GRC Referral:

In June 2026, the GRC requested that the Bylaws Panel review Bylaw 410.3(c).The term "supervisory", in particular, has caused confusion. In addition, the GRC requested that the panel review Bylaw 342.5. The fiscal year has changed since this Bylaw was approved. The fiscal year is now July 1 - June 30 and the auditor's report is prepared after June 30 and after the April meeting.

Proposed Changes to the Bylaws:

Bylaw and Context	Current	Proposed	Rationale
410.3(c) Section 400-Board of Directors Subsection 410-Terms and Elections	A Member Owner who is or becomes a supervisory employee at HWFC may not simultaneously serve on the Board. A supervisory employee is one to whom other HWFC staff directly report.	A Member Owner who is or becomes a salaried employee at HWFC may not serve on the Board.	Based on a review of job descriptions provided by HR of Department Managers and Administrative staff, the Panel concluded that defining "supervisory employee" as "one to whom other HWFC directly report" is ambiguous and confusing. The Panel recommends using the term “salaried” when identifying employees who may not become a Director on the Board. We believe this is a more straightforward way to define Staff who may have conflicts of interest. Salaried employees include Department heads/Managers as well as senior management and other such employees.
342.5 Section 342-Regular Membership Meetings	The annual Membership Meeting shall be held in April. It shall include the election of Directors,an annual report prepared by the Board,an auditor’s report, and such other business as may be necessary.	The annual Membership Meeting shall be held in April. It shall include the election of Directors,an annual report prepared by the Board,~~an auditors report~~, and such other business as may be necessary. An auditor’s report will be completed within 90 days after the close of the fiscal year and presented at the next regular membership meeting after the report is due.	The Panel confirmed that the fiscal year runs from July 1st to June 30th and that the audit work happens after the close of the fiscal year. The Panel proposes amending the bylaws language to associate the timing of the report with the fiscal calendar avoiding use of any specific month. We propose 90 days as a reasonable timeframe.