

COMPOSING BYLAWS

- Bylaws may be drawn up by a committee appointed at the first organizational meeting. They are adopted by a majority vote.
- Bylaws should be as brief and unrestrictive as possible and no more detailed than necessary.
- The following outline includes articles that are generally included in bylaws and in the usual order in which they are found. Articles may be inserted or omitted as appropriate for individual organizations.
- Articles are usually designated with Roman numerals and sections with Arabic numerals.
- Refer to the current edition of *Robert's Rules of Order Newly Revised* for detailed instructions on compiling bylaws.
- Contact the VFGC Parliamentarian with questions or for assistance.
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SUGGESTED OUTLINE FOR BYLAWS

BYLAWS OF THE

ARTICLE I. NAME

The full, exact and properly punctuated name of the organization.

ARTICLE II. OBJECT

A brief general statement of purpose, concisely expressed in a single sentence which sets the boundaries within which business may be introduced at the club's meetings and the framework within which the organization functions.

ARTICLE III. MEMBERSHIP

Section 1. Classes of members such as "active", "associate".

Section 2. Qualifications or eligibility for membership.

Section 3. Application and acceptance procedure.

Method of reviewing and voting on applications.

Section 4. Fees and dues. Dates payable.

Date delinquent with time and procedure for notification.

Date member will be dropped for nonpayment of dues.

Section 5. Procedure for resigning and reinstatement.

ARTICLE IV. OFFICERS

Section 1. Officers titles listed according to rank.

Section 2. How elected or appointed.

- Section 3. Term of office and number of terms permitted.
- Section 4. Qualifications for office.
- Section 5. Duties - When listing the duties of officers care must be taken not to omit any duty. Conclude the section with the following statement, "Officers shall perform the duties prescribed by these bylaws and the adopted parliamentary authority".
- Section 6. Method of nominating officers. Procedure for election or appointment.
- Section 7. How vacancies are filled.

ARTICLE V. MEETINGS

- Section 1. Regular meetings. Day and month. (Hour or time specified in Standing Rules.
- Section 2. Annual meeting. When, purpose or business conducted.
- Section 3. Special or Called meetings. How and by whom called. Previous notice required.
- Section 4. Quorums for meetings. (State number rather than a percent.)
- Section 5. Provision for canceling meetings in an emergency.

ARTICLE VI. EXECUTIVE BOARD (or BOARD OF DIRECTORS)

- Section 1. Composition
- Section 2. Powers and duties delegated to the board.
- Section 3. When and how often to meet, by whom called.
- Section 4. Quorum

ARTICLE VII. COMMITTEES

- Section 1. List names of standing committees.
- Section 2. Composition and duties of each. Include statement that chairmen shall conduct the work appropriate to the respective committees.
- Section 3. Manner of selecting the chairman.
- Section 4. Provision to permit additional standing and special committees by including the statement, "Such other committees, standing or special, shall be appointed by the president as deemed necessary to carry on the work of the club".
- Section 5. Include, "The President shall be ex officio a member of all committees except the Nominating Committee."

ARTICLE VIII. IRS GROUP COVERAGE

(Include as follows)

Non-Discrimination and Dissolution

Articles of Association are attached to and part of these Bylaws in order to comply with the section 501 © (3) of the Internal Revenue Code or corresponding sections of any future federal tax code.

ARTICLE IX. PARLIAMENTARY AUTHORITY

(Include as follows)

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the society may adopt.

ARTICLE X. AMENDMENT

Section 1. Meetings at which Bylaws may be amended.

Section 2. Previous notice requirement.

Section 3. Vote required.

STANDING RULES

These are rules that relate to the details of administration rather than parliamentary procedure. They are usually adopted as a need arises in the organization. Standing Rules are adopted by a majority vote and may be suspended by a majority vote. Amendment without previous notice requires a two-thirds vote or a majority vote with notice.

Instructions for Articles of Association

These articles are separate and do **NOT** need to be included as amendments to your bylaws. They supersede all other rules of the club (constitution, bylaws, etc.), none of which can contain anything in conflict with the Articles of Association.

1. Fill in the **LEGAL NAME** of your organization.
This is the name of your organization as it appears on the letter from the IRS assigning you an EIN.
2. Fill in the **DATE** that the Articles of Association were **adopted**.
3. **SIGN** the Articles of Association. **TWO officers MUST sign**—specify office held.

ARTICLES OF ASSOCIATION

ARTICLE I: THE NAME OF THE ORGANIZATION IS _____

ARTICLE II: OBJECT

Said organization is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III: MEMBERSHIP

Said organization shall not permit in their conduct of club affairs, any restriction or limitation whatsoever based upon race, color, creed, gender, age and national origin or employment status.

ARTICLE IV: DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes .

ARTICLE V:

THE ABOVE ARTICLES OF ASSOCIATION WERE ADOPTED BY OUR GOVERNING BODY ON _____ (MONTH, DAY, YEAR)

SIGNATURE OF OFFICER

SIGNATURE OF OFFICER