



## TU Chapter or Council Bylaw Amendments

A chapter or council's bylaws are a critical guiding document. Your team can learn more about the role of bylaws in a healthy chapter or council by reviewing the [TU Leadership Manual](#).

The first step to amend a set of bylaws is to locate the most recent version of your chapter or council bylaws. The bylaws will contain the procedural steps which must be followed to amend your bylaws. If you have access to the corporation statutes in your state or to legal counsel, reference should be made to any additional statutory requirements for amending bylaws.

The following are the general steps normally required to amend bylaws. If your bylaws or state statutes suggest a different procedure, those procedures should be followed:

- 1) Locate and review your current existing bylaws to determine the procedures to amend the bylaws. Reference should also be made to state corporation law. If after diligent search, you are unable to locate any existing bylaws, you should create new bylaws, starting with the pattern bylaws prepared by TU and adapting the pattern bylaws to your particular needs (see paragraph 10 below.)
- 2) Compare your existing bylaws with the model bylaws and determine what changes need to be made in the existing bylaws to conform to the new National TU bylaws. There may be additional changes you may want to make to your bylaws at this time which update the bylaw language and/or make the bylaws more understandable.
- 3) The board or council executive committee should draft an amended set of bylaws which conform to the new National TU bylaws and which may contain any additional provisions the board or committee deems advisable. You may find it simpler to start with the TU pattern bylaws and make changes to preserve the existing provisions that you want to retain, such as the numbers of directors or the identification of committees.
- 4) It is the current plan for councils to review proposed chapter bylaw changes and for the NLC to review council bylaw changes. Once drafts of proposed bylaws have been created, chapters should send the drafts to the council chair for review and approval as to form. Drafts of council bylaws should be sent to the NLC representative for review and approval as to form.
- 5) Provide written notice to the chapter members or council members entitled to vote. Generally, this is done in conjunction with the annual meeting notice. The notice must be sent in conformance with the time for notice to amend (often this is at least 30 days in advance of the meeting) and should contain a copy of all portions of the bylaws being amended showing both the original text and the proposed amended text.
- 6) At the meeting where the bylaws are to be amended, a determination must be made whether a quorum is present. The number of members representing a quorum should be specified in the existing bylaws. A written record by the chapter or council secretary must be made to document the fact a quorum was present.
- 7) A motion to approve the amendments to the bylaws should be made and seconded. A written record of the text of the motion, who made the motion and who made the second should be recorded by the secretary.
- 8) Discussion should be held on the motion to amend. Once discussion is completed, a vote should be taken. The motion to amend will pass if there are sufficient affirmative votes for the amendment as specified in the existing bylaws. The secretary should make a written record of the number of votes for the amendment and the number of votes against amendment.
- 9) If the motion to amend passes, the bylaws should be signed and dated by the president/chair and secretary and placed in the permanent record of the chapter or council, including the council's website. A copy of the bylaws must be posted in the [Leaders Only Section](#) of the TU website, under "Electronic Documents."

10) If your chapter or council cannot locate the existing bylaws, you will need to comply with state law on the amendment of bylaws. As a general matter, if you cannot locate your existing bylaws, you should give notice (normally 30 to 60 days depending on state law) of the proposed amendments and ask for a two-thirds vote of the members present at the meeting where the bylaws are being voted on, to repeal and replace the existing bylaws with the new bylaws.

As your chapter or council moves forward with amending your bylaws, please contact your [Volunteer Operations staff](#) with questions and concerns to further guide your efforts.