



Creating a Constitution and By-Laws

Overview

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. All but the most informal groups should have their basic structure and methods of operation in writing.

Materials Needed

1. "Skeleton" copies of the constitution and by-laws each which list the article names required for the constitution and provisions sections that are required for the bylaws (described below)
2. Copies of constitutions and bylaws of organizations that are similar to yours.
3. Pens, post-it notes, poster board
4. A computer with a word processing program (not required, but would be helpful)

Purpose

- By definition, an organization is a "body of persons organized for some specific purpose 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 also allow members and potential members to have a better understanding of what your organization is all about and how it functions.

Description/Background

What Should Be Covered By A Constitution?

The following is an outline of the standard information required for a Constitution.

- Article I Organization name and purpose
- Article II Membership eligibility and selection
- Article III Officers (titles, terms of office, how and when elected)
- Article IV Meetings (frequency, special meetings, who calls them)
- Article V Right to assess dues
- Article VI Amendment Process (means of proposal, notice required)
- In addition, you may add articles for:
 - Affiliation with other groups (local, state, national)
 - Advisor (term of office, how selected)
 - Quorum (number of members required to transact business)
 - Referendum and Recall (procedures)

Why Have By-Laws?

- The Constitution covers the fundamental principles but does not prescribe specific procedures for operating your organization. By-Laws set forth in 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 your organization change.



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What Should Be Included In The By-Laws?

By-Laws must not contradict provisions in the Constitution. They generally contain specific information on the following topics:

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

Once We've Got Them -- What We Do With Them?

Remember the reasons for having a Constitution and By-Laws. They articulate the purpose of your organization and spell out the procedures to be followed for its orderly functioning. Constitutions usually require a two-thirds vote of the membership for adoption. By-Laws only require a simple majority for passage.

Once you have developed your Constitution and By-Laws review them often. The needs of your group will change over time and it's important that the Constitution and By-Laws are kept up to date to reflect the current state of affairs.

Make sure that each new member of your organization has a copy of them. 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 By-Laws should be a part of officer training and transition.

Activity

- Writing a constitution and bylaws can be very time consuming--delegating the drafting of the sections of the constitution and bylaws to various members of your organization will help in "getting the ball rolling" on the language of these documents and will provide something for your members to talk about.
- Additionally, you may want to consider asking for a few interested members to volunteer to participate in a working committee to frame these documents. This way, you can concentrate your regular meetings on other items of business.
- You may want to consider discussing certain elements of each document at several separate meetings—this will help your members stay focused on the task at hand.
- Ask for a strong writer to volunteer to proofread the final documents before they are brought forward to your organization for a vote.