DEMOCRATS ABROAD UK

BYLAWS

*These are of the Bylaws of Democrats Abroad UK, as approved by the Council of Democrats Abroad UK on February 1, 2020.*

**ARTICLE I – NAME**

**Section 1.1** The name of this organization is Democrats Abroad UK.

**ARTICLE II. PURPOSES**

**Section 2.1** The purpose of this organization is to advance the interests of the Democratic Party of the United States, maintain the Party's organization in the United Kingdom in order to provide its members with a vehicle for the conduct of its activities and support of its candidates, to represent the interests of the members of the Democratic Party who reside in the United Kingdom, and, when appropriate, represent the Democratic Party in the United Kingdom and its members. Democrats Abroad UK is the official body of the Democratic Party of the United States in the United Kingdom.

**Section 2.2** The Democratic Party of the United States has recognized the Democratic Party

Committee Abroad (DPCA) as the official organization representing American Democrats who reside outside the United States of America. Democrats Abroad UK has in turn been recognized by the DPCA as the official organization representing American Democrats who reside in the United Kingdom.

**Section 2.3** This organization shall not participate in the political activities of any country other than the United States of America.

**ARTICLE III. MEMBERSHIP**

**Section 3.1** Any American citizen of voting age living in the United Kingdom who supports the principles of the Democratic Party of the United States and who wishes to belong is eligible to join.

**Section 3.2** No oath of loyalty, fees or dues, or past voting record shall be required as a condition of membership.

**Section 3.3** Associate membership is offered to American young persons who have not yet reached voting age who otherwise would be eligible for membership.

**Section 3.4** Members shall be entitled to participate in, and shall be eligible for election in the

elections held at, the Elections Meeting referenced in Section 10.3 only if they are members of Democrats Abroad UK on January 31 of the year in which the general meeting is held and remain members continuously on all dates from January 31 until and including the date of the general meeting.

**ARTICLE IV. THE COUNCIL**

**Section 4.1** There shall be a Council composed of no fewer than 15 members. All members of the Council shall be members of the organization and shall be supporters of the Democratic Party. The purpose of the Council is to promote the interests and activities of Democrats Abroad UK. All Officers, Voting Representatives, Non-Voting Representatives, and Executive Committee members are automatically members of the DAUK Council but shall not count toward the 15 member minimum.

**Section 4.2** The Council shall be elected at the Elections Meeting specified in Section 10.3.

**Section 4.3** The number to be elected to the Council shall be determined by the Executive

Committee and shall be set forth in the call for the meeting.

**Section 4.4** Additional members may be added to the Council from time to time by a two-thirds vote of the Council members present at any duly held meeting of the Council.

**Section 4.5** When electing members to the Council every effort shall be made to ensure that all elements of the Democratic Party and the American community in the United Kingdom are represented. Each regional chapter of the organization shall be entitled to elect two members of the Council in such form as agreed with the Executive Committee of Democrats Abroad UK or, in absence of such agreement, the Chair and Vice Chair of a chapter shall be deemed to be elected as members of the Council. Council members representing regional chapters under this section shall be in addition to the members of the Council referenced previously in section 4.1 and shall not count towards the 15 member minimum for the size of the Council.

**Section 4.6**

A member of the Council shall cease to be a member of the Council if they have:

1. Resigned from the Council;
2. Failed to meet the requirements for Council membership; or
3. Missed two consecutive meetings of the Council. However, a member of the Council shall not be deemed to have missed a meeting for the purposes of this section if they submit apologies for their absence and the Council agrees prior to the conclusion of the respective meeting to accept said apologies.

**Section 4.7** Voting for Council members during the Elections Meeting in Section 10.3 shall be by such method as the Elections Committee shall determine, provided that a secret ballot shall not be used. A majority of those present and voting shall elect the Council.

**ARTICLE V. OFFICERS**

**Section 5.1** The Officers shall consist of a Chair, a Vice Chair, a Secretary and a

Treasurer.

**Section 5.2** The Chair and the Vice Chair shall not be of the same gender.

**Section 5.3** Officers shall be elected from the membership.

**Section 5.4 Duties of Officers:**

(a) The Chair shall be the Chief Executive Officer of the organization, shall preside at all meetings of the organization, of the Executive Committee and of the Council, shall have responsibility for the day to day activities of the organization, shall have responsibility for all activities approved and undertaken by the Executive Committee or the Council, shall appoint such committees as necessary for the execution of the activities of Democrats Abroad UK and shall attend meetings of the DPCA.

(b) The Vice Chair shall act in the absence of the Chair, shall undertake such other specific duties as the Chair may direct and shall attend meetings of the DPCA.

(c) The Secretary shall maintain or have access to a list of members of the organization, minutes of all general meetings of the organization and meetings of the Council and the Executive Committee, and shall keep all files and administrative records of the Council and Executive Committee available for inspection by any member. However, the duty for taking minutes of the Elections Meeting referenced in section 10.3 shall be assigned to a person designated by the Elections Committee, provided that the person so assigned shall become ineligible to be nominated for or elected to a position at the Elections Meeting as an Officer, Voting Representative, Non-Voting Representative, or member of the Executive Committee.

(d) The Treasurer shall be responsible for the financial management of the organization including the preparation of the budget, and shall be responsible for financial record keeping and reporting as required by law.

**Section 5.5** Election of Officers: Officers shall be elected at the Elections Meeting specified in Section 10.3.

**Section 5.6** No person shall be elected to the same position as Chair or Vice Chair for more than two consecutive terms. For the purposes of this section, a person shall be deemed to have served a term if they were elected to that term at the Elections Meeting for that term or if they served or acted within the respective role for at least 366 days of the term.

**Section 5.7** Officers shall serve for terms of two years or until successors are elected or they resign or are removed from office. Officers may be removed by a two-thirds vote of the members of the Council present at a Council meeting for any breach of fiduciary duty or other unacceptable conduct that seriously harms the interests of the organization, the Democratic Party Committee Abroad, or the Democratic Party of the United States of America.

**Section 5.8** Where the DPCA determines in accordance with the Charter of the DPCA that the Chair or Vice Chair has ceased to be a member of the DPCA, such determination shall be deemed to be a resignation by the Chair or Vice Chair (as the case may be), giving rise to a vacancy. However, such a deemed resignation shall apply only to an order of suspension and shall not apply to a temporary suspension pending further investigation or action by the DPCA.

**Section 5.9** In the event of a vacancy for Chair, the Vice Chair shall become Chair and this shall give rise to a vacancy for Vice Chair, which shall be filled in accordance with Section 5.10. If a vacancy for Chair fails to be filled by the foregoing provisions of this section, then the following shall apply:

1. The Council may choose a member of the organization to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above, the Executive Committee may appoint a member of the organization to act as Chair until such time as the Council exercises its power under subsection (a) above;
3. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above and prior to the ability of the Executive Committee to exercise its power under subsection (b) above, the Secretary may appoint a member of the organization to act as Chair until the earlier of the Council exercising its power subsection (a) above or the Executive Committee exercising its power under subsection (b) above.

**Section 5.10** For vacancies for Officer positions other than Chair, the following shall apply:

1. The Council may choose a member of the organization to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its power under subsection (a) above, the Executive Committee may appoint a member of the organization to act in the relevant officer role until such time as the Council exercises its power under subsection (a) above;
3. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above and prior to the ability of the Executive Committee to exercise its power under subsection (b) above, the Chair may appoint a member of the organization to act in the relevant officer role until the earlier of the Council exercising its power under subsection (a) above or the Executive Committee exercising its power under subsection (b) above.

**Section 5.11** Voting for Officers at the Elections Meeting referenced in Section 10.3 shall be by such method as the Elections Committee shall determine, provided that a secret ballot shall not be used. A majority vote of those present and voting shall elect the Officers.

**Section 5.12** The Officers are subject to affirmative action rules as defined in The Charter and The Bylaws of the Democratic National Committee and the DPCA.

**ARTICLE VI. VOTING REPRESENTATIVES TO THE DPCA**

**Section 6.1** Description: The members of Democrats Abroad UK are represented in the DPCA by the Chair and Vice-Chair of Democrats Abroad UK and such Voting Representatives as may be authorized by the DPCA Charter. DPCA votes are allocated to Democrats Abroad UK from time to time in accordance with the terms of the DPCA Charter, and such votes may be cast by the Chair, the Vice Chair, and the Voting Representatives (or by their valid proxies).

**Section 6.2** Duties: Voting Representatives may also be, but need not be, elected members of the Executive Committee. Voting Representatives shall endeavour to remain continually informed of issues arising at the DPCA, and of the desires of the members of DAUK in respect of those issues. They are expected to attend meetings of the DAUK Executive Committee (if not Executive Committee members in their own right) at which issues relevant to DPCA are on the agenda. They are expected to attend all DPCA meetings at which they are entitled to vote, either electronically (using methods approved by the DPCA) or in person; if they are unable to attend, they are expected to arrange effective proxies as allowed by the rules of the DPCA.

**Section 6.3** Election: The Voting Representatives shall be nominated and elected in the same

manner and at the same time as the Officers. Voting Representatives may be removed by a two-thirds vote of the members of the Council present at a Council meeting for any breach of fiduciary duty or other unacceptable conduct that seriously harms the interests of the organization, the Democratic Party Committee Abroad, or the Democratic Party of the United States of America.

**Section 6.4** Term: DPCA Voting Representatives shall serve for terms of two years or until successors are elected or they resign or are removed from office.

**Section 6.5** Gender: Gender balance rules of the Democratic Party apply to the Voting

Representatives. Persons whose gender is non-binary may be elected as Voting Representatives and non-binary persons may be elected in any number up to the total number of Voting Representatives to be elected. For all members of the DPCA Voting Delegation (consisting of the Chair, Vice Chair, and Voting Representatives), the number of persons with a binary gender shall, to the maximum extent possible, be balanced between males and females.

**Section 6.6** Gender (Continued): With respect to the members of the DPCA Voting Delegation (consisting of the Chair, Vice Chair, and Voting Representatives), members of the said delegation shall have an equal number of males and females except where the combined total of male and female members of the DPCA Voting Delegation is an odd number because of (a) the size of the DPCA Voting Delegation being an odd number and/or (b) the election of one or more persons of a non-binary gender. Where it is permitted under this section to allow a difference between the total number of males and females in the DPCA Voting Delegation, the difference shall only be one.

**Section 6.7** Number of Voting Representatives: The number of Voting Representatives shall be established by the Executive Committee of Democrats Abroad UK within the terms allowed by the DPCA Charter.

**Section 6.8** Allocation of DPCA Votes: The DPCA votes allocated to Democrats Abroad UK from time to time shall (to the extent possible) be allocated evenly among the Chair, the Vice Chair and all Voting Representatives, such that each of these persons has exactly one vote as long as such allocation is permitted or required by the DPCA Charter. However, nothing in these Bylaws shall restrict the use of proxy voting in the manner and extent allowed by the DPCA.

**Section 6.9** Where the DPCA determines in accordance with the Charter of the DPCA that a Voting Representative has ceased to be a member of the DPCA, such determination shall be deemed to be a resignation by the respective Voting Representative, giving rise to a vacancy. However, such a deemed resignation shall apply only to an order of suspension and shall not apply to a temporary suspension pending further investigation or action by the DPCA.

**Section 6.10** Where a vacancy arises for a Voting Representative, an elected Non-Voting Representative may be chosen to become a Voting Representative as follows, provided that the gender of the person chosen must be such as will comply with the gender balance requirements that apply to the election of Voting Representatives under these bylaws and the gender balance requirements imposed by the Charter of the DPCA:

1. The Council may choose an elected Non-Voting Representative to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its power under subsection (a) above, the Executive Committee may appoint an elected Non-Voting Representative to act as Voting Representative until such time as the Council exercises its power under subsection (a) above;
3. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above and prior to the ability of the Executive Committee to exercise its power under subsection (b) above, the Chair may appoint an elected Non-Voting Representative to act as Voting Representative until the earlier of the Council exercising its power under subsection (a) above or the Executive Committee exercising its power under subsection (b) above.

**Section 6.11** Vacancies (continued): Where there is not a Non-Voting Representative available to be appointed pursuant to Section 6.10 or the only Non-Voting Representatives available would, if appointed, result in breach of gender balance requirements, the following shall apply:

1. The Council may choose a member of the organization to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its power under subsection (a) above, the Executive Committee may appoint a member of the organization to act as Voting Representative until such time as the Council exercises its power under subsection (a) above;
3. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above and prior to the ability of the Executive Committee to exercise its power under subsection (b) above, the Chair may appoint a member of the organization to act as Voting Representative until the earlier of the Council exercising its power under subsection (a) above or the Executive Committee exercising its power under subsection (b) above.

**Section 6.12** Voting for Voting Representatives at the Elections Meeting referenced in Section 10.3 shall be by such method as the Elections Committee shall determine, provided that a secret ballot shall not be used. A majority vote of those present and voting shall elect the Voting Representatives.

**ARTICLE VII. NON-VOTING REPRESENTATIVES**

**Section 7.1** Description and duties: The organization shall elect a number of Non-Voting Representatives to the DPCA to the extent allowed by the DPCA Charter. Non-Voting Representatives shall endeavour to remain continually informed of issues arising at the DPCA, and of the desires of the members of DAUK in respect of those issues. They are expected to attend meetings of the DAUK Executive Committee (if not Executive Committee members in their own right) at which issues relevant to DPCA are on the agenda. They are expected to attend all DPCA meetings at which they are entitled to participate, either electronically (using methods approved by the DPCA) or in person.

**Section 7.2** Election: The Non-Voting Representatives shall be nominated and elected in the same manner and at the same time as the Officers. Non-Voting Representatives may be removed by a two-thirds vote of the members of the Council present at a Council meeting for any breach of fiduciary duty or other unacceptable conduct that seriously harms the interests of the organization, the Democratic Party Committee Abroad, or the Democratic Party of the United States of America.

**Section 7.3** Term: DPCA Non-Voting Representatives shall serve for terms of two years or until successors are elected or they resign or are removed from office or they become Voting Representatives in accordance with Section 6.10 above.

**Section 7.4** Gender: Gender balance rules of the Democratic Party apply to the Non-Voting

Representatives. Persons whose gender is non-binary may be elected as Non-Voting Representatives and non-binary persons may be elected in any number up to the total number of Voting Representatives to be elected. The positions filled by persons with a binary gender shall be, to the maximum extent possible, be balanced between males and females.

**Section 7.5** Gender (Continued): It shall only be permissible to have any difference in the number of male and female Non-Voting Representatives elected where the combined total of male and female Non-Voting Representatives is an odd number because of the size of the total delegation of Non-Voting Representatives being an odd number and/or the election of one or more persons of a non-binary gender. Where it is permitted under this section to allow a difference between the total number of male and female Non-Voting Representatives, the difference shall only be one.

**Section 7.6** Number of Non-Voting Representatives: The number of Non-Voting Representatives shall be established by the Executive Committee of Democrats Abroad UK within the terms allowed by the DPCA Charter.

**Section 7.7** Where the DPCA determines in accordance with the Charter of the DPCA that a Non-Voting Representative has ceased to be a member of the DPCA, such determination shall be deemed to be a resignation by the respective Non-Voting Representative, giving rise to a vacancy. However, such a deemed resignation shall apply only to an order of suspension and shall not apply to a temporary suspension pending further investigation or action by the DPCA.

**Section 7.8** Subject to section 7.9, a vacancy for a Non-Voting Representative may be filled as follows:

1. The Council may choose a member of the organization to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its power under subsection (a) above, the Executive Committee may appoint a member of the organization to act as Non-Voting Representative until such time as the Council exercises its power under subsection (a) above;
3. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above and prior to the ability of the Executive Committee to exercise its power under subsection (b) above, the Chair may appoint a member of the organization to act as Non-Voting Representative until the earlier of the Council exercising its power under subsection (a) above or the Executive Committee exercising its power under subsection (b) above.

**Section 7.9** Only Non-Voting Representatives who are elected at the Elections Meeting referenced in section 10.3 (rather than selection pursuant to section 7.8) shall be eligible to become Voting Representatives via the procedure specified in section 6.10

**ARTICLE VIII. COMMITTEES**

**Section 8.1** There shall be an Executive Committee of eight members, plus the Officers, who will meet with and advise the Chair on a frequent basis.

**Section 8.2** The Chair or any two members of the Executive Committee can call for a meeting of the Executive Committee at any time. At least one week's notice will be given unless the Chair otherwise determines and no two members promptly object.

**Section 8.3** The Executive Committee shall be empowered to review and approve the Chair's

activities, confirm the appointment of committee chairs and review their activities, and authorize budgets and unbudgeted expenditures in excess of £1,000.

**Section 8.4** A quorum shall consist of a majority of the members of the Executive Committee.

**Section 8.5** The Executive Committee members shall be nominated and elected in the same manner as the Officers. Executive Committee members may be removed by a two-thirds vote of the members of the Council present at a Council meeting for any breach of fiduciary duty or other unacceptable conduct that seriously harms the interests of the organization, the Democratic Party Committee Abroad, or the Democratic Party of the United States of America.

**Section 8.6** There shall be such other standing and ad hoc committees as directed by the Council, the Executive Committee or as appointed by the Chair.

**Section 8.7** A vacancy shall exist when a member of the Executive Committee has resigned, missed three consecutive scheduled meetings without notification to one of the Officers, or six scheduled meetings overall. Where a vacancy arises, the following shall apply:

1. The Council may choose a member of the organization to fill the remainder of the term by majority vote of Council members present at a meeting of the Council;
2. Where the vacancy arises before the Council is able to exercise its powers under subsection (a) above, the Executive Committee may appoint a member of the organization to act as a member of the Executive Committee until such time as the Council exercises its power under subsection (a) above.

**ARTICLE IX. CHAPTERS**

**Section 9.1** Every effort shall be made to develop regional chapters of Democrats Abroad UK in cities in the United Kingdom other than London, wherever there are enough interested Democrats to form a chapter.

**Section 9.2** Before any new chapter is approved, the chapter shall enter into an agreement with the Executive Committee covering the terms of its relationship with Democrats Abroad UK. Such agreement shall include but not be limited to the following issues: number of seats on the Council to be awarded to the new chapter; an undertaking on behalf of the persons comprising the new chapter that they will adhere to these Democrats Abroad UK Bylaws and that the chapter is an integral part of Democrats Abroad UK and does not have any independent status or purpose.

**Section 9.3** An amendment to the bylaws of a chapter shall not take effect without the approval of the Executive Committee of Democrats Abroad UK.

**ARTICLE X. MEETINGS**

**Section 10.1** Regular meetings of the Council shall be held at least twice yearly upon call by the Chair, Secretary, or ten percent of the Council members. At least four week’s notice shall be given to all members and an agenda of likely business to be discussed included with the notice of the meeting. A quorum shall consist of 25 percent or 25 members of the Council, whichever is smaller.

**Section 10.2** A general meeting of the membership of Democrats Abroad UK shall be called at least once per year. In even-numbered years, a general meeting shall be held on a date that is not later than June 30. In odd-numbered years, a general meeting shall be held in accordance with the provisions of section 10.3.

**Section 10.3** Biennial Elections

(a) A general meeting of the members of Democrats Abroad UK shall be called by the Chair in odd numbered years (being the years immediately following regular biennial US federal general elections) on a date that is not earlier than February 1, and not later than March 31 for the purposes of electing the Officers, Executive Committee, DPCA Voting Representatives, DPCA Non-Voting Representatives, and Council (and the meeting may hereinafter be referred to as the “Elections Meeting”). The Officers, Executive Committee, and the Elections Committee shall make all reasonable endeavours to provide full and widespread notice of the time and place of the meeting. Notice should be provided at least four weeks prior to the meeting taking place. At the meeting, a report of the Council’s activities shall be presented. A quorum for the Elections Meeting shall consist of 35 members.

(b) Conduct of Elections: At least sixteen weeks prior to the Elections Meeting, the Chair shall appoint no fewer than three members of Democrats Abroad UK as an Elections Committee. The Elections Committee shall have conduct over the elections to be held at the meeting, including without limitation soliciting nominations in advance, confirming acceptance of nominations by nominees, managing all election communications transmitted to the membership using DAUK infrastructure, designing and producing ballots, tallying votes, and declaring election results. The chair of the Elections Committee shall act as chair of the meeting during the conduct of the elections, including without limitation addressing any points of order that may arise.

(c) Elections Committee members ineligible: Any person who has been appointed to and served upon the Elections Committee for an Elections Meeting shall not be a candidate in, and may not be elected pursuant to, any election held at that meeting, ***provided that*** such ineligibility shall not apply to, and such persons shall remain eligible for, election to the Council (article IV).

(d) Nominations: A member of Democrats Abroad UK may nominate themselves for one or more positions to be elected. With respect to all such nominations received by the Elections Committee at least four weeks prior to the meeting, the Elections Committee shall use reasonable endeavours to furnish to the membership, at least two weeks prior to the meeting, the names of all such nominees who: (i) are qualified for election pursuant to these Bylaws and (ii) have confirmed that they accept such nomination. A candidate may also be nominated at the Elections Meeting. A person shall only be eligible to receive votes or be elected if the Elections Committee has received notice of that person’s consent to the nomination prior to the votes being cast. The Elections Committee shall not make any recommendations indicating any preference of any candidate or candidates.

(e) Pre-election communications: The Elections Committee shall maintain sole control over the content and timing of all communications that concern details of the elections or the nominees sent to the membership using DAUK communications infrastructure. The Elections Committee may adopt such rules as it deems reasonable and necessary concerning the communication of nominee details to the membership (including without limitation the ability to restrict word count in statements submitted by nominees for publication to the membership), provided that such rules are even-handed, rational, and notified to nominees.

(f) Report of Elections Committee: The Elections Committee shall submit a written report to the Elections Meeting describing the actions that it took prior to the meeting, and such report shall be annexed to and form a part of the minutes of the Elections Meeting. No other reports shall be required at an Elections Meeting.

(g) Objections: Any allegation of error in the conduct of the election must be timely raised as a point of order at the meeting.

(h) Discharge: The Elections Committee shall be discharged automatically upon conclusion of the elections (including resolution of any points of order arising from the elections).

1. Method of participation: The Elections Committee may, at its discretion, make provision for members who cannot attend the Elections Meeting in person to participate via such electronic media as the Elections Committee may arrange to enable such persons to follow the simultaneous actions of those physically present at the Elections Meeting and to vote. Where such provision is made, those participating via such electronic media shall be deemed to be present. Where there is an effort to allow electronic participation, but such effort fails in part or in whole, the Elections Meeting may proceed with the participation of those who are able to be participate and the results shall remain valid. The Elections Committee may take reasonable steps to require advance registration of those participating electronically and to ensure security of such participation.

**Section 10.4** Committee meetings shall be open to all members of Democrats Abroad UK, subject to the ability of the Executive Committee to authorise its own meetings or the meetings of other committees to be held in closed session where the Executive Committee considers it necessary and appropriate.

**Section 10.5** The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall be used in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order.

**Section 10.6** With respect to meeting of the Council and of committees of the organization (including the Executive Committee), provision may be made for members who cannot attend a meeting in person to participate via such electronic media as may be arranged to enable such persons to follow the simultaneous actions of those physically present at the meeting and to vote. Where such provision is made, those participating via such electronic media shall be deemed to be present. Where there is an effort to allow electronic participation, but such effort fails in part or in whole, the meeting may proceed among only those who are able to participate and any business conducted shall be valid. Provision may be made to take to require advance registration of those participating electronically and to ensure security of participation by electronic media. The Executive Committee may regulate the provision and use of such electronic media for meetings generally or for specific circumstances.

**ARTICLE XI. AMENDMENTS**

**Section 11.1** These Bylaws may be amended by a majority vote of the members of Democrats Abroad UK, or by a two-thirds vote of the members of the Council present at any regular Council meeting, provided that notice of amendment has been given in the call for the meeting.