

Proposed Change #5a: Article IX, Section 2

Current: NUMBER. The Board of Directors shall consist of twenty-three (23) members of the Association. These twenty-three (23) members shall consist of the President, President-Elect, sixteen (16) Military Forces Directors, three (3) Regional Directors, and a Family Readiness Director. Three (3) At Large Directors may be added as required in accordance with Article IX, Section 3(e). The membership of the Board of Directors shall at no time be composed of less than one-third Officer or one-third Enlisted Unit Directors.

Proposed: NUMBER. The Board of Directors shall consist of **no less than three (3) and no more than twenty-five (25)** members of the Association. These members shall consist of the President, President-Elect, **Unit Directors, Junior Enlisted Directors, TXARNG and TXANG Recruiting and Retention (R&R) Directors**, Regional Directors, and a Family Readiness Director. **At Large Directors may be added at the discretion of the Board of Directors.** The membership of the Board of Directors shall at no time be composed of less than one-third Officer or one-third Enlisted Unit Directors.

Explanation: Providing a range for the number of board members provides flexibility if and when changes are needed in the future. Texas state law requires a minimum of three (3) directors. At Large Directors allow the board to designate additional board members if a board member quickly departs or if new talent can fill a needed skill set. Adding Junior Enlisted and R&R Directors will allow the Association to connect further with younger Guardsmen to grow membership.

- Increased **FLEXIBILITY** for Board to action: 
- Enhances **BOARD GOVERNANCE**: 

Proposed Change #5b: Article IX, Section 3(a)

Current: Unit Directors. Nominated by Unit Commander and elected by the delegates at the Annual Meeting.

- HQ, Joint Forces Texas - 1 Director (Officer or Enlisted Member, to be rotated)
- ARNG Non-Divisional Units - 1 Director (Officer or Enlisted Member, to be rotated)
- Div Troops, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 72nd FSAB , 36ID- 1 Director (Officer and Enlisted Member)
- 56th IBCT, 36ID - 2 Directors (Officer and Enlisted Member)
- 36th CAB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 176th EN BDE, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 71st EMIB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 36th SUST BDE, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 136th MEB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
- 136th Airlift Wing - 1 Director (Officer or Enlisted Member, to be rotated)
- 147th Reconnaissance Wing - 1 Director (Officer or Enlisted Member, to be rotated)
- 149th Fighter Wing - 1 Director (Officer or Enlisted Member, to be rotated)
- Non-Flying Air NG Units - 1 Director (Officer or Enlisted Member, to be rotated)
- Texas State Guard - 1 Director (Officer or Enlisted Member, to be rotated)

Proposed: Unit Directors. Nominated by Unit Leadership and elected by the delegates at the Annual Meeting.

- HQ, Joint Forces Texas
- HQ, TXARNG
- 71st Troop Command
- Div Troops, 36ID
- 72nd IBCT, 36ID
- 56th IBCT, 36ID
- 36th CAB, 36ID
- 176th EN BDE, 36ID
- 71st EMIB, 36ID
- 36th SUST BDE, 36ID
- 136th MEB, 36ID
- HQ, TXANG
- 136th Airlift Wing
- 147th Attack Wing
- 149th Fighter Wing
- TXARNG Rec & Ret Cmd
- TXANG Rec & Ret Cmd

Explanation: ARNG, Non-Divisional Units, 72nd FSAB, 147th Reconnaissance Wing and Non-Flying Air NG Units are name changes due to reorganizations. The addition of HQ, TXARNG and TXARNG & TXANG Recruiting and Retention Directors is essential to connect NGAT with the organizations that can impact NGAT’s membership base. The deletion of the Texas State Guard Director is due to their wish to withdraw their membership from NGAT. NGAT will still allow members of the TXSG to join and participate in the association, they will just not have representation on the board of directors.

- Encourages / fosters increased **MEMBERSHIP:** 
- Enhances **BOARD GOVERNANCE:** 

Proposed Change #5c: Article IX, Section 3(b)

Current: Regional Directors. Three (3) Directors, one retired or former member of the Texas Military Forces from each of three regions, to be elected by the Board of Directors.

Proposed: Junior Enlisted Directors. One (1) Army and one (1) Air, E5 and below, as selected by the Command Senior Enlisted Leader.

Explanation: Adding Junior Enlisted Directors will allow NGAT to connect further with younger Guardsmen to grow membership.

- Encourages / fosters increased **MEMBERSHIP:** 

Proposed Change #5d: Article IX, Section 3(c)

Current: Family Readiness Director. One (1) Director, to be nominated by the Joint Forces Headquarters Chief of Staff, and elected by the Board of Directors. The Family Readiness member may not serve on the Executive Committee.

Proposed: Regional Directors. No more than three (3) Directors, that are retired or former members of the National Guard or Texas State Guard will be elected by the Board of Directors.

Explanation: Re-lettering (b) Regional Directors due to changing it to Junior Enlisted Directors. Not specifying a maximum number of Regional Directors provides flexibility if a director quickly departs or if new talent can fill a needed skill set.

- Administrative update due to other changes.

Proposed Change #5e: Article IX, Section 3(d)

Current: At Large Directors. A maximum of three (3) Directors, so designated by the Board, who are serving on the Executive Committee at the time of transfer or reassignment from their unit. The affected Director may continue service on the Board as an At Large Director until his original term expires, or until election as President-Elect.

Proposed: Family Readiness Director. One (1) Director, to be nominated by the Joint Forces Headquarters Chief of Staff, and elected by the Board of Directors. The Family Readiness member may not serve on the Executive Committee.

Explanation: Re-lettering (c) Family Readiness Director due to changing it to Regional Directors.

- Administrative update due to other changes.

Proposed Change #5f: Article IX, Section 3(e)

Current: Elected Directors. Two (2) Directors, the President and President-Elect. Once a Director is elected President-Elect, a new Unit Director shall be elected by the delegates at the same Annual Meeting.

Proposed: At Large Directors. Other members of the Association may serve on the board at the discretion of the Board of Directors.

Explanation: Re-lettering (d) At Large Directors due to changing it to Family Readiness. Redefining the definition of At Large Director to allow flexibility in number of Directors serving at one time and bringing on new talent to fill a needed skill set.

- Administrative update due to other changes.

Proposed Change #5g: Article IX, Section 3(f)

Current: BLANK

Proposed: Elected Directors. Two (2) Directors, the President and President-Elect.

Explanation: Re-lettering (e) Elected Directors due to changing it to At Large Directors. Deleted “Once a Director is elected President-Elect, a new Unit Director will be elected by the delegates at the same Annual Meeting.” It will not always be a Director or Unit Director elected as President-Elect. A member can run from the floor for President-Elect.

- Administrative update due to other changes.

Current Board Composition:

HQ, Joint Forces Texas - 1 Director (Officer or Enlisted Member, to be rotated)
 ARNG Non-Divisional Units - 1 Director (Officer or Enlisted Member, to be rotated)
 Div Troops, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 72nd FSAB , 36ID- 1 Director (Officer and Enlisted Member)
 56th IBCT, 36ID - 2 Directors (Officer and Enlisted Member)
 36th CAB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 176th EN BDE, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 71st EMIB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 36th SUST BDE, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 136th MEB, 36ID - 1 Director (Officer or Enlisted Member, to be rotated)
 136th Airlift Wing - 1 Director (Officer or Enlisted Member, to be rotated)
 147th Reconnaissance Wing - 1 Director (Officer or Enlisted Member, to be rotated)
 149th Fighter Wing - 1 Director (Officer or Enlisted Member, to be rotated)
 Non-Flying Air NG Units - 1 Director (Officer or Enlisted Member, to be rotated)
 Texas State Guard - 1 Director (Officer or Enlisted Member, to be rotated)
 Regional Directors (x3)
 Family Readiness Director

Proposed Board Composition:

HQ, Joint Forces Texas
 HQ, TXARNG
 71st Troop Command
 Div Troops, 36ID
 72nd IBCT, 36ID
 56th IBCT, 36ID (Only 1)
 36th CAB, 36ID
 176th EN BDE, 36ID
 71st EMIB, 36ID
 36th SUST BDE, 36ID
 136th MEB, 36ID
 HQ, ANG
 136th Airlift Wing
 147th Attack Wing
 149th Fighter Wing
 TXARNG Rec & Ret Cmd
 TXANG Rec & Ret Cmd
 Regional Directors (variable, now x3)
 Family Readiness Director
 TXARNG Junior (E5 and below) Director
 TXANG Junior (E5 and below) Director

Color Legend:

No Change (other name simplification)
 Adjusted or Accounted For Director Allocation
 Removed Position
 Added Position

- 27 = **Current** max number of board members
- 25 = **Amended** max number of board members

Contact Executive Director, Marvin Harris, at mharris@ngat.org to submit any written comments on these proposed bylaws amendments.



Proposed Changes to Bylaws

January 31, 2021