

NASW
MODEL CHAPTER BYLAWS

Revised
6/98

Preface to the Model Chapter Bylaws

The Model Chapter Bylaws provides NASW chapters with the fundamental components needed in a set of chapter bylaws. The Model Chapter Bylaws were first approved by the National Board of Directors in January 1989, and changes to the original document were approved by the National Board of Directors in June 1998. Since 1989, the Model Chapter Bylaws have been used as the standard by which the chapter's bylaws are evaluated.

Annotations and references are provided for each section of the model bylaws. These identify established association policy that applies to chapters and clarified discrete areas where alternative approaches will best fit chapters' needs and realities.

The National Board has delegated the review and approval of chapter bylaws to Chapter Services. All changes to chapter bylaws must be submitted to Chapter Services at the national office prior to implementation.

Model Chapter Bylaws

Article I- Name

The name of the organization is the _____ chapter, National Association of Social Workers.

Annotation: These bylaws regulate chapters, an administrative unit of NASW, Inc.

Article II- Purpose

- A. The _____ Chapter is constituted to advance the purposes of the National Association of Social Workers in _____ and is a basic administrative unit of the National Association of Social Workers. The _____ Chapter program and structure shall be designed to encourage and facilitate participation by members. The program of the _____ chapter shall be related to the basic unified program plan of the National Association of Social Workers, taking into consideration the special needs and interests of the members within the _____ Chapter.
- B. The purposes of the _____ chapter shall at all times be consonant with the National Association of Social Workers' purposes as stated in Article II of the national bylaws.

Annotation: A chapter's purpose is defined in Article XV, B of the National Bylaws (see also National Bylaws, Article II.) The purpose is the same for all chapters.

Article III- Membership

- A. Membership categories, including attendant rights and privileges, are specified in Article IV of the national bylaws.
- B. All NASW members in the area of the _____ Chapter shall automatically be members of the _____ Chapter. A NASW member may elect to affiliate with the Chapter where they live or work. In special circumstances as determined by the national Board of Directors, a member may elect to affiliate with a chapter within which a member neither lives nor works.

Annotation: Paragraph A comes from Article IV of the National Bylaws; paragraph B comes from Article XV, C, and applies to all chapters.

Article IV- Officers

- A. The officers of the _____ Chapter are the President, Vice-President, Secretary, Treasurer, President-Elect and other officers deemed necessary for chapter operations.

B. Duties

1. President- the presiding officer of the Board of Directors and Executive Committee and an ex-officio member of all committees; represents the Board of Directors between its meetings and reports to the Board of Directors all important interim actions; in consultation with the Board of Directors, makes all appropriate committee, task force, unit and other appointments; is available to consult with staff.
2. President-Elect- the Chapter President shall be elected one year in advance of assuming the duties of the office. This person is called the President- Elect.
3. Vice-President- the Vice-President fulfills the duties of the President in the event of absence or disability and assumes the Presidency upon the President's resignation or inability to discharge the office.
4. Secretary- the Secretary is responsible for the Board of Directors and Executive Committee meeting minutes, as well as for the non-fiscal records of the chapter.
5. Treasurer- the Treasurer is responsible for the receipt, deposit, disbursement and withdrawal of all chapter funds and renders regular financial statements at least quarterly to the Board and Executive Committee. The Treasurer serves as the Finance Committee chairperson.
6. Treasurer-Elect-the Chapter Treasurer-Elect shall be elected one year in advance of assuming the duties of the office. This person is called the Treasurer-Elect. (This is an optional position)

C. Terms of Office

The officers are elected by the Chapter membership. Chapter officers, except the President-Elect or Treasurer Elect, shall serve terms of two years each. Officers may not succeed themselves in the same office.

No member shall serve more than three consecutive terms of office on the Board. Terms as President-Elect, Treasurer-elect or Past President do not count in the consecutive term prohibition.

The President Elect shall be elected one year in advance of their assumption of duties of the office of Chapter President.

In the event of the vacancy of the office of President Elect, the chapter shall either (a) offer the position to the President Elect nominee receiving the next largest number of votes in the Chapter election or (b) provide for a special election to the office of President-Elect.

D. Vacancies

Vacancies, with the exception of the offices of President and President-Elect, occurring before the expiration of the term of office shall be filled by the Board of Directors and persons so chosen shall serve until the term expires.

Annotation: This article is generally drawn from Article XV, D (2) of the National Bylaws. Chapters may vary and have more officers with specific functions. Terms of office and vacancy provisions apply to all chapters.

Article V- Board of Directors

A. Powers

The _____ Chapter Board of Directors exercises all powers of the Chapter specified in the national bylaws or otherwise delegated by the national Board of Directors.

B. Composition

The Board of Directors consists of the following members:

1. The officers and President-Elect.
2. _____ members elected by their units as representatives to the Board of Directors.
3. _____ student members, _____ graduate and _____ undergraduate elected by the Chapter membership.
4. _____ members elected at large by the Chapter membership.

C. Terms of Office

1. The term of office shall commence July 1 for a two-year term, except student members shall serve one-year terms. No member shall serve more than three consecutive terms of office.
2. Half of the officers and 50% of the representational and at large directors shall be elected in one year, and the remaining officers and 50% of the representational and at large directors shall be elected in the other years.

D. Duties

Within the policies and priorities established by the Delegate Assembly and the national Board of Directors, the _____ Chapter Board of Directors is responsible for:

1. Developing programs reflective of Delegate Assembly priorities and association major objectives, including annual budgets supporting program implementation.
2. Establishing and dissolving committees and task forces based on Chapter program and administrative needs.

3. Chapter policy development within the framework of NASW public, professional and organizational policies.
4. Creating, restructuring, reviewing and determining the level of support for all local units of the Chapter within national standards.
5. Representing the Chapter in the community to maintain its relationship with other organizations.
6. Staffing, including the hiring and annual performance evaluation of the Executive Director.
7. Chapter finances, including developing fiscal policies, adopting an annual budget, publishing an annual financial report to the membership and obtaining an annual audit.
8. Developing and implementing membership recruitment and retention programs.
9. Periodic evaluation and appraisal of operations relative to achieving association and chapter objectives.
10. Reviewing the Chapter's organizational pattern after each Delegate Assembly to assure relevant structure.
11. Review and resolution of intra-organizational issues and problems.
12. Attend Board meetings.
13. All other business necessary to fulfill the chapter's purposes.

E. Meetings

The Board of Directors shall meet at least four times annually. Time and notice of each meeting shall be given to all members.

Special meetings can be held at the call of the President or by petition of _____ members of the Board. A two-week notice for special meetings is needed, unless right of notice is waived by three-quarters of the Board of Directors.

F. Quorum

A simple majority of the Board of Directors constitutes a quorum for the transaction of business.

Annotation: Drawn generally from Article XV, D (2), the NASW Standards for Chapters, and the Standards for Chapter Nominations and Leadership Identification. Board

powers, duties, terms of office, and meetings will be similar from chapter to chapter. Composition will depend on chapter organization and structure, so variation is necessary, All chapters must have a Board of Directors.

Article VI- Executive Committee

A. Powers

The Executive Committee of the Board of Directors is responsible for chapter affairs between Board meetings.

B. Composition

The Executive Committee consists of the officers and President-Elect, when appropriate, plus _____ additional board members selected by the board. The Executive Committee should be chosen, as much as possible, to reflect membership concentration, geography, ethnicity, gender, students and chapter special interests.

C. Term of Office

Executive Committee members, other than officers, serve one year terms.

D. Duties

Between board meetings, the Executive Committee has the powers of the Board of Directors within the general policies, program, budget and specific directions established by the board, except that decisions regarding the employment status of the Executive Director are reserved for the full board.

E. Meetings

Executive Committee meetings will be scheduled by the President or by petition of _____ members of the committee. Executive Committee members will be given adequate notice of the meeting time and place.

F. Quorum

A simple majority of Executive Committee members constitutes a quorum for the transaction of all business.

Annotation: Executive Committees are mandated by Chapter Standards, and applies to all chapters.

Article VII, Nominations, Elections, and Removal from Office

Nominations and election processes specified in the NASW Standards for Chapter Nominations and Elections adopted by the Board of Directors will be followed.

Nonattendance by Board members at three consecutive meetings of the Board of Directors and nonattendance by officers at three consecutive Executive Committee and/or Board of Directors meetings may be cause for removal. When such an officer or Board member has been absent from the number of meetings designated above, the item of his or her retention shall be placed on the agenda of the next regularly scheduled meeting of the Board of Directors. At that meeting, the Board may remove the officer or Board member by a vote of the majority of the full Board.

Annotation: This section is mandated for all chapters. Basic references are Article XV, D(4) of the National Bylaws and the NASW Standards for Chapter Nominations and Elections. To be consistent with the national bylaws, this section has been amended to include removal of board members and officers. The language matches that found in Article IX, D, of the National Bylaws.

Article VIII- Delegates to Delegate Assembly

A. Election of Delegates and Alternates

Organizational policy regulating the election of delegates to Delegate Assembly is specified in the national bylaws, Article V and in the chapter election guidelines. Delegates and Alternates will be elected in accordance with those provisions.

B. Composition of Chapter Delegations

1. The Chapter President shall serve as the Chapter's first delegate to Delegate Assembly. In the event the President is unable to participate as a delegate, the Chapter Board of Directors shall select one of its members as the chapter's first delegate.
2. The President-Elect shall serve as the guaranteed alternate for single delegate chapters or as the second delegate if a chapter is entitled to more than one delegate.
3. Delegates from chapters entitled to three or more delegates must comprise a balanced representation of all geographic areas and population centers of the chapter.

C. Delegate Term of Office

With the exception of the President or President-Elect, delegates and alternates shall be elected for three-year terms beginning two years before the Delegate Assembly.

D. Alternate and Replacement Delegates

Delegates and alternates who attend the Delegate Assembly must have stood for chapter election as a delegate. Chapter election procedures should assure that enough alternates are elected to replace any elected delegates who cannot serve. The Board of Directors can replace delegates only if elected delegates are unable to attend the Assembly. Such appointments must maintain the chapter's Delegate Assembly Affirmative Action requirements and should consider available people in the following order:

1. Alternates
2. Unsuccessful delegate candidates
3. Board members
4. Nominations Committee members
5. Elected committee chairs

Article IX- Committees and Task Forces

A. Mandated Committees

Mandated committees are:

1. Executive Committee as defined in Article VI of these bylaws.
2. Nominations and Leadership Identification as defined in Article VII of these bylaws and the Standards for Chapter Nominations and Leadership Identification.
3. Committee on Inquiry, as defined in the NASW Procedures for Professional Review and the NASW Chapter Guide for the Adjudication of Grievances. The Committee on Inquiry shall be composed of _____ persons appointed by the President with the advice and consent of the Board from _____ different branches, who shall be responsible for hearing and determining complaints filed in accord with the Association's policy on professional review. The Committee on Inquiry may convene local panels to conduct hearings.
4. Other mandated committees as determined by the chapter.

B. Other committees and task forces.

The chapter Board of Directors may establish and dissolve standing Chapter Committees and task forces based on the Chapter's Program and administrative needs. These committees and task forces are accountable to the Board of Directors in all matters.

C. Committee and Task Force Membership

In making appointments, the President and the Board of Directors should give consideration to members' competence, geographic location, gender, ethnicity, experience and branch recommendations.

Annotation: Executive, Nomination and Inquiry Committees are mandated for all chapters. The Nominations Committee is referenced in Article XV, D (4) of the National

Bylaws and the Inquiry Committee is mandated by the NASW Adjudication of Grievances policy.

Article X- Branches

A. Statement of Intent

The _____ Chapter encourages the maximum possible membership participation through its local branches.

Branch activities shall be consistent with Association purpose, policies, procedures and bylaws.

B. Purpose of Branches

Branches are geographically defined local units that serve the two-fold purpose of representation to the Chapter Board and implementation of program locally.

The _____ Chapter shall be structured into _____ branches defined as the _____ and _____ branches.

The Chapter Board of Directors has the responsibility to create, review and restructure branches as necessary. Branches shall have direct representation on the Chapter Board of Directors through the election of Board representatives elected by the members of the branch.

Board representation must be in general proportion (voting strength) to each branch's membership, provided that each branch must have at least one representative. An elected Board representative shall chair a branch. Branches with more than one representative shall designate one of the positions as the branch chairperson.

Branch chairpersons will represent the interests of their branch's members to the Board of Directors and communicate Chapter Board processes and decisions to their branch membership. Branches are responsible in their areas for Chapter program implementation activity as developed by the Board of Directors.

C. Special Interest Groups

Any group of members of a Chapter may at any time petition the governing body of the Chapter to be recognized as a sub-unit of the Chapter for the purpose of carrying on program activities and receiving chapter funds to support such activities.

D. Other Units

Other units may be developed or recognized to further the Chapter's program.

Annotation: This article authorizes chapters to establish their organization and structure below the chapter level. A couple of principles stand out: Boards have the power and duty to make whatever structural arrangements are necessary; proportional representation is necessary whatever the structure; local branch elected leaders need to

serve on the Board of Directors so that leadership authority and responsibility rest in the same person. The basic references are Article XV, D (1) and the Standards for NASW Chapters. Branch is a generic term. Some chapters use geographic units, division, regions, etc.

Branches are creations, not replications of the chapter. Administration and policy responsibilities belong to the Chapter Board of Directors and staff. It is inappropriate, inaccurate and inconsistent to use terms such as “branch president”, or “branch board of directors”, or “affiliate” of NASW.

Article XI- Staff

A. Personnel Practices

Chapter personnel practices are regulated by the Personnel Standards for NASW Chapters adopted by the National Board of Directors, January 1996.

B. Chapter Responsibilities and Authority for Staff

1. The Board of Directors of the _____ Chapter shall be responsible for creating and implementing such staffing arrangements as is required to provide for the conduct of the Chapter’s business.
2. The Chapter Board of Directors, in consultation with the national office, shall appoint an Executive Director who, under their supervision and in line with established personnel policies and practices shall have the authority to employ, assign, detail and release all other staff of the chapter.

Annotation: The basic references are Article XV, I of the National Bylaws and the Personnel Standards for NASW Chapters, 1996.

Article XII- Finance

A. Chapter Finances

Funds shall be provided to promote the programs of the Association through the _____ Chapter in the following manner:

1. Direct rebates in accordance with national bylaws Article XX- Dues and Other Income.
2. Supplemental grants at the discretion of the National Board of Directors
3. Funds raised by the _____ Chapter in accordance with accepted procedures of the Association.

B. Chapter Financial Affairs

The _____ Chapter Board of Directors shall arrange for the careful stewardship of financial resources by providing the following:

1. A chapter bank account that conforms to the requirements specified in the NASW Chapter Standards. No branch or other units shall have ongoing bank accounts. The _____ Chapter may open local bank accounts for the use of branches or other units.
2. A Chapter budget prepared prior to the beginning of each program year (July 1- June 30) that reflects the Chapter's anticipated program for the year.
3. The preparation and distribution of financial reports to the Board of Directors at least quarterly. A year-end financial report shall be sent to the National Office; a summary of this report shall be made available to chapter members.
4. An independent audit by a certified public accountant is required annually.
5. The _____ Chapter will develop a financial policy defining budgeting and reporting requirements, the staff role in financial management, the reimbursement for chapter leadership and staff expenses, investment policies and policies related to reserve funds in the Chapter.
6. The _____ Chapter will adhere to financial management guidelines approved by the National Board of Directors.

Annotation: The basic references are Article XV, F of the National Bylaws and the Standards for NASW Chapters.

Please note in B (1) the distinction between prohibiting branches or units from having their own bank accounts but permitting chapters to establish local accounts, under chapter control, in branches or other units if deemed desirable.

Article XIII- Political Action Committees

The _____ Chapter's political action committee will conform to applicable state and Federal laws and regulations.

The _____ Chapter will obtain prior review and approval from the national office for its political action committee's bylaws before they become effective.

Annotation: The distinction between the national PACE, whose function is to endorse and support candidates for federal office, and political action committees that chapters may establish needs to be clearly understood by chapter Boards of Directors. Chapter political action committees, where appropriately and properly constituted, endorse and support state and local candidates. Dues money can never be used for partisan political purposes. While formal steps are necessary to establish political action committees as entities independent from the chapter for tax liability reasons, the political action committee should at all times be under the organizational, administrative and operational control of the chapter.

Article XIV- Bylaws Amendments

The _____ Chapter bylaws may be amended by a vote of two-thirds of the Board of Directors representing fifty percent of the branches in attendance at a regularly called meeting, provided that the proposed bylaws amendment has been published and distributed to Chapter members at least three weeks prior to the meeting.

Implementation of an approved bylaws amendment depends upon approval by the National Board of Directors sanctioning process.

Annotation: Outlined is a straightforward process for amending chapter bylaws when necessary. Keep in mind that major portions of these bylaws are mandatory and cannot be amended by chapters. Those portions of the bylaws that permit variation can be amended by chapters but between the chapter board's approval of an amendment and its implementation, the bylaw amendment must be approved by Chapter Services.