

# Merging and Dissolving Chapters

## **TO DISSOLVE A CHAPTER:**

- A letter (see sample) must be sent to each member of record of the chapter telling them the date, time and place of a meeting which will be held to formally decide whether to dissolve the chapter. Typically, at least 30 days notice must be given, unless a different time is stated (along with any other requirements which may be stated) in the Chapter Dissolution clause in its bylaws. Even if only a few members come to this meeting, it is still appropriate to make the decision under these circumstances to dissolve the chapter as long as there was adequate notice. (See any chapter bylaws provisions involving any other actions which should be taken upon the dissolution of the chapter.)
- The letter sent to members should (a) urge people to come forward to take leadership in the chapter to save it; and (b) tell people their membership will be transferred at-large if no new leadership emerges.
- A copy of the letter sent to members, as well as a letter summarizing the results of the mailing and the decision made at the meeting to dissolve the chapter, must then be sent to both the state president and to the Action Center Chapter Development Department letting each know that the chapter is to be dissolved. Any remaining chapter funds must be turned over to an entity of NOW, either the state or National NOW or another NOW chapter, and should not be distributed to other organizations within the community.

## **TO MERGE ONE CHAPTER INTO ANOTHER CHAPTER:**

Chapter A has agreed to take in interested members of Chapter B, which has no leadership or prospects of getting leadership, after which Chapter B will be dissolved according to the bylaws of Chapter B.

- A letter (see sample) must be sent to each member of Chapter B (a) inviting them to take leadership in Chapter B to keep it from being dissolved.
- If anyone responds to the letter expressing interest in reviving Chapter B, that individual must be given the opportunity to try to reactivate Chapter B. If activists in Chapter A are not able to help with reactivation efforts, then individuals may be referred to state leadership or national chapter development staff for assistance and support. Members of Chapter B need to be notified that efforts are being made to revive Chapter B. During the period of revival Chapter A may not transfer any members to Chapter A until they know that new leadership has come forward to revive their existing chapter. As always, individual members can affiliate with any chapter or become an at-large member at any time.
- In the event that no new leadership emerges for Chapter B, then plans may proceed to absorb members interested in transferring to Chapter A into that

- chapter. Chapter A must furnish to the Action Center's Chapter Development and/or Membership Department a copy of the letter that was sent.
- Chapter B will then be dissolved and funds can be dispersed. The process will depend on the ability to locate and work with the signatories of the closing chapter's bank account.
  - If Chapter B dissolves, there might be more than one chapter in the area close enough geographically to absorb members from Chapter B. In that case, the letter to chapter members should list all the chapters in the area and encourage Chapter B members to select from among these chapters for a new chapter to which to belong.

## **TO MERGE TWO CHAPTERS HAVING CURRENTLY ELECTED LEADERS**

The leadership of both Chapter A and Chapter B have discussed the possibility of merging their chapters, and want to proceed with these efforts. In this case, it is typically the case that a new chapter name and chapter number will be given to the new group. Leaders must get the approval of the **membership of both chapters** to do this. Typically, the leadership can make decisions about the new Chapter AB, such as name, and which chapter number and which tax ID number will survive. However, in this case, the decision to merge is what is being decided by each chapter's members. Members can be informed of other details such as a name change, or who the new leaders will be pending regular elections.

1. A letter (see sample) must be sent to the membership of both chapters informing them that this merger has been proposed. A meeting should be held, either separately or jointly, to approve or reject the merger. Adequate notice, usually 30 days, must be given to members of each chapter. (Essentially both chapters are being dissolved, so provisions of the chapter bylaws regarding the decision to dissolve each chapter must be followed.)
2. If the name of chapter AB will differ from either previous chapter, then new bylaws must be approved. Chapter leaders should inform the appropriate departments of the National Action Center so that annual reports to the IRS regarding chapter tax ID numbers can reflect a changed name for an existing tax ID number.
3. If a majority of members of each chapter at the meeting approve the merger then all members can be transferred into the same chapter, whether it is called Chapter A, Chapter B, or Chapter AB, or even Chapter Completely New Name. (Names must comply with National NOW's policy on naming chapters.)

## **IN ALL CASES**

In all cases above, the mailings described need to go to members of record of the chapter in question. These member lists can be obtained from the National Action Center. It is NOT necessary to contact any at-large members in the area regarding the decision under

consideration although chapters can always communicate with area at-large members with state permission as provided by NOW policy.

This page is an internal document for NOW chapters.