
December 15, 2021

TRAINING:

All About Bylaws

Ensuring your bylaws support your League's mission, management, and values

Training Reminders

- There will be a time for questions at the end of the training.
- This webinar is being recorded and the link will be shared.
- Please note: Chat messages to all attendees are shown on the recording.

Agenda

- Bylaws 101
- LWVUS Requirements
- Process to Amend LWVUS Bylaws (Convention 2022)
- Applying a DEI Lens to Bylaws
- Exercise: *Preferences, Traditions, Requirements (PTR)*
- Q&A
- Survey & Wrap-Up

Community Norms

- Bring your full self and limit distractions
- Use the chat box to add thoughts, experiences, and/or questions
- What is learned here, leaves here
- No one knows everything, together we know a lot
- Don't yuck my yum
- Oops, ouch, and educate
- Assume best intentions and understand impact.

Presenters

Melissa Currence *(she/her)*

*Chair, Governance Committee & Bylaws Committee
LWVUS Board of Directors*

Joan Hunault *(she/her)*

*Vice Chair, Governance Committee
LWVUS Board of Directors*

Kelly McFarland Stratman *(she/her)*

*Chief of Staff
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Eliza Diliberti *(she/her)*

*Manager, Governance and League Support
LWVUS*



Bylaws 101

Bylaws are the *legally binding* rules that outline how a nonprofit will operate.

Each state has its own regulations about nonprofit bylaws, so be sure to check with the applicable state office or consult an attorney familiar with your state's nonprofit laws when crafting or reviewing your bylaws.

Be sure to keep your bylaws—along with any amendments—*in an accessible location* where they can be easily referenced by the board and other members.

Posting your bylaws on your website promotes transparency, ensures they are never misplaced, and further publicizes the nonpartisan and DEI policies of the League.

Bylaws 101

Your bylaws should include provisions concerning:

- Minimum and maximum number of board members
- Number required for quorum (%)
- Terms and term limits
- Officers – titles, how they're elected, terms, basic duties
- Procedure for removing a board member or officer
- Reference to a conflict of interest policy
- Minimum number of board meetings per year
- How a special or emergency meeting can be called
- How committees are created or dissolved
- If any official business may be conducted virtually, and if so, how
- What parliamentary rules govern the organization (for example, Robert's Rules of Order Newly Revised)
- Distribution of funds on dissolution
- How bylaws can be changed

Bylaws 101

Adapted from BoardSource

DO

- Note exactly when and how bylaws can be amended.
- Review and reaffirm the bylaws regularly.
- Keep the language and content simple. (Just the bones.)
- Have an attorney verify that the bylaws are in compliance with state statutes.
- Include a clause granting the board the ability to form committees and task forces as the need arises rather than naming all committees and their descriptions in the bylaws.
- If your board has an executive committee (not all boards should) and gives it the power to act on behalf of the board, the bylaws should define the limits of this authority.
- Address virtual voting in the bylaws.
- Include a provision about how and when a board member can be removed from office.

DON'T

- Specify an exact number of board members. A range allows for the most flexibility — e.g., “no fewer than five and no more than 15 members.”
- Include a full conflict-of-interest policy in the bylaws. Instead, reference a standalone conflict-of-interest policy housed in a separate document that can be quickly amended by the board.
- Include policies for day-to-day operations or that may change frequently.

LWVUS Requirements

The first three articles of the national League bylaws:

- I. Set forth the *League name*
- II. Present the *League's purpose and policies*
- III. *Define membership* in the League

- **The first three articles of all local and state League bylaws must be consistent with those of LWVUS** in order to define and maintain the unity of the organization and the powers and privileges of members.
 - This includes a *nonpartisan policy* and a *DEI policy*.

LWVUS Requirements

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Sample Bylaws Template

This template can be used by League's looking to create or update their bylaws. All state and local Leagues are required to match LWVUS in their first three articles and to include a nonpartisan and DEI policy as outlined in Article II.

Sample Bylaws For Local Leagues

BYLAWS OF THE LEAGUE OF WOMEN VOTERS OF []

ARTICLE I

Name

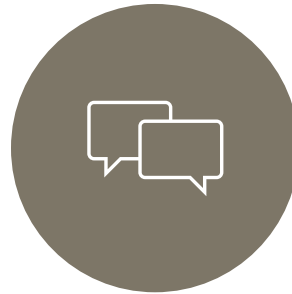
The name of this organization shall be League of Women Voters of [], hereinafter referred to in these bylaws as [] or as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS, and of the League of Women Voters of



Process to Amend LWVUS Bylaws



Role of the Bylaws
Committee



Process for
Soliciting Input



High-level Work of
the Committee

Applying a DEI Lens to Bylaws

At the 2020 Convention, LWVUS adopted a *Diversity, Equity, and Inclusion (DEI) Policy* and enshrined it in the bylaws to elevate its importance to be on par with the Nonpartisan Policy.

A commitment to diversity, equity, and inclusion requires us *to reflect on how every aspect of the League functions* and *to identify and eliminate any barriers to full participation* based on the attributes listed in the DEI Policy.

“Applying a DEI lens” means engaging in this organizational self-reflection, and asking questions like:

- Who is involved in this process?
- Who will be impacted?
- What are the intended and unintended outcomes?
- Does this align with our vision for an equitable and inclusive organization?
- What changes could be made to make this more equitable?

The bylaws process is no exception to these considerations.



Exercise: Preferences, Traditions, Requirements (PTR)

“PTR, which stands for preferences, traditions, and requirements, is a tool that can help you focus on what really matters so that you can mitigate bias and get to better outcomes. From an equity and inclusion standpoint, PTR is an invitation to pause, consider new perspectives, and be more explicit about organizational norms, culture, or expectations. Using PTR can help you mitigate bias ... and stay open to new approaches.”

– The Management Center

Preferences	Traditions	Requirements

Q & A

Please type your questions in the chat.

Survey & Wrap-Up

- Please take a couple minutes to give us feedback on this training: <https://survey.alchemer.com/s3/6529984/LWVUS-Post-Training-Survey-2021>
- We will be sending an email to everyone who registered with these slides, the links to all the resources we mentioned, and a link to the recording of this training. Everything will also be posted on the League Management site.

Thank you for joining us!

