

How to Prepare for a Bylaws Update

Title	How to Prepare for a Bylaws Update
Keyword	Bylaws
Creator	Jada Addison
Date	November 2023

Background:

Each non-profits' bylaws are guiding principles and establish protocol, requirements, structures and guidelines. Bylaws keep everyone accountable for their actions and prevent conflict and confusion.

ATD National requires that each chapter have a set of bylaws and that all bylaws are made available to the general public.

Everything that relates to the operations of the chapter will not be found in the bylaws - instead, chapters are encouraged to create standard operating procedures that encompass items that are more specific.

For ATD SC, the current bylaws are stored on the chapter's website, www.atdsouthcarolina.org.

Review:

Although the chapter's bylaws are typically reviewed every two years, **each year, each board member is responsible for referring to and reading the bylaws each year and during the times they serve on the board.**

It is highly recommended that each board member review the bylaws as soon as they are elected to the board and at the beginning of each board year (ex. January).

Why Bylaws are reviewed:

The Bylaws should be reviewed periodically as part of the board's oversight responsibilities. For example, in 2023, ATD SC proposed changes to the bylaws based on diversity and inclusion initiatives and other requested updates.

Assembling a Bylaws Review Committee:

It is the responsibility of the President-Elect to assemble a Bylaws committee to review the Bylaws. The Committee will consist of the President-Elect, another board member, and three general body members who are not members of other committees such as the nominating committee. Note: Active means an individual who is currently a paid member. The President-Elect will generally select three members who have been a part of the chapter for over a year and who are generally familiar with the chapter.

Timing:

Since the Bylaws are reviewed extensively every two years, it is important that the President-Elect be mindful to appoint the most appropriate active members.

It is typically wise to appoint the Bylaws committee during the month of July and begin reviewing the bylaws in August. It normally takes four to five Bylaws committee meetings to completely review/vet/propose updates to the Bylaws.

Receiving Assistance from ATD National:

Reach out to ATD National if assistance is needed with understanding the Bylaws. Additionally, reach out to a legal representative if needed. *For example, the official name of the chapter as filed with the IRS is ATD Midlands. At one time, there were three separate chapters in South Carolina – Midlands, Lowcountry and the Upstate. Since the latter two became dissolved, the DBA (doing business as) name is ATD South Carolina. ATD National has indicated that they encourage chapters to keep the DBA and not change the name of the chapter.*

Adding Proposed Bylaws Amendments to the Ballot:

Once it has been decided that amendments/updates are being made, notify the Board first so that they will have a chance to review the Bylaws amendments/updates in advance.

Once the Board reviews/approves, the proposed Ballot amendments should be added to the Ballot. QuestionPro is an ideal resource for this.

Announcement to the Chapter (Rejected or Approved Bylaws):

Announcements should be made on social media, etc. about the Bylaws. Even if amendment proposals/updates are not approved, the chapter still has a right to know the results of their votes. The VP of Communications will be heavily involved with this process.

ADDITIONAL INFORMATION

Invitation to Join the Bylaws Committee - Sample

Good morning! I hope you are well!

I am writing to ask you to consider serving on ATD SCs 2023 ad hoc Bylaws committee. It has been over three years since we have made revisions to our chapter Bylaws and we want to ensure perpetuity. I am hoping that you will work with me and others to determine if any revisions, amendments or updates need to be made. A nonprofit's bylaws are considered a legal document that dictates how the organization must be governed.

The Bylaws committee will consist of:

- At least one Past President
- A minimum of two current board members
- A minimum of three members of our general membership body

Time Commitment

I am only requesting a time commitment of two hours monthly devoted to this project from now until the end of September. The goal is to review and complete the revisions and get them out to the general body to vote on them by October 6th. We may finish sooner - it is based on our schedules and commitment. *Note - We will primarily use Google Docs to share/add comments (often in lieu of a virtual meeting).

What to Expect

1. Involvement - Meet with other diverse chapter members. No previous experience is necessary!
2. Shape the chapter - Make complex decisions that strategically guide our chapter.
3. Set precedence - This Bylaws committee will be the first committee established under this administration.

If you are interested in serving on this ad hoc committee (or are unable to serve), please respond no later than 7/19/23. I have attached a copy of the current chapter Bylaws, which are currently posted on our website.

Thank you for your consideration!

Recapping a Bylaws committee meeting - Sample

We were able to complete our review of all sections, however, there are still some outstanding inquiries and most of them are clarification questions for ATD national with regards to the following sections-- Article V. Section A; Article VII. Section A; and Article IX. Section A

I've attached the recording for your reference per everyone's permission.

Our next (and final) meeting will be held 9/28 from 7-8 p.m.

Notice that the Bylaws were approved (or not) - Sample

Resources:

Current Bylaws

Bylaws Review document - [see sample](#)

ATD National

QuestionPro