CONSTITUTION & BY-LAWS

The process of writing a constitution clarifies your group’s purpose, delineates your basic structure, and helps you build an effective group. The objective is to draft a document that covers these topics in a simple, clear, and concise manner. The constitution will give members and potential members a better understanding of what the organization is about and how it functions. An organization’s constitution is the basis for the operation of the group. Each recognized student organization is required to have an approved club constitution on record with the Office of Student Activities. Clubs must abide by their constitutions for all operations and activities. The constitution should be arranged in an appropriate manner, with the following information listed under the articles.

Article I  Complete and official name of the organization
- Choose the name wisely, as it is linked to many things and is difficult to change
- If appropriate specify any variation of the official name that the organization might use
- When possible avoid using “Willamette University” as a part of your name

Article II  Affiliation with other groups (on-campus, local, state, national, etc.)

Article III  Purpose and mission of the organization
- Start with the description of the organization from the “Affiliation Form”
- Be clear, concise, and specific

Article IV  Membership requirements and limitations
- List all of the qualifications, requirements, rights, duties, and all other conditions for membership in the organization
- If desired, include benefits and privileges of membership
- Specify how membership may be resigned or terminated
- All voting members must be ASWU fee-paying students at Willamette University
- Membership must be extended to all students without regard to espoused or perceived identities such as: race, color, creed, religion, sex, national origin, sexual orientation, age, or physical or mental ability

Article V  Officers
- Titles
- General duties and responsibilities
- Method of selection
- Qualifications for each office, if any
- Term of office
- Provisions for removal of an officer and resignation
- Provisions for filling vacancies

Article VI  Advisor
- The university requires a faculty/staff advisor who shall be an ex-officio member with no voting privileges.
- Do not list a specific person’s name, rather, a description of qualities or experiences
- Method of selecting an advisor
- Advisor duties or responsibilities
- Term of service

Article VII  Meetings
- Who can call meetings and with what type of notice
- How often meetings occur
- Who will set agenda, take minutes, and keep a record of both and how will they be distributed to members
- Quorum (number of members required to be present to transact business at the meetings – usually a simple majority, do not list a specific number of members, rather a percentage)
- For groups whose meetings will be primarily practice- or rehearsal-based keep in mind the need for special business meetings
Article VIII  Elections
- Method and frequency of elections or officer selection
- All qualifications, requirements, or other conditions members must meet before they are eligible to become officers
- Specify who is eligible to vote in elections
- Requirements for a vote to pass: percentage of approval (e.g., must pass by 2/3’s or 51%)

Article IX  Transitions
- Method and frequency of transition procedures from outgoing to incoming leaders

Article X  Risk Management
- Process for dealing with safety and liability issues

Article XI  Amendments
- Process for proposing an amendment (who can do it and when)
- Notice or timeframe required (e.g., consider tabling a vote for 1 week to allow members who were not present to review and attend the meeting to vote
- Voting requirements

Article XII  Ratification
- Who submitted the constitution for ratification
- When was it ratified, and by whom
- What were the requirements for adopting this constitution (constitutions usually require a 2/3 vote of the membership for adoption. Bylaws only require a simple majority for passage)

Other things to consider adding as articles or by-laws:
- Club dues and fees
- Committees
- Impeaching officers
- Dissolution of the club

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, establishing the specific rules by which the group is to function, such as procedures for meetings, decision-making, officer selection, and financial transactions. By-laws 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:
- Order of Business (standard agenda for conducting meetings)
- Dues (amount, collection procedures, any special fees, when payable, who collects them, etc.)
- Executive Board (structure, composition, powers)
- Committees (standing and special, how formed, chairpersons, meetings, powers, duties)
- Parliamentary Authority (provisions for rules of order, generally Roberts Rules of Order - Newly Revised)
- Other specific policies and procedures unique to your organization necessary for its operation

Once we've got them - what do we do with them?
Make sure every member of the organization has a copy! A thorough study of the constitution and bylaws should be a part of annual officer transitions and group retreats or meetings.

The reason to have a constitution and by-laws is because they articulate the purpose of your organization and spell out the procedures to be followed for its orderly function. Once you have developed your constitution and bylaws, review them often as 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.

Updated 6/12