



Vietnam Veterans of America Chapter 392, Portland Metro
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A Primer on Bylaws - Information from the 2018 VVA Leadership Conference

What Is a Bylaw?

- A fundamental rule that structures the chapter
- A rule that is too important to suspend
- A rule that is written and agreed upon by the chapter members
- A contract between the chapter and the members
- A rule that, in some way, may limit the rights of chapter members
- Can be amended by the members of the chapter

Governing Documents in Order of Rank

1. Federal Law
2. State corporation laws
3. Articles of Incorporation
4. Constitution of VVA, Inc.
5. Chapter Bylaws
6. Standing Rules
7. Parliamentary authority (Robert's Rules of Order)
8. Policies and Procedures

What Does Not Belong in Bylaws?

- Statements copied from State corporate law, articles of incorporation, the constitution of VVA, Inc. or Robert's Rules of Order
- Confusing language or legalese
- Minutiae
- Information related to day-to-day business practices
 - Policies and/or procedures, who does what, etc.

How can the chapter run effectively without all the other stuff?

- Create a Policy and Procedure Manual
 - A procedure becomes a standing rule if adopted by majority vote
- Adopt Standing Rules
 - Regulates day-to-day operation of the chapter if approved by a majority