

According to **Robert's Rules of Order**, bylaws define the primary characteristics of an organization, prescribe how it should function, and include rules that are so important that they may not be changed without prior notice to members and formal vote and agreement by a majority of members.

An organization's bylaws generally include the following:

1. Name of group
2. Mission statement
3. Membership
4. Officers
5. Meetings
6. Executive board (if needed)
7. Committees; Subcommittees
8. Amendment procedures for making changes in the bylaws.



Bylaws should include expectations as well as guidelines for members. Issues such as attendance, responsibilities, and discipline should be addressed in the bylaws.

KITSAP COUNTY ADVISORY GROUP SAMPLE BYLAWS LANGUAGE

1. Name

[Insert name] hereafter referred to as [insert acronym if appropriate]

2. Mission

To serve the interests of the citizens of Kitsap County by [insert mission statement]

3. Purpose of [advisory group]*

The [advisory group] is established in accordance with [insert Resolution No. and adoption date] or [County Ordinance, RCW etc]. The [advisory group] will serve the public interest by [insert purpose of the advisory group] in an ethical and responsible manner. The [advisory group] is subject to the laws applicable to public bodies.

4. Goals*

Insert advisory group goals if appropriate

5. Membership

- a. **Appointment.** [insert appointment process from establishing resolution] **or** The [advisory group] shall be comprised of [number] members, who shall be appointed by the Board of Kitsap County Commissioners and serve at the Board of Commissioners pleasure. Members shall be appointed for terms of [number] years **or** the [advisory group] shall [insert process for developing recommendation] before recommending a member to the BOCC for appointment. Members appointed to fill vacancies shall serve the remainder of the term.
- b. **Representation.*** [insert criteria for membership – Geographic distribution, professional requirements, expertise, etc. here if appropriate]
- c. **Duties/expectations.** *[Insert duties/expectations of members.]
Example language: “*Members will complete tasks assigned by the chair and will carry out assignments from committees to which they have been appointed. Members are expected to be knowledgeable about the essential matters confronting the [advisory board], including policy guidelines. Members are expected to assist each other in the orientation and education related to [advisory board] responsibilities.*”

6. Termination*

- a. **Removal by Board of Commissioners.** All [advisory board] members serve at the pleasure of the board of commissioners. The board of commissioners may remove a board member on its own motion or upon the recommendation of the [advisory board].
- b. **Removal by advisory board.** If the [advisory board] determines by a majority vote that a member should be removed, the chair of the

[advisory board] shall report that recommendation to the board of commissioners for its consideration.

- c. Resignation.** Resignations by members shall be submitted in writing to the [advisory board] chair or staff. They will forward a copy of the resignation to the County Volunteer Services Coordinator and the board of commissioners.
- d. Reasons for dismissal.** The board of commissioners may remove a member when it determines that it is in the best interest of the [advisory board] or the county to do so.

7. Attendance*

All [advisory board] members are expected to attend regularly scheduled meetings. More than [insert number] of unexcused absences by any member during any 12 month period may result in removal of the member by the board of commissioners. A member's absence is unexcused if the member fails to notify county staff in advance of a meeting that the member will not attend the meeting. [Insert the process used by the advisory board to handle excessive absences and excused or unexcused absences.]

8. Meetings

- a. Public meetings law.** The [advisory board] is a public body subject to the public meetings and records law. All meetings will be open to the public.
- b. Regular meetings.** The [advisory board] meets on the [day] of each month at [time]. Regular meetings may be canceled or changed to another specific place, date and time provided that actual notice is given.
- c. Notice.** The [advisory board] will provide for and give public notice, reasonably calculated to give actual notice, to board members, interested persons, news media that have requested notice, and the general public. Notice shall include the time and place for holding regular meetings. The notice will also include a list of the

primary subjects anticipated to be considered at the meeting. Distribution of meeting notices will be in a manner which maximizes the potential of the public to be aware of the proceedings and to participate. Whenever possible, matters resulting in a recommendation to the board of commissioners will be deliberated during a minimum of two meetings to assure maximum participation.

- d. Special meetings.** Special board meetings may be called by the [advisory board] chair by notifying all members and the general public through a news media notice not less than 24 hours prior to the time of the special meeting. A special meeting should be called only if necessary to conduct business that cannot wait until the next regularly scheduled meeting. When possible, notice should be provided as soon as possible to encourage public participation.
- e. Meeting location.*** [Advisory board] meetings are generally held at the [insert name of building, address, and city]. *If this is likely to change frequently it should not be part of the bylaws.*
- f. Quorum.** The majority of the appointed membership of the [advisory board] will constitute a quorum for the transaction of all business at meetings.
- g. Decision making procedure.** Each [advisory board] member will be entitled to one vote on all issues presented at meetings at which the member is present. A majority vote is the primary decision-making method. Majority is defined as a majority of the appointed membership.
- h. Minutes.** Minutes will include meeting length, members present, motions, proposals, resolutions, and orders proposed and their disposition. [Insert distribution parameters and time line] Example language: *“Minutes will be distributed to the membership one week prior to the monthly meeting. Minutes will also be distributed to the board of commissioners and posted on the department’s website.”*

- i. **Agendas.** Items may be placed on a meeting agenda by any [advisory board] member or by county staff. The agenda will be distributed to members at least five (5) days prior to a regular meeting.

9. Officers

- a. **Chair and vice-chair appointment.** The members of the [advisory board] will elect the chair and vice-chair. The chair shall serve a maximum term of [insert number] year(s). [Insert succession procedures for chair and vice-chair]. Example language: *“At the end of the first one-year term, the vice-chairperson shall become the chairperson and a new vice-chair will be elected.”* or *“The chair and vice-chair are elected to serve for one term.”*
- b. **Chair responsibilities.** The chair will lead and guide the conduct of public meetings. The chairperson is the official representative of the [advisory board] and shall be the official spokesperson to the media.
- c. **Vice-chair responsibilities.** In the absence of the chair, the vice-chair will assume the chair’s responsibilities. If neither the chair nor the vice-chair is available for a public meeting, then the assembled members will select a temporary chairperson to conduct the meeting.
- d. **Vacancies or removal of officers.*** The Board of Commissioners may remove a chair or vice chair on its own motion or upon the recommendation of the [advisory board] when it determines that it is in the interest of the [advisory board] or the county to do so. If the chair is removed, the vice-chair will assume the chair’s position. If the vice-chair is removed, the [advisory board] will elect a replacement.

10. Standing Committees*

The [advisory board] may authorize the chair to appoint members to standing committees. Standing committees will be responsible for the following:

- a) Executive Committee. [Insert purpose and responsibilities]
- b) [Name of subcommittee] [insert purpose and responsibilities]
- c) [Name of subcommittee] [insert purpose and responsibilities]

All standing committees report their information and/or recommendations to the [advisory board].

11. Special Committees *

The [advisory board] may authorize the chair to appoint members to special committees as necessary to deal with specific problems or issues. All appointed special committees report their information and/or recommendations to the [advisory board].

12. Conflicts of Interest

- a. **Declaration.** [Advisory board] members are expected to declare a conflict of interest prior to consideration of any matter causing a potential or actual conflict.
- b. **Potential conflict defined.** A potential conflict of interest exists when a [advisory board] member takes an action that reasonably could be expected to have a financial impact on that member, a relative, or a business with which the member or member's relative is associated. The [advisory board] member may participate in an action after declaring the potential conflict and announcing its nature.
- c. **Actual conflict defined.** An actual conflict of interest exists when an action is reasonably certain to result in a special benefit or detriment to the [advisory board] member, a relative, or a business with which the member or member's relative is associated. The

member will declare the actual conflict and announce its nature.

The member must then refrain from taking any official action.

13. Amendment to Bylaws

The [advisory board] will periodically review their bylaws and may propose amendments to the bylaws. Any recommendations agreed upon by the majority of [advisory board] members shall be forwarded to the board of commissioners for its approval.

14. Community Relations/Public Input

Any member of the public will be welcome to attend and provide input at [advisory board] meetings. Public comments will be encouraged and will be accepted verbally or in writing. Anyone who wishes to voice an opinion or present information or concerns to the [advisory board] may attend meetings or contact either the chair, the vice-chair, or staff to the [advisory board]. Arrangements will be made and time will be allotted at meetings as appropriate to assure broad public participation.

* Optional

ADOPTION

Bylaws are in full force and effect when approved by the Board of County Commissioners

BYLAWS APPROVAL

Dated this ____ day of _____ 20__

**BOARD OF COUNTY COMMISSIONERS
KITSAP COUNTY, WASHINGTON**

Chair

Commissioner

Commissioner