

CONSTITUTION & BY-LAWS

The constitution of an organization contains the fundamental principles that govern its operation. The by-laws establish the specific rules of guidance by which the group is to function, such as procedures for meetings, decision-making, officer selection, and financial transactions. All but the most informal groups should have their basic structure and methods of operation in writing.

Why have a constitution?

By definition, an organization is a "body of persons organized for some specific purpose, such as a club, union or society." The process of writing a constitution will serve to clarify your purpose, delineate your basic structure and provide the cornerstone for building an effective group. It will allow members and potential members to have a better understanding of what the organization is about and how it functions. If you keep in mind the value of having a written document that clearly describes the basic framework of your organization, the drafting of the constitution will be a much easier and more rewarding experience.

What should be covered by a constitution?

The following is an outline of the standard information to be included in a constitution. The objective is to draft a document that covers these topics in a simple, clear and concise manner.

- Article I The name of the organization
- The name of this organization shall be... (provide complete official name)
- Article II Affiliation with other groups (local, state, national, etc.)
- Article III Purpose, aims, functions of the organization
- Article IV Membership requirements and limitations
- List all of the qualifications, requirements, rights, duties, and all other conditions for membership in the organization
 - All voting members must be ASWU fee-paying students at Willamette University
 - Membership must be extended to all students without regard to race, color, creed, religion, sex, national origin, sexual orientation, age, or physical or mental handicap
- Article V Officers
- State the number of officers, their titles, and their general duties and responsibilities
 - Qualifications for each office, if any
 - Term of office
 - Provisions for removal of an officer
- Article VI Advisor (term of service, how selected)
- The university requires a faculty/staff advisor who shall be an ex-officio member with no voting privileges.
 - Method of selecting an advisor, and their duties or responsibilities
- Article VII Meetings (frequency, special meetings and who calls them)

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- Article VIII Quorum (number of members required to be present to transact business at the meetings)
- Article IX Referendum and Recall (procedures and handling)
- Article X Amendments (means of proposal, notice required, voting requirements)
- Article XI Ratification (requirements for adopting this constitution)

Why have By-laws?

The constitution covers the fundamental principles but does not prescribe specific procedures for operating your organization. Bylaws detail the procedures your group must follow to conduct business in an orderly manner. They provide further definition to the articles of the constitution and can be changed more easily as the needs of the organization change.

What should be included in the By-laws?

Bylaws must not contradict provisions in the constitution. They generally contain specific information on the following topics:

- A. Membership (selection requirements, resignations, expulsion, rights and duties)
- B. Dues (amount and collection procedures, any special fees, when payable)
- C. Duties of Officers (powers, responsibilities, specific job descriptions, procedures for filling unexpired terms of office, removal from office)
- D. Executive Board (structure, composition, powers)
- E. Committees (standing, special, how formed, chairpersons, meetings, powers, duties)
- F. Order of Business (standard agenda for conducting meetings)
- G. Parliamentary Authority (provisions for rules of order, generally Roberts Rules of Order - Newly Revised)
- H. Amendment Procedures (means of proposals, notice required, and voting requirements)
- I. Other specific policies and procedures unique to your organization necessary for its operation

Once we've got them - what do we do with them?

Remember the reasons for having a constitution and bylaws. They articulate the purpose of your organization and spell out the procedures to be followed for its orderly functioning. Constitutions usually require a 2/3 vote of the membership for adoption. Bylaws only require a simple majority for passage. Once you have developed your constitution and bylaws review them often. The needs of your group will change over time and it's important that the constitution and bylaws are kept up to date to reflect the current state of affairs.

Make sure every new member of the organization has a copy. This will help to unify your members by informing them about the opportunities that exist for participation and the procedures they should follow to be an active, contributing member. A thorough study of the constitution and bylaws should be a part of officer training and transition.

This is one of many handouts available to you. Feel free to meet with any Student Activities staff member for more details about this topic or any others related to leadership or your student organization. We also have open advising hours every Wednesday from 3 p.m. to 6 p.m. The Office of Student Activities is located in the University Center, on the 2nd floor, or by telephone at (503) 370-6463. Visit our website at www.willamette.edu/dept/osa or email us at wustudentinvolvement@gmail.com. Adapted from the Office of Student Activities and Leadership, University of Michigan.