

Constitution Guide

WILLIAM AND MARY

Office of Student Leadership Development

The following outline and questions are designed to help you draft or revise a constitution for your organization. All Articles and Sections listed in this template are required in some format. (Your constitution should address all the suggested areas identified but may do so in the manner that best serves your organization's needs.)

Green Highlighting indicates language that **cannot** be changed and must be included with the exact wording provided.

Yellow Highlighting indicates language that can be (slightly) adjusted but the concept must be represented within your constitution (i.e. the information provided must be followed as provided).

Items in Blue Font are examples that meet the stated constitution requirements and may be used/copied within your constitution.

No Highlighting indicates areas that are standard language or suggestions provided but are still able to be edited by the organization.

Helpful Tips:

- A properly formatted constitution should be alpha/numeric outlined, not narrative. Concise descriptions, paired with outline headings, are effective in providing introduction, context, and navigational cues for the document.
- The intention of the constitution is to provide long-term sustainability for the organization. Write for the future of the organization! The constitution should provide you with a guide to answer and resolve issues that the organization may face.
- We suggest that, prior to submission you ask a third-party (someone who is not associated with your group) to proofread, review, and provide feedback about your proposed constitution.
 - We find that oftentimes those who are writing the constitution become “too close” to the subject matter to be able to pull back to discern if it makes the most sense.
 - An objective third-party may also be more effective in identifying typos, grammatical errors, and issues with continuity throughout the document.
- There are some mandatory statements that are clearly stated in this guide and must be included as indicated.
- Helpful Link for Rules of Order and Tips for Holding Meetings/Elections, etc.:
http://diphi.web.unc.edu/files/2012/02/MSG-ROBERTS_RULES_CHEAT_SHEET.pdf
- Helpful Definitions:
 - Quorum: the minimum number of members that must be present in order to conduct organization business. In other words, if you don't meet this number, organization official business cannot take place. In most cases, people choose quorum to be 50% of member plus one officer. This must be included in the “Meetings” section.
 - Majority: more than half of the vote.
 - Simple majority – 50% +1
 - Super majority – A vote that requires a higher standard of affirmation than simple majority, i.e. 2/3 or 3/4 majority.
 - Plurality: the number of votes cast for a candidate (or option) who receives more than another other but does not receive a majority. For example, you are voting among three candidates and no candidate receives more than half of the votes; the candidate with the highest number of votes is the winner, even if it is less than half the votes.
 - Ratification: the first time the constitution is approved by the new organization
 - Amendment: specific changes to the constitution that are adopted by an organization following mutual ratification. This is NOT the creation of an entirely new document.

[ORGANIZATION NAME]
Ratified OR Amended on: (Insert Date)

PREAMBLE:

This section should be a statement of the group's establishment. The preamble should identify that this document serves as the constitution and governing document for the organization. *Example: We the members of [name of organization], subscribing to the regulations and policies of William & Mary, establish this Constitution to govern the matters within our organization.*

Article I: NAME

State the full official name of the organization as well as any acronyms or other names used if applicable.

Example: The name of this organization will be known as the Student Leadership Development Club or SLD Club.

- If the organization is affiliated with a national organization, indicate that in this section as well.
Example: The SLD Club is affiliated with the National Club of Student Leaders.

Mandatory:

When naming your organization, "William & Mary" or "W&M" **may not precede** the name of the organization. (You may use XYZ Organization at W&M. This signifies that your organization is recognized AT W&M, but is not OF W&M)

- If you choose to use W&M within your organization's name you must follow the universities official branding guidelines.
 - Branding guidelines do not allow for use of the words "College of" preceding William & Mary.
- There is NO requirement or expectation to include any reference to W&M in the name of the organization.

Article II: PURPOSE/MISSION

What is the purpose of the organization? This is the place to describe the mission and aspirational reason/goals for the organization. These goals should be broad in scope and a reflection of what your organization (or national affiliation) values. (In the purpose/mission it is acceptable to write 3-5 sentences of narrative text.) *Example: The SLD Club exists to support the development of students as leaders and assist organizations in their efforts to create belonging and engagement experiences for students on campus.*

Article III: MEMBERSHIP

Section 1: This first section allows you to define the composition of membership as well as the privileges and responsibilities of membership in the organization.

- State that the membership of the organization must be comprised of currently enrolled W&M students; individuals without official affiliation with W&M are not eligible for membership. Faculty/Staff are not eligible for MEMBERSHIP in a recognized student organization and should not be referred to in this section as members. (An RSO can have supporters and friends that do not hold membership privileges.)
- Define what a student must do to become a member AND maintain membership.

- Identify clear OBJECTIVE criteria that easily indicate if someone has met the standards for membership. Example: affirms membership agreement form; attends 50% of meetings; and/or is current with dues payment.
- Some organizations may want to have an application or selection-based process. In this case, the constitution needs to outline how that process will be structured.
- Outline what rights, privileges, and responsibilities go along with membership.
- If different membership categories are appropriate for your organization. Outline what differentiates the categories of membership that exist, such as active, associate, etc. NOTE: most organizations will not have multiple categories of membership.

Section 2: *Membership Resignation or Addressing Membership (Disciplinary Matters)*: In this section, you need to outline how your organization will navigate transitions in membership status, including how an individual can pursue resignation; and how you will address any membership issues that occur within the organization:

Per University guidelines, student organizations lack the authority to investigate and adjudicate alleged violations of university policy, including, but not limited to violations of the W&M Student Code of Conduct or Honor Code, W&M's Policy Prohibiting Discrimination, Discriminatory Harassment, Retaliation & Sexual Misconduct, and W&M's Policy Prohibiting Title IX Sexual & Gender-Based Harassment. Suspected violations of those policies should be reported to appropriate university officials.

Your organization operates with the limited authority to address membership privileges and expectations that are within your purview as an organization (examples such as financial requirements; attendance/participation requirements; violations of the constitution/bylaws; disruptive behavior within the organization; failure to meet specified membership requirements and expectations.)

SLD has provided information for groups navigating membership issues. In order to be sure that your constitution is aligned with these practices, review the document, "[A Good & Fair Process for Navigating Member Issues](#)" prior to drafting this specific section.

- Members may choose to voluntarily terminate their membership in the organization; outline a process by which they can submit their resignation.
- The process of addressing membership issues must include both NOTICE to the member of the specific concern (as outlined in the governing documents) AND the opportunity to RESPOND to these concerns prior to disciplinary decisions being made. The member in question should have a clear understanding of the behavior of concern that is being addressed and the organization should apply a "[Good & Fair Process](#)" when addressing a concern. It is strongly discouraged to use membership suspension/removal as the first step in addressing a concern. An effective first step can be a member behavioral agreement that provides clear standards for maintaining good standing within the organization.

Mandatory:

The constitution MUST include the following non-discrimination clause:

- The [insert organization name] affirms its commitment to conducting its activities in accordance with W&M's Policy on Discrimination, Harassment and Retaliation. Membership in this organization shall be open to all without regard to race, religion, creed, national origin, color, sex, gender, sexual orientation, gender identity, pregnancy, physical or mental disability (or perceived disability), personal appearance, political affiliation, source of income, citizenship status, age, marital status, family responsibilities, Veteran or military status (including disabled veteran, recently separated veteran, active duty wartime or campaign badge veteran, and Armed Forces Service Medal veteran), predisposing genetic characteristics, domestic violence victim status, height or weight.
- ***If you believe your organization is exempt from using the required clause above, please contact the Office of Student Leadership Development, leadership@wm.edu (i.e. single gender organizations protected by Federal law.,

Example:

Section 1. Membership in the SLD Club will be open to currently enrolled W&M students who meet all stated membership requirements.

- A. Active members will be currently enrolled students who are current with dues payment and attend at least 75% of meetings.
- B. Active members may hold office and vote on organization business.

Section 2. Membership Resignation or Addressing Membership (Disciplinary Matters)

- A. Per University guidelines, student organizations lack the authority to investigate and adjudicate alleged violations of university policy, including, but not limited to violations of the W&M Student Code of Conduct or Honor Code, W&M's Policy Prohibiting Discrimination, Discriminatory Harassment, Retaliation & Sexual Misconduct, and W&M's Policy Prohibiting Title IX Sexual & Gender-Based Harassment. Suspected violations of those policies should be reported to appropriate university officials.
 - i. Our organization operates with the limited authority to address membership privileges and expectations that are within our purview as an organization (examples such as financial requirements; attendance/participation requirements; violations of the constitution/bylaws; disruptive behavior within the organization; failure to meet specified membership requirements and expectations.)
- B. Members may pursue resignation by contacting the secretary via email.
- C. Member privileges may be addressed by a $\frac{3}{4}$ majority decision of the Executive Board if the member is in violation of stated membership requirements or member expectations.
 - i. All membership privilege review procedures will be conducted fairly and require providing the member in question with adequate written notice (5 days minimum) and the opportunity to respond to the alleged concerns with the Executive Board. The Executive Board will utilize the principles for a Good & Fair Process in conducting these matters).
 - ii. Any executive board member involved in the dispute should be recused for participation in the discussion and vote on alleged violations.

- iii. *A first-time offense may result in probation for a designated period of time with additional written membership expectations.*
- iv. *If the misconduct continues or is significant enough to warrant membership removal, a 3/4 membership vote by the Executive Board will take place following adequate written notice and the opportunity to respond.*

Section 3. Discrimination, Harassment, and Retaliation:

The *SLD Club* affirms its commitment to conducting its activities in accordance with W&M's Policy on Discrimination, Harassment and Retaliation. Membership in this organization shall be open to all without regard to race, religion, creed, national origin, color, sex, gender, sexual orientation, gender identity, pregnancy, physical or mental disability (or perceived disability), personal appearance, political affiliation, source of income, citizenship status, age, marital status, family responsibilities, Veteran or military status (including disabled veteran, recently separated veteran, active duty wartime or campaign badge veteran, and Armed Forces Service Medal veteran), predisposing genetic characteristics, domestic violence victim status, height or weight.

Article IV: OFFICERS

This section describes the titles and duties of the officers.

- **Begin this section by naming and outlining the composition of the "executive board." How many officers are there? What are their titles and duties? Which officers constitute the executive body? You may consider traditional officer roles (President, Vice President, Treasurer, etc.) BUT you are encouraged to structure differently to serve the needs of your organization.** Co-Presidents (if based on co-founders) are discouraged.
- Describe any minimum qualifications officer candidates must have, such as class standing, experience in the organization, minimum GPA, etc.
- Define the length of the officer's term and term limits, if any.
- Describe why and how an officer may be removed from their duties. Since removing an officer is likely to be an emotionally charged process for your organization, make sure this process is fair to all parties. Additionally, be sure to outline a process that gives the officer in question notice and an opportunity to respond, prior to any final decisions being voted on. Reasons for officer removal could include: failing to fulfill job responsibilities, abuse of power in office, misuse of funds, etc.)
- If the organization has an advisor/sponsor, it should be noted here. Include the process by which the organization may select a new advisor.
- Some organizations have committees. You may want to consider the role of committees when designing your executive board if it is relevant to your organization. If choosing to identify a structure for committees, include information about the purpose of the committees, identify leadership/membership for the committees, and the process by which committees can be established.

Example:

Section 1. The Executive Board of the SLD Club will be comprised of a President, Vice President, Secretary, and Treasurer.

- A. *The **President** will be responsible for presiding over general body and Executive Board meetings. They will be the primary contact for the organization and serve as a representative for the organization. The President will have served as an active member for at least one academic year prior to taking office.*
- B. *The **Vice President** will be responsible for coordinating trainings and serving in the absence of the President. The Vice President will have served as a member for at least one academic semester prior to taking office.*

- C. The **Secretary** will be responsible for taking attendance, maintaining membership eligibility records, recording and distributing meeting minutes, and handling membership resignations.
- D. The **Treasurer** will be responsible for collecting dues, managing accounts, budgeting for all initiatives, and providing monthly reports on the financial status of the organization.

Section 2. Officers will serve for a full year. There are no term limits.

Section 3. Officers may be removed from their duties by a $\frac{3}{4}$ vote of other Executive Board members if the officer fails to uphold the duties of their office. Officers may be nominated for removal by a petition to the President or an officer not in question signed by $\frac{1}{3}$ of active members. Prior to the vote to be removed, the officer in question must be provided with notice of the concerns and provided with the opportunity to respond.

A. The officer in question shall not participate in the deliberations or vote to remove (but shall be provided with the opportunity respond to the concerns prior to the vote taking place).

B. Any Executive Board Member with bias in the matter shall be recused from the vote (as determined by the President).

C. Any individual removed from offices still maintains general membership in the organization unless removed via the membership removal process.

Section 4. Committees may be appointed at the discretion of the Executive Board and require a majority vote of the Executive Board officers.

Section 5. An advisor to the SLD Club may be appointed by the Executive Board by a majority approval.

Article V: ELECTIONS OR SELECTION OF NEW OFFICERS

This section describes the process by which officers are elected/selected/appointed.

- How are officers identified: by election, interview/selection, appointment, etc.?
- Identify approximately when the elections/selection/appointment process will take place and when new officers take office following their selection.
- Explicitly describe the details of the nomination and selection process. Describe the method that will be used for voting and who will be responsible for counting votes. Identify what amount of votes is needed to elect a member (e.g., simple majority, $\frac{2}{3}$ majority, plurality). Describe the procedure for runoff elections in the event of a tie or if a majority is not reached.
- If choosing to facilitate a selection process, identify how the selection process will be facilitated (example: the Executive Board shall facilitate a selection process composed of at least 4 members to include any officers not seeking reappointment and additional appointed members from the general membership (up to four).
- Describe procedures for filling vacancies in current officer terms.

Example:

Section 1. Elections will be held during a regularly scheduled meeting in April. The particular meeting will be determined by the President.

Section 2. Notice of elections shall be made at least two weeks prior to the election meeting. Nominations will be open and close 48 hours prior to the elections meeting. Any eligible active member may be nominated. Voting will take place at the election meeting. A simple majority vote is necessary to elect an officer. If a majority is not reached, a run-off election will be held between the two nominees receiving the most votes. In the event of a tie, the outgoing President (or their designee) will cast the deciding vote. Voting will be conducted via ballot, with an officer not seeking reelection and an active member counting the votes.

Section 3. Should an officer resign or be removed from office, a vacancy will be filled by appointment from the Executive Board with majority approval from the membership of the appointment for the remainder of the term of office.

Article VI: MEETINGS

This article describes how your organization will meet and conduct the business of your organization.

- Share the intended format and frequency of meetings. What is the minimum expectation for the number of times your organization will meet over the course of the year? This can be regularly, weekly, monthly, once a semester, etc. This is not WHEN your organization meets. Be sure to include “while classes are in session,” as organizations may not meet while William & Mary is not in session.
- Include who presides at the meeting.
- Outline the attendance policy, if any (only if not defined in other sections such as membership requirements within the Membership Section).
- Define what the quorum is (usually a simple majority of the active membership including one officer).
- Define the standard at which organization business shall be approved (example “simple majority.”)
- Describe whether the executive board has separate meetings and if so, how often.

Example:

- Section 1. The SLD Club will meet regularly while classes are in session. The President will preside at the meeting.*
- A. Quorum will be defined as 50% of the active membership, including one officer.*
- B. Approval for organization business shall be a simple majority unless stated differently within this constitution.*
- Section 2. The Executive Board will meet regularly separate from the general body to discuss forwarding long-term goals and any issues that require privacy.*

Article VII: FINANCES

This article describes the financial procedures of the organization. How will your organization finance its operations and activities?

- If collecting dues, describe procedure for determining the amount of dues and when they should be collected. Many new groups are reluctant to mandate dues but the following example provides you with the flexibility AND a process to institute dues should they become necessary.
- If collecting dues, donations, or fundraising, detail the manner in which your treasury shall be managed. For example, who has signature authority for your accounts?
- Are there any other fees, like tickets for events or membership to a national organization? If so, what is the method of collection?

Example:

- Section 1. The amount of dues and the method of collection will be decided by a majority vote of the Executive Board at the beginning of each school year.*
- Section 2. The funds of the SLD Club will be stored in an off-campus organization account. The President and the Treasurer will have signature authority, and all checks must be signed by both officers.*
- Section 3. Training fees will be set by majority vote of the Executive Board on a case-by-case basis and at minimum will cover the cost of the training.*

Article VIII: POLICY COMPLIANCE

This section should be a statement of the group’s willingness to abide by established university policies, including, but not limited to the following: Alcohol Policy, Hazing Policy; Travel Policy and any other relevant policies contained in the Student Code of Conduct.

Any Groups formed with an international focus must not have the presumption of travel (organized by/for the student organization) included their process.

Mandatory:	
The constitution MUST include both of the following compliance statements.	
Section 1.	[Insert name of Organization] will abide by all university policies including the Student Code of Conduct, the Campus Alcohol Policy, and requirements set by the Office of Student Leadership Development.
Section 2.	[Insert name of Organization] agrees that it will not initiate, support, or encourage any events or situations that endanger the mental or physical health or safety of a student for any purpose including but not limited to initiation or admission into or affiliation with this group or organization.
Section 3.	(If Applicable) Any international travel will not be affiliated with William & Mary or this organization and will occur strictly on an individual basis.

Article IX: RATIFICATION

This article outlines how the constitution will be ratified. It should include the date that the constitution was ratified. *Example: This constitution will take effect immediately upon its passage by a 2/3 majority of the members of the SLD Club.*

Ratified on: [Insert Date]

Article X: AMENDMENTS

All organizations must have provisions for amending their constitutions or bylaws. In this article, describe the procedure for proposing and approving amendments to the constitution.

- How are amendments to be proposed and by whom? When and how will amendments be voted on following proposal? How many votes in favor of the proposal must be reached to approve amendments?
- Following the approval of any amendments, you should include at the end of the document “Amended (insert date)”, with the most recent date of amendment on top of a running list of amendment dates. This will help you know that you are using the most recent version of your constitution.
- **Required Action Upon Approval/Amendment of Constitution:**
 - Upload a copy of the constitution (PDF is recommended) to the organization’s TribeLink Documents, in the Constitution/By-laws folder.
 - Make sure the date of approval or amendment is included in the name of the file; this will ensure you know which is the most current version and which are historical versions.

Example: Section 1. Amendments must be proposed in writing by any active member by emailing the Secretary.

A. The Executive Board will review and distribute a copy of the proposed amendments to all active members for discussion at the next regularly scheduled meeting.

B. After initial discussion, the amendment may be voted on by a simple up-or-down vote. Amendments must be passed with a 2/3 majority vote.

Amended on: [Insert Date]