

ORGANIZATION BYLAWS EXAMPLE

MENU OF OPTIONS

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ORGANIZATION BYLAWS EXAMPLE

ARTICLE 1- NAME

SECTION 1. The name of this organization shall be the " _____ ".

ARTICLE 2-OFFICE

(Option 1)

SECTION 1. The Alliance's principal office shall be at _____, Pensacola, Florida Zip. The Steering Committee may designate another location at its discretion.

(Option 2)

SECTION 1. The Alliance's principal office shall be the residence of the Alliance's President. The Steering Committee may designate another location at its discretion.

ARTICLE 3- BOUNDARIES *(optional)*

SECTION 1. The boundaries of the Alliance are: *(fill in)*

ARTICLE 4- MISSION/GOALS

(Option 1)

SECTION 1. The mission of the Alliance shall be to improve community health, by providing collaboration, education, and resources for the support, protection, and promotion of breastfeeding on the Emerald Coast.

(Option 2)

SECTION 1. The mission of the Alliance is improve community health, by providing collaboration, education, and resources for the support, protection, and promotion of breastfeeding on the Emerald Coast by:

- Modeling policies and practices that promote and support breastfeeding in all sectors of the healthcare system.
- Increasing services and support to families who are breastfeeding, with a focus on the underserved population, to impact breastfeeding initiation and continuation rates.
- Increasing the incidence and duration of breastfeeding by identifying and solving problems through effective community networking.
- Improving community awareness and positive attitudes about breastfeeding by providing access to varied resources and factual information.

- Improving area health professionals' breastfeeding promotion, assessment and management skills by identifying needs and providing access to professional education.
- Supporting the establishment of model policies in worksites, child care facilities and schools that foster a positive environment for breastfeeding.
- Increasing acceptance and support for breastfeeding among key community leaders.

ARTICLE 5- LEGAL STATUS/POLICIES

(Option 1)

SECTION 1. The Alliance shall be organized and operated not for profit. No part of any Alliance net income shall ever be payable to any member.

SECTION 2. The Alliance does not have nor shall exercise any authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent qualifying as a corporation described in Section 501 of the Internal Revenue Code.

(Option 2)

SECTION 1. The Alliance shall be a non-profit, non-partisan organization and shall not support candidates for public office. The Alliance may take positions on issues. All action appropriate to sustain the approved Alliance position must be authorized by the Steering Committee before the President or the President's representative may so act.

SECTION 2. The Alliance shall never be operated for the primary purpose of profit and no part of its net earning or membership fees shall be used to the benefit of private individuals.

(Option 3)

SECTION 1. The Alliance shall be a non-partisan, non-profit organization and shall not support candidates for public office. The Alliance may take positions on relevant perinatal or breastfeeding issues by majority vote. All approved actions to support a position will be carried out by the Steering Committee.

ARTICLE 6- MEMBERSHIP AND DUES

SECTION 1. MEMBERSHIP CATEGORIES

(Option 1)

a. Alliance Membership - Any person (18 years old or older) shall be eligible for Alliance Membership. Alliance Members shall have the privileges of voting and holding office. They are expected to serve on a committee and have responsibility to assist other members of the coalition in achieving the stated goals and to promote the collaborative

activities of the Alliance.

b. Associate Membership - Associate Membership shall be open to persons who are interested in the objectives of the Alliance. Associate Members shall not have the privileges of holding office or voting. They are expected to choose a committee assignment and have responsibility to assist other members of the coalition in achieving the stated goals and to promote the collaborative activities of the Alliance.

c. Classes of Membership - Within the Alliance Membership described above, there shall be the following classes of membership:

1. Individual
2. Business, Club or Organization
4. Benefactor
5. Sustaining

d. Business, Club or Organization Membership - Where membership involves a business, club or organization, such group shall, on being accepted into membership, immediately file with the Secretary of the Alliance the name and address of its representative, who shall be entitled to cast its one vote in general membership meetings.

(Option 2)

a. Alliance Membership - Any person shall be eligible for Alliance Membership. Alliance Members over the age of 18 shall have all the privileges of membership, including voting, holding office, serving on committees and speaking on the floor at membership meetings.

b. Associate Membership - Associate Membership shall be open to persons who are interested in the objectives of the Alliance but do not wish to pay dues or have voting rights. They will still have the privilege to serve on committees and speak from the floor at meetings.

(Option 3)

There shall be three categories of membership in the Alliance: Alliance, Associate, and Business.

a. An Alliance Member shall be any dues-paying person who maintains an interest in the Alliance and its purposes.

b. An Associate Member of the Alliance shall be any person who maintains an interest in the Alliance and its purposes, but does not desire to pay dues. An Associate Member shall have the privileges of "Alliance Membership" but cannot vote or hold office.

c. A Business Member of the Alliance may be either an Alliance or Associate member and shall be any business or organization who maintains an interest in the Alliance and its purposes. A business entity shall be limited to one membership and therefore one vote, in the Alliance.

SECTION 2. MEMBERSHIP DUES

a. Annual dues for each category of membership shall be recommended by the Board of Directors and approved by a majority vote of the members in attendance at the meeting at which a dues change is considered. Dues shall be paid by _____ (month/date) for the following calendar year. Members shall be considered in arrears if their dues are not paid by _____ (month/date).

b.. Membership Dues - Annual dues shall be as follows: (for use with Option 1, modify for options 2 and 3)

	Alliance	Associate
1. Individual	\$10	---
2. Business, etc.	\$50	N/A
3. Benefactor	\$100	N/A
4. Sustaining	\$200	N/A

c. The Board of Directors may cancel, by majority vote, the membership of any member whose conduct is deemed prejudicial to the objectives, welfare, or character of the Alliance, including any member of the Board of Directors, provided notice of such alleged misconduct shall first be mailed to the said member at least 10 days prior to the meeting of the Board at which said misconduct is to be considered. The Member may appear in person to challenge the proposed action of the Board.

d. Any individual can petition Board of Directors for a waiver of the membership dues.

ARTICLE 7- SOURCES OF REVENUE

SECTION 1

(Option 1)

The fiscal year is the calendar year, unless otherwise identified by the Steering Committee. Dues will be set by the Board and collected annually.

(Option 2)

Annual dues for each category of membership shall be recommended by the Board of Directors and approved by a majority vote of the members in attendance at the meeting at which a dues change is considered. Dues shall be paid by _____ (month/day) for the following calendar year. New members shall be prorated the months between their initial membership and _____ (month/day).

(Option 3)

Annual dues for each category of membership shall be recommended by the Board of Directors. Dues shall be approved by a majority vote of the members attending a meeting in which a change in the amount of dues is considered. Dues shall be paid by _____

(month/day) for the following calendar year. New members shall be prorated the months between their initial membership and _____ (month/day). Members shall be considered in arrears if their dues are not paid by _____ (month/day). Annual dues shall be used for operating and administrative expenses. A 50% discount on annual dues will be available to senior citizens (55 years of age or older).

(Option 4)

Annual dues for each category of membership shall be recommended by the Board of Directors and approved by a majority vote of the members in attendance at the meeting in which a dues change is considered. Dues shall be paid by December 31 for the following calendar year. New members shall pay prorated dues for the months between their initial membership and December. Members shall be considered in arrears if their dues are not paid by January 31.

SECTION 2

(Option 1) The Alliance may engage in fundraising activities related to its purposes. The Board of Directors may accept, on behalf of the Alliance, any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Alliance.

(Option 2) Same as above within the following addition: The Board of Directors may also decline any contribution, gift, bequest or device.

ARTICLE 8- MEETINGS

(Option 1)

SECTION 1. Alliance meetings shall be held on the _____ (day) of every _____ (month, other months quarter, etc.) beginning in _____ month), except when otherwise determined by the Board of Directors.

SECTION 2. Board meetings shall be held monthly on the _____ (day). Notice of meetings shall be provided by the chair.

(Option 2)

SECTION 1. There shall be an annual membership meeting to elect Officers and Board members and to set general goals for the upcoming year on the _____ (day) of _____ (month) of each year, unless changed by a majority vote of the Steering Committee. Special meetings may be called by the President or any five members.

SECTION 2. The members present at an annual meeting shall constitute a quorum.

SECTION 3. The Board of Directors shall meet as required, usually on a monthly basis. These meetings shall be open to interested members of the Alliance.

SECTION 4. Any action required or permitted to be taken at a meeting of the Board of Directors, or other committee designated by the Board, may be taken without a meeting if

a consent in writing, setting forth the action so taken, is signed by all the members of the Board of Directors or Committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote as a meeting. Subject to applicable notice provisions, the Board of Directors or members of any committee designated by the board, may participate in and hold a meeting by means of conference telephone or similar communications equipment by means of which all persons participating in such meeting shall constitute presence in person at such meeting, except where the person's participation is for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

(Option 3)

SECTION 1. Regular meetings of the Alliance shall be held monthly.

SECTION 2. Three Board of Directors members plus __ dues paying members constitutes a quorum.

SECTION 3. The Board of Directors shall meet as required, usually on a monthly basis, or as needed. These meetings shall be open and announced to all members of the Alliance.

(Option 4)

SECTION 1. Regular meetings of the Alliance shall be held monthly on a day selected by the Board of Directors in agreement with the majority of the membership. Special meetings may be called by President or any ____ (#) members. Public notification of meetings shall be provided at least three days in advance.

SECTION 2. The members present at a meeting shall constitute a quorum.

SECTION 3. The Board of Directors shall meet as needed usually on a monthly basis. These meetings shall be open to interested members of the Alliance.

ARTICLE 9- BOARD OF DIRECTORS/STEERING COMMITTEE

(Option 1)

SECTION 1. The Alliance shall have a Board of Directors consisting of the President, the Vice President, the Secretary, the Treasurer and ____ (#) at large members appointed by the President. The immediate past president shall be President Emeritus and shall serve as an ex-officio member of the Board. The Board of Directors shall be the policy making body of the Alliance and empowered to make decisions on behalf of the Alliance. The Board of Directors may choose to place questions before the membership for guidance or resolution of issues. If the Board seeks a vote of the membership to resolve an issue, the Board must be bounded by the conclusion of that vote.

(Option 2)

SECTION 1. The affairs of this Alliance shall be under the management of a Board of Directors. Directors shall serve without pay.

SECTION 2. The Board of Directors shall consist of _____ (#) elected At-Large Directors, four current elective Officers, and the immediate Past President.

SECTION 3. The first annual election for Officers and At-Large Directors shall be held during the last week in _____ (*month/year*), and in such meetings one-third of the Directors will be elected for a one year term, one-third of the Directors will be elected for a two year term, and one-third of the directors will be elected for a three year term. The Directors named in the charter of this Alliance, and any Directors that have been elected by the Board of Directors to fill the vacancies from time to time, shall serve until the annual election the last week of _____, or until their successors are elected. Thereafter, one-third of the Directors shall be elected each year at the annual membership meeting, to hold office for a term of three years or until the election of their successors. Directors elected at the annual membership meeting shall take office at April 1 following their election. Any Director or Officer may be removed either for or without cause, at any annual or special meeting of members by the affirmative vote of a majority in number of the persons constituting a quorum at the meeting. An Officer or Director may resign by letter addressed to the Board of Directors at any time. Vacancies in the Board of Directors shall be filled by vote of a majority of the members of the Board of Directors at the meeting at which the vote is taken. The person or persons so appointed to fill such vacancies shall hold office until the conclusion of the term of the vacating office holder. Nominations for Officers and Directors presented at the annual membership meeting shall be made by a Nominating Committee of at least five members appointed by the President prior to the election. Nominations may also be made from the floor.

SECTION 4. The Officers and Directors present at any meeting of the Board of Directors shall constitute a quorum to transact business, provided at least a majority of the Board of Directors is present.

SECTION 5. At the annual membership meetings, the members shall elect from the membership a President, Vice President, Secretary, and Treasurer, who shall hold office for one year, and until others are chosen and qualified for their places, except the Officers elected at the first meeting of the Board of Directors of this Alliance shall serve until the last day of _____, and until others are chosen and qualified for their places. These shall take office _____ (date) of each year for the next year, ending the last day of _____ (month). Except that on completion of his/her term of President-Elect, this Officer shall assume the presidency of this Alliance and shall take office _____ (date) of the succeeding year for a term of one year. Officers shall serve without pay. In the event of vacancy in any office, the Board of Directors shall fill such vacancy from its number.

SECTION 6. The Board of Directors shall make an annual report to the annual membership meeting.

SECTION 7. No Officers or Directors shall be eligible for, or be elected to a third consecutive term to the same office, unless agreed upon by majority vote of the membership at the annual election meeting.

SECTION 8. Meetings of the Board of Directors, other than the annual meeting, may be called at any time by the President or Secretary, by notice in writing to each Director and Officer, at least two days before such meeting.

SECTION 9. If a member of the Board of Directors has three successive unexplained absences from meetings of the Board of Directors, the Board of Directors shall have the authority, at its discretion to remove the Director from the Board. The Director will be given notice of the proposed action to remove him or her from the Board, and will be given a reasonable opportunity to defend him or herself.

(Option 3)

SECTION 1. The ___ (#) elected Officers and the immediate Past President shall form the Board of Directors of the Alliance.

SECTION 2. The Board of Directors shall supervise the affairs of the Alliance in accordance with its stated purposes and policies; set the agendas for the regular meetings; transact any business between meetings of the Alliance and report thereon at the next meeting; and make recommendations to the general membership on the matters before the Alliance.

(Option 4)

SECTION 1. The four Officers and the immediate Past President shall constitute the Board of Directors of the Alliance.

SECTION _____. COMMITTEES.

(Option 1)

The Alliance shall have the following standing committees:

a. Finance Committee. The Finance Committee shall be chaired by the Treasurer and manage record keeping of Alliance finances and undertake revenue generation activities of fund-raising and grant writing for the benefit of the Alliance.

b. Healthcare Provider Education Committee. The HCP Education Committee shall identify learning resources to meet needs of and prepare educational opportunities for healthcare providers. Committee is to consist of at least 1 each of OB, Ped, FP, LC, NP, and perinatal nurse for representation.

c. Community/Outreach Committee: This committee emphasizes educational outreach to schools, patients/clients, presence at health fairs, & community events.

d. Advocacy Committee: This committee will work with businesses and seek to have a

voice in local/state government (get out petitions, email members with issues) and assist with implementation of the Business Case for Breastfeeding.

e. Management Committee: This committee will be responsible for management of the website, newsletter, and other means of organization of the Alliance.

f. Ad Hoc subcommittees shall be created as needed to meet the needs and goals of the Alliance

(OPTION 2)

a. *Standing and Ad Hoc Committees* - Standing Committees and such others as may be required to carry out the purposes of the organization shall be appointed by the President, who shall designate the Chairperson for each such Committee. Each Committee shall be given the specific charge in writing. The President shall be an ex-officio member of such Committees. The Chairpersons shall report the activities of such Committees to the Board at its meetings.

b. *Standing Committees and Their Assignments* - There shall be the following Standing Committees, each with its outlined assignment. Others may be appointed as necessary by the Board of Directors.

1. *Membership Committee* - The Membership Committee shall be responsible for all matters pertaining to membership, working with the general membership to enlarge the Alliance, keeping a roster of members and supplying information to the Board and Committees, introducing new members, and, in the name of the Alliance, taking note of significant events in the lives of members. This Committee shall report regularly at meetings of the Board and the general membership and shall prepare a roster of the membership for distribution at the November meeting. The Membership Chairperson shall be responsible for collecting the annual dues of the organization.

2. *Finance Committee* - This Committee, chaired by the Treasurer, shall be responsible for preparing the Alliance's Annual Budget, which shall be presented no later than the final meeting of the Board preceding the budget year. It shall assist the Treasurer in every way possible and work with the other committees and the Board on matters pertaining to finances of the Alliance.

3. *Planning Committee* - The Planning Committee shall develop and bring to the Board recommendations for short- and long-term projects in which the Alliance might engage to advance its purposes. The Planning Committee shall be the recipient of the ideas and suggestions of any person or organization, member or non-member, who has an idea or project to propose. On the Board's recommendation, an ad hoc committee shall be appointed to initiate action on the proposal.

ARTICLE 10- OFFICERS

(OPTION 1)

SECTION 1. President, Vice President, Secretary, Treasurer and ____ at-large representative shall be elected by the voting membership at the annual meeting to serve for two years. There is a two term limit on the number of consecutive terms an individual may serve in any office.

(OPTION 2)

SECTION 1. The officers of the Alliance shall be: President, Vice President, Secretary, Treasurer and ____ directors at large.

SECTION 2. Officers shall assume their duties in ____ (month) and shall serve for one (1) year or until their successors are duly elected. Officers shall not serve in the elected office for more than two (2) consecutive terms. The term limit condition can be waived by a simple majority of the members in attendance at the time of nominations.

SECTION 3. Any Alliance or Business member of the Alliance, whose dues are paid in full, is eligible for election to office.

SECTION 4. Officers shall be elected at the ____ (month) meeting by a simple majority of the regular and business members in attendance.

SECTION 5. At the ____ (month) meeting, the President shall appoint a Nominating Committee of at least three (3) members. The Nominating Committee shall present a slate of one or more nominees for each office at the ____ (month) meeting. Nominations from the floor shall be allowed at this time also.

SECTION 6. Vacancies in office shall be handled as follows:

- In the event the President is unable to complete his or her term, the Vice President shall become the President for the un-expired portion of the time.
- Vacancies in offices other than the President shall be filled for the expired term by the Board of Directors.

Unexcused absences as determined by the Board of Directors from three consecutive meetings shall constitute a vacancy of office.

(OPTION 3)

SECTION 1. The elected Officers of the Alliance shall be the President, Vice President, Secretary and the Treasurer.

SECTION 2. Officers shall assume their duties in ____ (month) and shall serve for one (1) year or until their successors are duly elected. Officers shall not serve in the same office for more that two (2) consecutive terms. The term limit condition can be waived by a simple majority of the members in attendance at the time of nominations.

SECTION 3. Any Alliance or Business member of the Alliance, whose dues are paid in full, is eligible for election to office.

SECTION 4. At the _____ (month) meeting the President shall appoint a Nominating Committee of at least three (3) members. The Nominating Committee shall present a slate of one or more nominees for each office at the _____ (month) meeting. Nominations from the floor shall be allowed at this time also.

SECTION 5. Officers shall be elected at the _____ (month) meeting by a simple majority vote of regular and business members present.

SECTION 6. Vacancies in office shall be handled as follows:

- A. In the event the President is unable to complete his or her term, the Vice President shall become the President for the un-expired portion of the term.
- B. Vacancies in officer positions other than the President shall be filled for un-expired term by the Board of Directors.
- C. Unexcused absences as determined by the Board of Directors from three consecutive meetings shall constitute a vacancy of office and item B. will prevail.

ARTICLE 11 - DUTIES OF OFFICERS

(OPTION 1)

SECTION 1. The President shall be the principle officer of the Alliance and shall:

- . preside at the meetings of the Alliance and when presiding at general meetings shall report to the membership on board actions,
- . represent the Alliance to all publics, except that the President may ask another Officer, Board or Committee member to represent the Alliance as required,
- . appoint standing and special committees and the designate chairs,
- . identify members for special assignments,
- . sign with the Secretary or any other officer authorized by the Board, any contracts or other legal documents expressly authorized by the Board,
- . sign with the Treasurer all withdrawals of funds over \$_____ from Alliance bank accounts,
- . with the assistance of members, set the agenda for the Alliance.

(OPTION 2)

SECTION 1. The president shall preside at all meetings of the Board of Directors, shall be an ex-officio member of all committees, shall sign all instruments in writing on behalf of the Alliance requiring a signature, and shall perform such other duties as pertain to the office and may be required of him/her by the Board of Directors. The President may assign committee heads.

(OPTION 3).

SECTION 1. The President shall be the principal officer of the Alliance and shall:

- Preside at all meetings of the Alliance.
- Be the sole spokesperson for the Alliance, except that the Board of Directors may designate another member to serve in this capacity as necessary.
- Appoint Chairpersons for all committees with the approval of the Board of Directors.
- Sign with the Secretary all the contracts and other legal documents.
- Serve as the Alliance's primary representative to the public groups.

(OPTION 1)

SECTION 2. The Vice President shall:

- Act as special assistant to the President and represent the President whenever so designated.
- Be empowered to sign any documents as authorized by the Board of Directors. This power may be invoked in the even of an emergency during the absence of the President or due to the Presidents inability or refusal to act.
- Be liaison between the membership and Cellular on Patrol program.
- Perform all such duties as requested by the President or Board of Directors.
- Be responsible for preparing and distributing the Alliance's newsletter. (If one exists)

(OPTION 2)

SECTION 2. The Vice President shall assist the President, represent the President when so requested by the President, be empowered by the Board to sign any documents requiring the President's signature, in the absence of the President, and perform duties as asked by the President or the Board.

(OPTION 3)

SECTION 2. The President-Elect shall perform such duties as may be required by the Board of Directors or the President. In the even of absence of the President or his/her inability to act, as determined by the majority of the Board of Directors present, the President's duties shall be performed by the President-Elect. At the conclusion of his/her term, the President-Elect shall succeed to the position of President.

(OPTION 1)

SECTION 3. The Secretary shall:

- keep minutes and other appropriate records of the Alliance,
- sign with the President any contracts authorized by the Board, and
- perform other duties as requested by the President or Board.

(OPTION 2)

SECTION 3. The Secretary shall:

- Keep minutes of the proceedings of all general membership and Board of Directors meetings of the Alliance.

- . Preserve in a file all records of value to the Alliance to include a chronological file of all minutes of all meetings.
- . Sign with the President all contracts and legal documents.
- . Maintain a current roster of membership including the name, address, telephone number, and membership category of each member.
- . Conduct the correspondence of the Alliance.
- . Perform such other duties as requested by the President or Board of Directors.

(OPTION 3)

SECTION 3. The Secretary shall attend all meetings of the members and of the Board of Directors and shall keep a full and accurate account of the proceedings of such meetings in a permanent book to be kept for that purpose. He/she shall keep such other books and perform such other duties as pertain to the office and as may be required of him/her by the Board of Directors or by the President.

(OPTION 1)

SECTION 4. The Treasurer shall:

- . have charge of all Alliance funds/bank accounts,
- . sign with the President all withdrawals of funds,
- . shall have authority to spend discretionary funds up to \$50.00 without prior board approval between Board of Directors meetings,
- . perform other duties as requested by the President or Board
- . present a complete account of Alliance funds identifying the source of funding and disbursement, at monthly meetings to the Board, at the quarterly meetings of the membership, and
- . prepare an annual statement accounting for Alliance funds.

(OPTION 2)

SECTION 4. The Treasurer shall:

- . Administer all funds of the Alliance.
- . Deposit receipts in a financial institution in the Alliances name as approved by the Board of Directors.
- . Pay all bills and disburse funds as authorized by the Board of Directors.
- . Present all financial status reports at all meetings.
- . Keep itemized and complete records of all receipts and expenditures in a permanent file.
- . Perform such other duties as requested by the President or the Board of Directors.

(OPTION 3)

SECTION 4. The Treasurer shall keep a full and accurate account of all receipts and disbursements of the Alliance in permanent books belonging to the Alliance and shall deposit all moneys and valuables of the Alliance in such depositories as may be designated by the Board of Directors. A report of the finances of the Alliance shall be made by the Treasurer whenever required by the President, and a report of like character shall be submitted by him/her at each annual membership meeting. He/she may be required by the Board of Directors or by the President at any time to give suitable bond.

He/she should perform such other duties as pertain to the office and may be required of him/her by the Board of Directors or by the President. Both the Treasurer and President will be required to sign disbursement checks over \$ ____.

SECTION 5. Directors at Large shall:

- . Serve as chairs of standing committees as appointed by the President.
- . Provide advice and assistance in carrying out Alliance activities.
- . Be responsible for preparing and distributing the Alliance newsletter.
- . Perform such other duties as requested by the President or the Board of Directors.

SECTION 6. Each officer shall deliver to his or her successor within fifteen (15) days after retiring from office, all records, papers, and other property belonging to the Alliance.

SECTION 7. The Board of Directors shall maintain a budget and the Treasurer shall present it for general membership approval.

ARTICLE 12- PARLIAMENTARY AUTHORITY

(OPTION 1)

SECTION 1. The rules contained in the current edition of Robert's Rules of Order, (newly revised) shall govern the Alliance in all cases in which they are not inconsistent with these bylaws and any special rules adopted by the Alliance. A quorum at a Board of Directors meetings shall be a majority of Board members. A quorum at a general Alliance meeting shall be at least ____% of the voting membership.

(OPTION 2)

SECTION 1. The rules contained in the current edition of Robert's Rules of Order (newly revised) shall govern all proceedings of the Alliance.

ARTICLE 13- AMENDMENTS

(OPTION 1)

SECTION 1. These articles may be amended by a two thirds vote of the members present at any general meeting, provided that a notice has been given to the membership at a previous meeting.

(OPTION 2)

SECTION 1. These bylaws may be amended by a two-thirds affirmative vote of the Alliance and Business members present and voting at an annual meeting, provided that notice of such an amendment has been given to the membership in the notice for the meeting. A full text of such an amendment shall be mailed to all members at least ten days prior to the date the amendment shall be considered.

(OPTION 3)

SECTION 1. These by-laws may be amended by a two-thirds (2/3) affirmative vote of the Alliance and Business members present and voting at a regular meeting, provided the notice of such an amendment has been given to the membership at a previous regular meeting. A full text of such an amendment, with a ballot shall be made available one month prior to the date of voting. Voting by proxy will be permitted. Proxy ballots must be presented by a member in attendance.

ARTICLE 14- AUDITS

SECTION 1. At least one month prior to the annual election, the President shall appoint, with the approval of the Board of Directors, a committee of three (3) members to comprise an Audit Committee. These three members cannot be members of the Board of Directors. The Committee's duties shall be to audit the Treasurer's books and/or records. The report of the audit results shall be made at the regular membership meeting prior to the actual elections. A copy of the report shall be given to each member of the Board of Directors and a copy for the permanent file kept by the Secretary.

ARTICLE 15- DISSOLUTION

SECTION 1. The Alliance may be dissolved in the same manner as the procedure outlined in Article XIII, provided that the disbursement of all moneys and properties be acted upon prior to dissolution, and in accordance with the requirements of the Articles of Incorporation and Non-profit Corporation Act then in existence.

ARTICLE 16- ADOPTION OF BYLAWS

Approved by the membership on _____, _____ (MO/DAY/YR) as witnessed by,

President

Secretary