

How to Run an Effective Meeting: How to Draft Bylaws for Your Organization

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Whether you are forming a new organization or are part of an existing association, written bylaws should be part of your strategy for holding effective meetings.

Effective meetings require a plan, good communication and practice. Well-written bylaws are part of that plan because they provide consistent instructions for how a group operates.

Most often, bylaws begin by stating a group's purpose, and includes officer duties, how elections or voting take place, when meetings happen and who must be there, dues requirements, changes and amendments to the constitution and bylaws, etc.

The organizational framework can guide current and future leaders through membership disputes and help answer questions, which is why they are important for any organization or group to have in place.

If your group does not currently have bylaws, use the worksheets included in this fact sheet to start the process. Another solution is to contact an organization similar to yours and ask for a copy of their Bylaws.

Once your group has adopted these documents, bring them with you to every meeting and help other members become familiar with what's in them so your future meetings go as smoothly as possible.

Worksheets Inside:

- Write Bylaws

What are an Organization's Bylaws?

Bylaws: Identify specific and detailed procedures for the operation of the organization. The bylaws provide more detailed process and procedures for your organization, and should be easier to amend than a group's constitution.

A group's bylaws often lays out the structure of the organization, including:

- Preamble or foreword that reminds members of the group's mission, core values or scope. This beginning may include group mottos, pledges or symbols.
- Executive Board
- Elections and Terms of Officers
- Duties of Officers
- Committees and Their Duties
- Membership Requirements and Dues
- Meetings
- Voting Procedures
- Finances
- Establishing Chapters
- Amendments
- Dissolution

Use the following pages as a guide to develop your own Bylaws.

Draft your BYLAWS

INSTRUCTIONS: Use the prompts below to help create your organization's bylaws. Remember that bylaws are more detailed and specify procedures.

This exercise would be best to do as a group rather than as an individual so that the charter members have buy in to the organization.

Before You Start:

Each separate and distinct part of the document is called an "Article." Articles are usually labeled using Roman numerals.

Label each segment underneath an Article as a numbered "Section."

You can include as many Articles and Sections as you want in your group's bylaws. You decide the order and the names used for labels.

Be sure your bylaws are consistent with your Constitution so there are no contradictions or conflicts between the two documents.

Bylaws can start with whatever order of Articles you desire, such as an Article that defines frequently used terms or kicks off with membership requirements. The prompts below are just one example of a set of bylaws that can be altered to meet your needs.

Title the document.

Bylaws of "Example Organization"

ARTICLE I. OFFICERS

This Article describes in more detail the structure of the organization's leadership, such as:

- Who makes up the Board (Board of Directors, Advisory Council, Executive Officers)? _____
- What are the officers titles (President, Vice President, Secretary, Treasurer, Board Member)? _____
- How are they selected? _____
- What are their terms and length of service? _____
- For what are they responsible (officers of an organization are responsible for the everyday details that result in the smooth operation of the organization)? _____

Example: The governing body of this club is its board of directors, consisting of the president, vice president, secretary, treasurer, and immediate past president.

Section 1. The following shall be duties of the President. The President is expected to:

- a. Preside at board meetings
- b. Appoint, instruct and, when possible, serve as ex-officio member of committees

ARTICLE II. MEETINGS

This Article describes in more detail your association's various meetings, which can include general membership meetings, board meetings and special meetings:

- How often and when boards, committees, membership meet? _____
- Where should they meet? _____
- Who can schedule/call a meeting? _____
- How should special meetings, outside of the normal schedule, be called? _____
- How much notice must be given ahead of a special meeting? Who communicates that? _____

- Who should attend? _____
- What is the attendance policy? (Excused/Unexcused absence) What sanctions or actions taken when attendance policy is violated? _____
- What constitutes a quorum? _____
- Who gets to vote during board meetings and during meetings of the general membership (if applicable)? _____

- What percentage of votes need to be cast in favor, to pass a motion? _____
- The rules your association follows for conducting meetings, such as Roberts Rules of Order _____

ARTICLE II. COMMITTEES AND RESPONSIBILITIES

This Article describes your organization's permanent committees, including their duties and membership. The bylaws should also describe who has the power to create temporary committees.

- Section 1. Permanent committees of the Association and their purpose _____
- Section 2. Number and selection of committee members. (The president is an ex officio member of all committees.) _____
- Section 3. Process to create temporary committee _____
- Section 4. Process to dissolve committee _____

Article IV. FINANCES

- Section 1. Define your dues and when they must be paid _____
- Section 2. Define the fiscal year and how income and expenses will be recorded (as they occur vs. as budgeted) _____

- Section 3. Define who will perform what tasks _____
- Section 4. Preparing Budget – who helps prepare the budget and what is the timeline? _____

- Section 5. How budget is approved _____
- Section 6. What expenses are allowed and how they are approved? _____
- Section 7. Reporting of expenditures, including who is responsible, any time limits and penalties _____

ARTICLE V. ELECTIONS

This Article describes your organization's general rules for elections. Sections should cover candidate eligibility, process of elections; timelines of elections and how to fill vacancies.

- Section 1. Eligibility and requirements for candidacy _____
- Section 2. Timeframe for elections _____
- Section 3. Process for holding elections and determining winner _____
- Section 4. Timeframe for taking office and ceremony related to inducting new officers _____
- Section 5. How to respond to vacancies _____

Article VI. DISCIPLINE AND IMPEACHMENT

This Article describes any penalties for officers members who violate organization rules and the process that the organization will take for filing or enforcing complaints. This information could be included in previous Articles explaining roles of officers or elections. Not every organization has this Article so determine whether there is a need for discipline before you start recruiting members so everyone is on the same page.

Article VII. AMENDMENTS

- Section 1. Process for amending Constitution _____
- _____
- Section 2. Process for amending Bylaws _____
- _____

Article VIII. DISSOLUTION

This Article describes the process members must follow to end or dissolve an organization. This may occur when an organization no longer has an effective number of members or if its goal has been accomplished. Depending on the type of organization you have, there may be state law dictating how dissolution should occur.

- Section 1. Procedure for dissolution _____
- _____
- Section 2. How remaining money or assets should be distributed after the organization dissolves or if there is no membership remaining to make a decision _____
- _____

Example: Upon dissolution of the Association, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Association, dispose of all the assets of the Association to another tax exempt association with similar purpose(s) as stated in Article II.

Additional Resources

Prykucki, B. (2017). Ways to Change Your Bylaws Or Constitution. Michigan State University Extension. Retrieved from www.canr.msu.edu/news/ways_to_change_your_bylaws_or_constitution

Creating a Constitution and Bylaws. University of California – Davis Campus. Retrieved from www.csi.ucdavis.edu/wp-content/uploads/2014/10/creating_a_constitution_and_bylaws.pdf

Related Fact Sheets

- How To Run An Effective Meeting: Parliamentary Procedure Basics FSPPC317
<https://www.uaex.uada.edu/publications/pdf/FSPPC317.pdf>
- How to Run An Effective Meeting: How a Constitution and Bylaws Benefit Your Organization FSPPC322
<https://www.uaex.uada.edu/publications/pdf/FSPPC322.pdf>
- How to Run An Effective Meeting: Creating a Constitution for Your Organization FSPPC323
<https://www.uaex.uada.edu/publications/PDF/FSPPC323.pdf>

This fact sheet was adapted from:

How To Write A Constitution and Bylaws. University of Southern Indiana. Retrieved from www.usi.edu/media/959699/how_to_create_your_constitution_and_by-laws.pdf

The University of Arkansas System Division of Agriculture's Public Policy Center provides timely, credible, unbiased research, analyses and education on current and emerging public issues. This fact sheet is part of a series – How to Run an Effective Meeting – prepared by Dr. Julie Robinson, associate professor in the Community, Professional & Economic Development unit, and Kristin Higgins, program associate in the Public Policy Center, at the University of Arkansas System Division of Agriculture.

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