

**AMENDMENTS PROCESS  
FOR SECTION BYLAWS**  
PROFESSIONAL DEVELOPMENT



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**AMENDMENTS LITERATURE**

- ▶ Applicable Policies and Rules:
  - Standing Board Policy 1.60
  - Rule 1-12.1, Rules Regulating The Florida Bar



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**BASIC PROCESS: 4 LEVELS OF  
BOARD OF GOVERNORS REVIEW**

- ▶ SUBSTANTIVE
- ▶ STRATEGIC
- ▶ PROCEDURAL
- ▶ FISCAL



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### 4 LEVELS & COMMITTEES

- ▶ Substantive } PROGRAM EVALUATION
- ▶ Strategic } COMMITTEE (PEC)
  
- ▶ Procedural - RULES COMMITTEE
  
- ▶ Fiscal - BUDGET COMMITTEE

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### BEFORE SUBSTANTIVE REVIEW

- ▶ The Rules Department will review bylaws first to:
  - Help clear any issues (substantive or procedural) that could slow the approval process
  - Check to see if bylaws conform to the style guide promulgated by the Supreme Court of Florida
  - Review justifications to determine if substantive changes are adequately explained

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### ORDER OF REVIEW

- ▶ Note: **Substantive Review must occur first.** Other levels of review should occur as soon as possible after substantive review, preferably before first reading, but in no particular order. **All levels of review MUST be completed before Final Action.**
- ▶ 1<sup>st</sup> - SUBSTANTIVE (Program Evaluation Committee)
  - Content is reviewed. The submission must **include justification** (rationale) for the substantive changes being proposed
- ▶ 1<sup>st</sup> and/or 2<sup>nd</sup> - STRATEGIC (Program Evaluation Committee)
  - May occur simultaneously with substantive

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### ORDER OF REVIEW CONTINUED

- ▶ 3<sup>rd</sup> – PROCEDURAL (Rules)
  - Procedural issues are reviewed here, including conformity to the Supreme Court of Florida style guide, which requires grammatical correctness, avoidance of legalese, gender neutral language, parallel construction, consistency.
- ▶ 4<sup>th</sup> – FISCAL (Budget)
  - Staff liaison fills out the Fiscal Impact Statement and uploads it to the bylaw amendment for the Budget Committee reviews amendments for fiscal impact to the bar, including potential increase or decrease in revenue, significant use of Information Technology or other staff resources.

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### OFFICIAL NOTICE – BAR NEWS

- ▶ Official notice must be published in the Bar News before the first reading and before final action is taken by the board.
- ▶ Publication allows bar members to express concerns regarding changes proposed to rules.

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### FIRST READING

- ▶ Bylaws are presented to the Board of Governors for the first opportunity to read.
  - ▶ Bylaws must pass substantive review prior to first reading.
- ▶ After substantive review passes, bylaws are placed on other agendas as soon as possible.
  - It is preferred to have at least strategic and procedural review complete prior to first reading, but these reviews may occur after first reading in some cases.

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### FINAL ACTION

- ▶ Bylaws are presented a second time at a subsequent board meeting before the Board of Governors, and the Board of Governors approves or declines the changes.
  - If bylaws are approved, they are made effective that day, unless the section requests a different effective date.
  - Rules Department is notified and the database entry is updated in the database.
  - Bylaw entry will then be archived into the Amendments Archive Database.

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### FINAL DOCUMENTATION

- ▶ The section's staff liaison sends a copy of bylaws to the bar's Office Systems Department and requests a clean copy showing all board approved changes.
- ▶ The section's staff liaison receives a clean copy showing all board approved changes and sends to:
  - The section (in their preferred format)
  - The Rules Department (in a PDF format) to submit to the Supreme Court of Florida as a courtesy

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### SECTION'S RESPONSIBILITY

- ▶ Provide staff liaison with the most recent copy of bylaws with changes shown in legislative format in a word document with the justification (rationale) for any substantive changes shown in comments, using word's "review" function
- ▶ Understand there may be additional edits required before substantive review, including some back and forth with Rules Department staff suggestions
- ▶ Make changes based on edits by Rules Department and submit to staff liaison

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**STAFF LIAISON'S RESPONSIBILITY**

- ▶ Communicate to and from Rules Department on behalf of section
- ▶ Communicate with Office Systems for any needs
- ▶ Handle all documentation between section and rules dept.
- ▶ Input information into the amendments database:
  - Cover sheet information; bylaws; fiscal Impact Statement; any other attachments from section

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**STAFF LIAISON'S RESPONSIBILITY**

- ▶ Communicate to and from Rules Department on behalf of section
- ▶ Communicate with Office Systems Department to obtain master copy of section bylaws, obtain section bylaws with amendments in legislative format, request Board approved changes to be made
- ▶ Handle all documentation between section and Rules Department
- ▶ Input information into the amendments database:
  - Cover sheet information; bylaws; fiscal Impact Statement; any other attachments from section

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**RULES DEPARTMENT'S RESPONSIBILITY**

- ▶ Maintain and oversee amendments database entries
- ▶ Edit incoming amendments and suggest changes to the section for compliance with the Supreme Court of Florida style guide
- ▶ Communicate with staff liaisons and/or section committee members if needed
- ▶ Help move amendments through the rules amendments process

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## THE EDITING PROCESS

- ▶ Section submits a Word version of most recent bylaws in legislative format to staff liaison
  - Changes shown with strikethroughs and underlines
  - Times New Roman, 12 pt. font
  - Justifications for substantive changes in bubble comments, using Word's "Review" function

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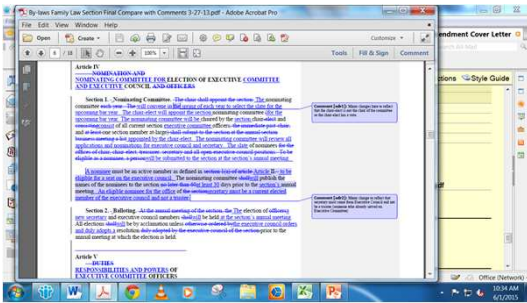
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## SAMPLE COMMENTS




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## EDITING CONTINUED...

- ▶ Staff liaison creates a cover sheet in the amendments database
  - uploads the word copy of the bylaws
  - Notifies Rules Department of bylaw entry
  - Creates fiscal impact statement (found in amendments database) and uploads it to database entry

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**EDITING CONTINUED...**

- ▶ Rules Department staff edits bylaws for
  - substantive content,
  - mechanical/grammatical issues, and
  - alignment with the Supreme Court of Florida style guide
- Rules Administrative Coordinator Janellen Green edits first.
- Elizabeth Tarbert finalizes edits.
- ▶ Edits
  - Made by hand
  - Edited document scanned to a PDF
  - Emailed to Staff Liaison

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**EDITING CONTINUED...**

- Staff liaison forwards to section contact.
- Section makes changes (legislative format)
- Section emails back to liaison
- Liaison forwards to rules department
- ▶ Rules department checks new version.
  - Janellen Green checks first
  - Ethics Counsel Elizabeth Tarbert finalizes
- ▶ If there are any issues or discussion regarding language edits they occur at this point, including any further edits that should be made.

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**EDITING CONTINUED...**

- ▶ Section staff liaison replaces first copy of amendments with copy approved by the section
- ▶ Rules Department staff notifies Program Evaluation Committee staff liaison (Mike Garcia) that the bylaws are ready for Program Evaluation Committee substantive and strategic review

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## JUSTIFICATION

- ▶ Justify substantive changes:
  - The section must provide justification for any substantive changes being made to the bylaws, which is the “why” the change is being made, rather than the “what”
  - There should be no mystery as to why a substantive change is being made
  - Please give the occasion that prompted the change
    - What instigated the change?
  - The justification is the section’s opportunity to provide the Board of Governors with its reason for why the amendment should be adopted

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## SUMMARY FOR BAR NEWS

- ▶ Summarize substantive changes:
  - The section must provide a summary of each substantive change, which is the “what” is being changed
  - The summary will be published in the Florida Bar *News* before both first and second readings, to give notice to Florida Bar members of the proposed amendments, per Standing Board Policy 1.60

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## HELPFUL TIP #1:

- ▶ **Designate one or two people** to make approval for edits.
  - *WHY?*
  - You will not have to go back to the full section to make decisions.

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### HELPFUL TIP #2:

- ▶ **Record minutes** of meeting, especially when **substantive changes** are made. Consider asking the section to write a memo detailing the changes and the reasons for the changes.
  - *WHY?*
  - **If language is unclear** and **edits need to be made**, revision will be easier.
  - **If the justification isn't present** in the document, then revising and adding reasoning for the change is easier.

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### HELPFUL TIP #3

- ▶ The earlier the section involves the Rules Department staff, the quicker the process will be

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### LENGTHY PROCESS, SIMPLIFIED

- ▶ 4 levels of review:
  - Substantive, Strategic, Procedural, Fiscal
- ▶ Board of Governors review:
  - First Reading
  - Second Reading
    - These occur at two *different* board meetings
  - Official Notice of changes in Bar *News* before FIRST READ and again before FINAL ACTION

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## PROCESS (CONT.)

- ▶ **Six** potential times your changes could be rejected (at one of the four levels, first reading, and second reading/final action).
- ▶ Rules Department staff will help the section review and edit *before* first review by the **Program Evaluation Committee**
- ▶ **BE PREPARED** to make changes after Rules Department reviews and before the amendments are reviewed by the Program Evaluation Committee

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## CONTACT US

- ▶ If you have any questions, please contact Janellen Green
  - Rules Administrative Coordinator
  - ext. 5751
  - [jgreen@flabar.org](mailto:jgreen@flabar.org)

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