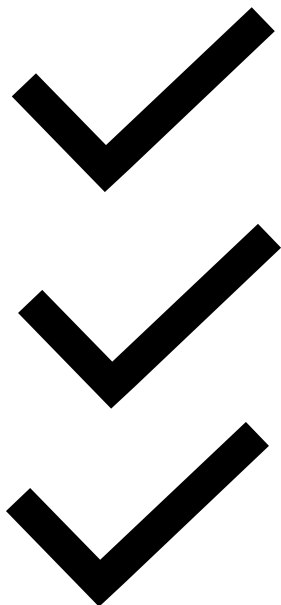


Resources for Nonprofits

Resource 2 of 8: Creating Bylaws for Your 501(c)(3)

Bylaws are the set of rules that legally govern an organization's internal operations, members, and management. Bylaws ensure that your nonprofit's interests are protected now and in the future by mapping out the details of how it will conduct business. Bylaws will be part of the packet you must file with the Secretary of State about your organization.

Bylaws must address:



- number of board members an organization will have
- process for election and removal of officers and board members
- process for filling vacancies on the board
- requirements for how many meetings will take place per year, and their locations
- requirements for the number of board members that will constitute a quorum
- plans and procedures for dissolution of the 501(c)(3).
- number of allowable members or volunteers, if applicable
- rules to which members must adhere (if a membership organization)

MU Extension Specialists are available to assist you in locating the resources that you need to make decisions for your organization. This series of resource sheets is designed to provide information to connect you to the knowledge you'll need to make decisions about your entity.

We do not, however, offer services to build, manage, or file nonprofit entities.

Services are intended for educational purposes only and do not constitute legal advice.

For legal guidance on nonprofit matters, individuals should consult an attorney.



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Resource 2 of 8: Creating Bylaws for Your 501(c)(3)

Some topics for discussion around bylaws include:

- What will be our organization's formal name?
- What will be our organization's purpose?
- What sort of culture do we want to promote within our organization?
- Will our organization have members? Who will be our members?
- What will be the roles and responsibilities of the board members?
- What will be everyone's roles and responsibilities?
- When and how will we hold Board meetings?
- How will we handle financial information?
- What sort of conduct would be unacceptable among board members or officers?
- What procedures must we have in place to remove officers or board members?
- What sort of conduct would be unacceptable among members or volunteers?
- What procedures must we have in place to remove members or volunteers who violate our rules?
- How is the organization controlled?
- What role does the Founder have in the organization?
- How and when will board/officer elections take place and what are their terms?

Important points to remember:

- Changes to bylaws may be required when an organization changes its purpose, grows, or changes the way it is run. These changes will need to be discussed, voted on, and ratified by the Board.
- In cooperation with Articles of Incorporation and policy manuals, bylaws should consider any federal, state, or local laws that pertain to the organization's operations or program areas.
- When drafting bylaws, a good place to start is researching the bylaws of other, similar nonprofits.



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