

Bylaws Basics

This is a living document, subject to review and amendment. Please first review “Minimum Requirements for Neighborhood Associations.”

It is not meant to answer all questions. Nor is it meant to be completely self-explanatory. It is merely to serve as a jump-off point.

The purpose of bylaws is to provide a high level summary of

- why your organization exists
- how people can participate in your organization
- the basics of how your organization operates and makes decisions

Your organization’s mission or purpose, goals, and values should determine the structure of your organization, not vice versa. The question should be, “Does this structure support our goals and values?” For example, if you are considering X as your process for making a decision your question should be, “Does this decision-making process reflect and reinforce our core values and does it help us achieve our goals?”

General suggestions for bylaws

1 Write with your audience in mind. You have two audiences you are writing for. A member of your organization who might be looking up a specific procedural detail. You are also writing for someone who knows nothing about your group and wants to understand the basics – why you exist, the basics of how you operate, and how they can get involved. Both audiences should be able to easily find their answers in your bylaws.

2 Write in plain, simple language. There is no requirement that your bylaws be complicated. Using simple sentences helps keep the meaning and intent clear.

3 Define basic terms once, then reference the definition. For example define your geographic boundaries once. Then refer to your boundaries as defined in.... This makes the document easier to read. It also makes it easier to update. If you change your boundaries, you will only have one change to make in the document.

4 Set a flexible minimum bar. Your bylaws should set a minimum bar for what your organization will do, not a high bar based on aspirations. If you would like to have 6 general membership meetings a year but are struggling to do so, why not state that you will have at least one? Nothing stops you from then having more.

5 Keep your bylaws at the 3000 foot level. Bylaws do not document all your practices. They give a general or skeletal explanation of how an organization operates.

6 Bylaws will not solve certain kinds of problems. Bylaws will not solve group dynamic issues or one-off specific problems. Changing bylaws in an attempt to solve these kinds of problems will frequently worsen the problem.

Bylaws must cover

First the caveat – What bylaws must include is an ongoing subject of debate. Indeed, at the initial writing of this document a cross-coalition group was reviewing what bylaws must cover on the basis of recent trainings with a non-profit lawyer.

- Name of organization
- Purpose
 - Mission
 - Goals
 - Values
- Your geographic boundaries
- Membership
 - Who is eligible to be a member
 - How one becomes a member
 - How one ceases to be a member
- Description of governing processes
 - Decision-making for core decisions
 - Quorum – Number or formula calculable prior to the decision-making meeting
 - What discussion/deliberation process you use, e.g., Robert's Rules, consensus models of deliberation...
 - Decision-making formula, e.g., supra-majority, consensus, simple majority...
 - Meetings
 - Notice process
 - Must state when set meetings will occur, i.e., when will the annual meeting and any other meetings you commit to in your bylaws occur
 - Must describe how agenda is set
 - Must describe how meetings are called
 - Description of board of directors (your governing body)
 - Description of how governing body comes to be
 - Committee structure, only necessary for those committees that make core decisions on behalf of the organization.
- Statement of nondiscrimination
- Statement that no dues are required

- How bylaws are amended
- How grievances are resolved

Most importantly, your bylaws should set your organizational tone and reflect why your organization exists.