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Chief Warrant and Warrant Officers Association, USCG  
c/o Michael Little  
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Unit B  
Cape May, NJ 08204

Report of the Bylaws Committee

The Bylaws Committee (BLC) comprised of CWO4 William Iozzino, USCG (Ret), as Chairman, committee members CWO4 Bill Mattoon, USCG (Ret), CWO2 Nik Schultz, USCG and CWO4 Chris Westerdahl, USCG (ex-officio member) reviewed several items within the Bylaws that if changed would impact the other, to simplify the proposed changes these items are being grouped into one recommendation (Encl 1), with the primary focus to create a new position on the Board of Directors (BOD) that will provide representation for Active Duty Members of the Association. Please see Enclosure 1 for a detailed review of recommended changes.

Sincerely,

A handwritten signature in blue ink that reads "W. Iozzino, CWO4". The signature is written in a cursive style.

William Iozzino, CWO4 USCG (Ret)  
Chairman  
CWOA Bylaws Committee

Encl: Topic #1 Vice President of Active Duty Affairs

Topic #1:

1) **Vice President of Active Duty Affairs:** While reviewing the Bylaws as related to the BOD the BLC noted a lack of direct representation of the Associations Active Duty Members. The Association is comprised of three main groups Active Duty, Reserve and Retired members. The Reserve and Retired members of the Association are represented on the BOD by the VP of Reserve and Retired Affairs while the Active Duty Members have no direct representative on the BOD. It has been said that the job of the President, and VP is to represent the Active Duty members of the Association. The responsibilities and focus of the President and the VP are **ALL MEMBERS of the ASSOCIATION** not just the Active Duty members. By relying on the President and the VP to represent the Active Duty, it can split their focus. Since there is no longer a requirement for members of the board to be a Active Duty members it is possible for the Board to have no Active Duty Members, because of this, the BLC is recommending a new position on the BOD be created (**Vice President of Active Duty Affairs**) that focuses on the priorities of the Active Duty members of the Association in the same manner as the Reserve and Retired members are represented.

2) **Immediate Past President:** The BLC reviewed the position of the Immediate Past Presidents (IPP) role on the Board of Directors (BOD). The bylaws state the IPP is a member of the BOD but does not count him as a member of the Board.

**Article I Section 1. Board of Directors**

“The Board shall be composed of the six Association officers who shall serve as the Board of Directors”

The BOD is comprised of six officers President, Vice President, VP Retired Affairs, VP Reserve Affairs, Secretary and Treasurer. Since the IPP is not counted in the BOD (underlined above) as the seventh BOD member the IPP is not a voting member of the Board. The BLC researched the original intent of the IPP and was able to determine the IPPs role is to be an advisor to the BOD and not a voting member of the Board. The current Bylaws regarding the IPP are contradictory by saying the IPP is a member of the board but then says there are only six members, meaning there are only six voting members of the board. Since the intent was for the IPP to serve as an advisor and the BOD can call whomever they wish to advise them, the BLC is recommending reference to the IPP be removed from the Bylaws to remove any confusion of the IPPs role on the BOD.

3) **Qualification for Office:** The BLC reviewed the Qualification for Office of the President, Vice President, Secretary, and Treasurer as relates to the Geographical filter that limits the offices to the Washington Baltimore area.

**Article IV Association Officers**

**Section 2. Qualification for Office**

“Only chief warrant and warrant officers, who are Regular Members in good standing residing in the Washington-Baltimore areas shall be eligible for nomination to or hold the office of”

With the advances in technology to conduct Virtual Meetings to conduct official business the BLC no longer believes there is a need to restrict the pool of candidates to the Washington Baltimore area.

a) With regard to the President of the Association being able to meet with the Commandant of the Coast Guard, it can take several weeks to get on the Commandants schedule which leaves plenty of time to coordinate travel for any in person meeting. One annual meeting with the Commandant is not sufficient reason to restrict the pool of candidates for office of the Association President.

The BLC is recommending the Geographical filters required to be an Association Officer be removed.

4) **TENURE OF OFFICE:** The BLC reviewed the tenure in office requirements for the BOD and recommend the TERM LIMITS for the Treasurer and Secretary be removed, Article IV Section 5. TENURE IN OFFICE. This will allow the Association to retain the corporate knowledge gained to the benefit of the Association

**Article IV Association Officers**

**Section 5. Tenure in Office**

c. Any elected officer is eligible to succeed himself, but no elected officer shall serve more than two (2) full terms consecutively in the same office.

5) **Permanent Finance Committee:** As a result of the recommended change listed above Article V Section 2. Permanent Finance. of the Bylaws will need to be updated. Upon reviewing this section the BLC noted that the PFC is made up of primarily BOD members and finds this to be excessive.

**Article V Section 2. Permanent Finance**

A Permanent Finance Committee  
comprised of at least nine  
members, including the six  
Association officers

The BLC recommends the structure of the PFC be updated from six BOD members to the President, Vice President, Treasurer, and four regular members for a total of 7 PFC members three from the BOD and four Regular Members.

**RECOMMENDATION:**

**Amend:** ARTICLE I ORGANIZATION Section 1. Board of Directors: from six Association Officers to seven Association Officers so the Board of Directors is made up of seven Officers to include the Vice President of Active Duty Affairs.

**Delete:** The Immediate Past President from ARTICLE I ORGANIZATION Section 1. BOARD OF DIRECTORS.

**Delete:** The geographical filter from the offices of President, Vice President, Secretary and Treasurer ARTICLE IV ASSOCIATION OFFICERS Section, 2 QUALIFICATION FOR OFFICE paragraphs (a) and (d).

**Add:** Paragraph (e) to ARTICLE IV ASSOCIATION OFFICERS Section, 2 QUALIFICATION FOR OFFICE (Adds VP of Active Duty Affairs).

**Add:** Paragraph (f) to ARTICLE IV ASSOCIATION OFFICERS Section, 2 QUALIFICATION FOR OFFICE.

**Move:** “The Executive Director of the Association shall not be eligible to run for any board of directors position within the CWOA due to conflict of interest.” from ARTICLE IV ASSOCIATION OFFICERS Section, 2 QUALIFICATION FOR OFFICE paragraph (a) to paragraph (f).

**Amend:** ARTICLE IV ASSOCIATION OFFICERS Section 5. TENURE IN OFFICE c. to include the VP of ACTIVE DUTY AFFAIRS and remove the terms limits for the Secretary and the Treasurer.

**Change:** ARTICLE V COMMITTEES Section 2. PERMANENT FINANCE. to read as follows

**Section 2. PERMANENT FINANCE.**

A Permanent Finance Committee comprised of seven members, including the President, Vice President, Treasurer and four regular members of the Association shall be appointed promptly after the Annual Meeting. No member of the committee may be employed as a salesman of Mutual Funds. The chairman of this committee will be elected by the membership of the committee. The duties of this committee shall be as follows

Current

**ARTICLE I  
ORGANIZATION**

**Section 1. BOARD OF DIRECTORS.**

The overall administration of the Association shall be entrusted to a board of directors. The Board shall be composed of the **six** Association officers who shall serve as the Board of Directors, with the President serving as Chairman of the Board. ~~At such time there is a new President, the immediate Past President shall also serve as a member of the Board of Directors.~~ The board of directors:

Recommended

**ARTICLE I  
ORGANIZATION**

**Section 1. BOARD OF DIRECTORS.**

The overall administration of the Association shall be entrusted to a board of directors. The Board shall be composed of the **seven** Association officers who shall serve as the Board of Directors, with the President serving as Chairman of the Board. The board of directors:

Current

**ARTICLE IV**

**ASSOCIATION OFFICERS**

**Section 2. QUALIFICATION FOR OFFICE.**

a. Only chief warrant and warrant officers, who are Regular Members in good standing ~~residing in the Washington-Baltimore areas~~ shall be eligible for nomination to or hold the office of President and Vice President. If the President or Vice President is promoted to a grade higher than the rank of chief warrant officer, he or she shall be allowed to continue in the term of office to which elected, provided all other conditions of Article IV, Section 2.a. are met. ~~The Executive Director of the Association shall not be eligible to run for any board of directors position within the CWOA due to conflict of interest.~~

b. Any regular member in good standing who is retired shall be eligible for nomination to or hold the office of Vice President of Retired Affairs.

c. Any regular member in good standing who is a member of the Reserve component shall be eligible for nomination to or hold the office of Vice President of Reserve Affairs.

d. Any Regular Member ~~stationed or residing in the Washington-Baltimore area~~, in good standing, shall be eligible for nomination to or hold the offices of Secretary or Treasurer. ~~In the absence of two candidates for secretary or treasurer from the Washington-Baltimore area, the office vacancy may be opened to any regular member within the continental United States.~~

Recommended

**ARTICLE IV**

**ASSOCIATION OFFICERS**

**Section 2. QUALIFICATION FOR OFFICE.**

a. Only Chief Warrant and Warrant Officers, who are Regular Members in good standing shall be eligible for nomination to or hold the office of President and Vice President. If the President or Vice President is promoted to a grade higher than the rank of Chief Warrant officer, they shall be allowed to continue in the term of office to which elected, provided all other conditions of Article IV, Section 2.a. are met.

b. Any regular member in good standing who is retired shall be eligible for nomination to or hold the office of Vice President of Retired Affairs.

c. Any regular member in good standing who is a member of the Reserve component shall be eligible for nomination to or hold the office of Vice President of Reserve Affairs.

d. Any Regular Member in good standing, shall be eligible for nomination to or hold the office of Secretary or Treasurer.

e. Any Regular Member in good standing who is on active duty, shall be eligible for nomination to or hold the office of Vice President of Active Duty Affairs.

f. The Executive Director of the Association shall not be eligible to run for any board of directors position within the CWOA due to conflict of interest.

Current

**ARTICLE IV  
ASSOCIATION OFFICERS**

**Section 5. TENURE IN OFFICE**

c. Any elected officer is eligible to succeed **himself**, but no elected officer shall serve more than two (2) full terms consecutively in the same office.

Recommended

**ARTICLE IV  
ASSOCIATION OFFICERS**

**Section 5. TENURE IN OFFICE**

c. Any elected officer is eligible to succeed themselves, except the positions of President, Vice President, Vice President of Retired Affairs, Vice President of Reserve Affairs and Vice President of Active Duty Affairs shall not serve more than two (2) consecutive terms. The positions of Secretary and Treasurer will have no term limits set.



Current

**ARTICLE V  
COMMITTEES**

**Section 2. PERMANENT FINANCE.**

A Permanent Finance Committee comprised of ~~at least nine members, including the six Association officers,~~ shall be appointed promptly after the Annual Meeting. No member of the committee may be employed as a salesman of Mutual Funds. The chairman of this committee will be elected by the membership of the committee. The duties of this committee shall be as follows:

Recommended

**ARTICLE V  
COMMITTEES**

**Section 2. PERMANENT FINANCE.**

A Permanent Finance Committee comprised of ~~seven members, including the President, Vice President, Treasurer and four regular members of the Association~~ shall be appointed promptly after the Annual Meeting. No member of the committee may be employed as a salesman of Mutual Funds. The chairman of this committee will be elected by the membership of the committee. The duties of this committee shall be as follows: