Constitution vs. By-Laws

What's the Difference?

Constitution

• Concise
• Clarifies group's purpose
• Explains fundamental principles of group
• Provides basic framework for group's processes
• Provides historical perspective
• Rarely revised

By-Laws

• Outlines specific procedures for group's functioning
• Helps group conduct business in an orderly manner
• Provides further definition to Constitution
• Revised regularly as procedures change

We the people of the United States in order to form a more perfect Union, establish Justice, insure domestic tranquility, provide for the common defense [sic], promote the general Welfare, and secure the Blessings of Liberty, to ourselves and our Posterity, do ordain and establish this Constitution for the United States of America.
What should be covered by a Constitution?

Constitutions should be concise, yet contain the important framework of an organization. They should be about two to four pages in length, leaving the detailed procedures of a group's daily functions to the By-Laws. Below is an outline of the kinds of information that should be included in a Constitution:

Article I: Name of the organization
Article II: Affiliation with other groups (local, state, national)
Article III: Purpose of the organization
Article IV: Membership requirements and limitations
Article V: Officers (titles, terms of office, how and when elected)
Article VI: Adviser (term, how and when selected)
Article VII: Meetings (frequency, special meetings and how called)
Article VIII: Quorum (number of members required to conduct business - fraction 2/3)
Article IX: Referendum and Recall (procedures for legislation and recalling officers)
Article X: Amendments (proposal form, notice required, voting procedures)
Article XI: Ratification (voting requirements for approval of this document)

What should be covered in By-Laws?

By-Laws are the daily working procedures of an organization. They contain the detailed processes of a group. They are usually easier to change, requiring only a simple majority, rather than Constitutions, which require 2/3 vote of membership. Below is an outline of the kinds of information that are normally covered in By-Laws:

A. Membership (selection requirements, resignations, expulsion, rights and duties)
B. Dues (amount and collection procedures, special fee, when payable)
C. Executive Board (structure, members, powers, duties)
D. Duties of Officers (powers, responsibilities, specific job descriptions)
E. Committees (standing, special, how formed, chairpersons, meetings, powers, duties)
F. Duties of Adviser (powers, responsibilities, specific job description)
G. Elections (time of year, winning vote margin, voter eligibility, procedures for filling unexpired or unfilled terms of office, removal from office, appeal process)
H. Order of Business (standard agenda for conducting meetings)
I. Parliamentary Authority (provisions for rules of order - President's rules or Roberts Rules of Order - Newly Revised)
J. Amendments (proposal form, notice required, voting procedures)
K. Other specific policies and procedures unique to your organization

- All but the most informal groups should put their purpose and procedures in writing.
- Review the documents regularly to keep them up to date to reflect the current functions of the group.
- Give everyone in your group a copy.
- Check out the Constitution Notebook in the O&L office for samples of group Constitutions and By-Laws.

Adapted from University of Michigan Student Organization Development Handout.