



What's a Snippet? Glad you asked! A Snippet is short article about meetings or parliamentary procedure. New snippets are released on the first day of every month at www.agreatmeeting.com.



Snippet #159 Bylaws Revisions

In parliamentary language, the word revision doesn't mean edit – it means replace. Thus, a revision is the complete replacement of a new set of bylaws for the current ones; it's not for the faint of heart.

When notice is required (and it should be) for bylaws amendments, it establishes a scope of notice. (A snippet on scope of notice is in the [Snippet niche](#).) Notice is an important requirement because it sets boundaries that keep things from getting out of hand. Nothing outside the scope of notice is in order: if there are ten members on the board and an increase to twelve members is proposed, no amendment to reduce to fewer than ten or increase to greater than twelve may be considered. This way members are guaranteed that no major changes to the structure or flow of authority of the organization can take place without fair warning. However, when a revision is proposed, it's a new document and all bets are off – there is no scope of notice! All amendments are in order, so anything can be proposed to the revision as an amendment. A member could even move to strike an entire article from the pending revision and insert the language from the current version of the bylaws – thus keeping the status quo for that article. Or, a member could prepare language that no one has ever seen before and propose its insertion as an amendment. Needless to say, this makes revisions a very risky business.

An important factor when considering a revision is time, both before and during the meeting. Most people want to know what is being changed, so a tracking document can be helpful, adding to the time and cost of preparing the final revision draft. Because this is a new document, a tracked changes version will be of no use. However, a document can be created that shows the current version, where a particular subject is located in the revision, or whether it is dropped altogether. Absorbing a new document and understanding the changes can also be made easier by distributing an explanatory document, with bullet points describing the key changes being proposed. Until the members know what is being proposed they will be unable to form an educated opinion. If the draft is changed during a review period, tracking the progress from version to version is also a must. There must be a lot of time allocated for the preparation and review period.

Time will also be a factor at the meeting where the revision is considered. The new document is placed on the floor in its entirety – there's only one vote up or down. Revisions are usually considered seriatim, which means that each paragraph is considered in turn. It's a methodical process, but it works well. The presiding officer calls up each paragraph (or other logical dividing point suggested by the presiding officer) in sequence. Each is open to debate and amendment. Amendments require a majority vote. After all paragraphs have been presented, the entire document is open for final amendments, giving an opportunity to make any necessary adjustments to earlier sections to conform with amendments to later sections. Finally, the vote is on the whole document, as amended. This kind of thorough vetting often takes a lot of time – but then, since the entire structure and flow of authority of the association is at stake, why rush?

In many cases there are significant differences in the structure pre and post revision, requiring a transition plan, called provisos, (another Snippet). The provisos must project the changes out as far as they are effective – until the structure described in the revision is fully in place. This transition plan is part of the bylaws but, when the provisos expire, the text is administratively removed without further member action. Unless otherwise stated in a proviso, a revision goes into effect on adoption – for better or worse. Unlike Lil' Abner, you can't put it back the way it was!