

# Make your bylaws error-proof



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**A**s chair of the Committee of Laws, it is my job to review submissions from branches for proposed changes to their bylaws. When reviewing close to 200 submissions each year, recurring issues with branch bylaws become apparent. This month, I want to share some of the problems the committee sees that are present in some branch bylaws. Here are a few examples of language that must be contained in branch bylaws:

**Meetings**—Article 3, Section 1 of the *Constitution for the Government of Subordinate and Federal Branches (CGSFB)* states that regular meetings of the branch shall be held “at such time and place as may be designated in the branch bylaws.”

Presidential rulings have consistently held that this language clearly requires that both the date and the hour of the meetings be fixed in the bylaws (i.e., the second Tuesday of each month at 7 p.m.). It is impermissible for branches to leave the date and the time of the meeting in doubt and to allow the president or executive board to change the date or time, unless for unanticipated circumstances. To avoid this, many branches have adopted in the bylaws an alternative date should the regular date fall on a holiday or during convention week.

**Officers**—The committee sometimes receives bylaws that fail to list the officers of the branch. While the list of branch offices set forth in Article 4 of the *CGSFB* would govern in the absence of a specific provision in the bylaws, it would be preferable to list those offices directly in the bylaws, because it is important that the members know readily what the branch offices are. In addition, the *NALC Constitution* allows the branch board of trustees to consist of three or five members. The bylaws should specify the number of trustees.

**Term of office**—Article 4, Section 2 of the *CGSFB* states: “All officers shall be elected for a term of one (1), two (2), or three (3) years, at the option of the Branch, or until their successors are duly elected and installed.” The bylaws should specify which term length the branch elected.

**Elections**—Article 5, Section 4 of the *CGSFB* states: “Election of officers shall take place at a time prescribed by the Branch bylaws.” The *NALC Constitution* requires that the branch bylaws specify the exact date of the elections. If the election is by mail, the date on which ballots are due should be set forth. It would be sufficient to indicate that

the election will be held at a branch meeting. In addition, the bylaws should state when nominations will take place. (Article 5, Section 5 (b) of the *CGSFB* requires that nominations be held at a regular or special meeting of the branch not less than four weeks before the date of the election, but not less than 10 days after the notice of nomination and election has been sent out.)

**Delegate elections**—Article 5, Section 4 of the *CGSFB* states: “Election of delegates and alternate delegates to the National and State Association Convention shall be made no later than December of the year preceding the convention year.” Again, the date, place and manner for nomination and election should be stated in the bylaws.

**Stewards**—Article 4, Section 5 of the *CGSFB* states: “Branches having members in two or more stations may make provisions in their bylaws for station delegates, representatives or shop stewards to be appointed or elected.” In these instances, the branch bylaws should specify how the branch has decided to choose its stewards—election by the general membership, election by station or by appointment.

**Dues**—Article 7, Section 1 of the *CGSFB* provides: “Initiation fees and dues shall be fixed in the bylaws and payable in advance, provided that regular members with 50 years’ membership shall be exempt from the payment of dues, fines and assessments.” Branch bylaws must specify the amount of branch dues. If the branch dues are the same as the minimum dues required by Article 7, Section 2 of the *NALC Constitution* (not the *CGSFB*), it would be sufficient to so indicate. But the branch dues must be listed in the bylaws.

**These are just a few examples of language that must be included in all branch bylaws.** To assist branches that may be considering revising its bylaws, the committee recommends that branches refer to the *CGSFB* as a guide. For more information concerning branch elections, please consult the *NALC Regulations Governing Branch Election Procedures*. This guide is available online at [nalc.org](http://nalc.org).

Remember, any proposed bylaws, except those fixing the time and place of meetings, and the amount of initiation fees, dues and reinstatement fees, must be submitted for approval by the Committee of Laws and shall not go into effect until so approved by the Committee of Laws.