

# How to Run An Effective Meeting: How a Constitution and Bylaws Benefit Your Organization

February 2022

Whether you are forming a new organization or are part of an existing association, a written constitution and bylaws should be part of your strategy for holding effective meetings.

Effective meetings require a plan, good communication and practice. A well-written constitution and bylaws are part of that plan because they provide consistent instructions for how a group operates.

Most often, constitution and bylaws begin by stating a group's purpose, and includes officer duties, how elections or voting take place, when meetings happen and who must be there, dues requirements, changes and amendments to the constitution and bylaws, etc.

The organizational framework can guide current and future leaders through membership disputes and help answer questions, which is why they are important for any organization or group to have in place.

If your group does not currently have a constitution or bylaws, use the worksheets included in

this fact sheet to start the process. Another solution is to contact an organization similar to yours and ask for a copy of their Constitution and Bylaws.

Once your group has adopted these documents, bring them with you to every meeting and help other members become familiar with what's in them so your future meetings go as smooth as possible.

## What is the Difference Between an Organization's Constitution and Bylaws?

Sometimes a group has both documents. Other times, they may have one that combines the information.

**Constitution:** Identifies the organization name, mission, purpose, and basic structure. The Constitution provides the basic structure of an organization.

A group's constitution usually includes:

- The Name.
- Purpose.
- Membership.
- Organization.
- Meetings.
- Quorum.
- Amendment Process.
- Dates of Past Amendments.

**Bylaws:** Identify specific and detailed procedures for the operation of the organization. The Bylaws provide a more detailed process and procedures for your organization, and should be easier to amend than a group's Constitution.



A group's bylaws often lay out the structure of the organization, including:

- Preamble or foreword that reminds members of the group's mission, core values or scope. This beginning may include group mottos, pledges or symbols.
- Executive Board.
- Elections and Terms of Officers.
- Duties of Officers.
- Committees and Their Duties.
- Membership Requirements and Dues.
- Meetings.
- Voting Procedures.
- Finances.
- Establishing Chapters.
- Amendments.
- Dissolution.

## **Membership**

This section explains who can be members of your organization as well as the requirements to join. In this space, organizations explain different levels of membership, who is eligible to vote, and how long memberships are valid. Consider listing the requirements in.

## **Executive Officer Duties**

Read the sections below to become more familiar with the typical roles and duties of the officers. Knowing their responsibilities will help a group decide what information to include in their organization's Constitution and Bylaws.

### **What are the Typical Duties of a President?**

A president is an organization's chief executive officer and is responsible for seeing that all provisions of the constitution and bylaws are carried out.

In addition, presidents typically:

- Preside at organization meetings.
- Schedule and preside over regular meetings of the executive board.
- Appoint, instruct and, when possible, serve as an ex-officio member of committees.
- Determine the objectives, meetings and action plans of the group.

- Analyze membership problems and help plan a vigorous membership campaign.
- See that other organization leaders, committees, members and the advisors are informed about problems and policies under consideration.
- Work closely with the organization's advisors/executive director (if applicable).

### **What are the Typical Duties of a Vice President?**

A vice president should work closely with the president to ensure smooth transition should it be necessary for him/her to take over the position.

The responsibilities of a vice president vary depending on the organization, but some typical duties include:

- Assisting the president.
- Serving in the absence of the president.
- Being the host at meetings: check room arrangements, proper lighting, ventilation, etc.; greet newcomers and see that new members get acquainted; see that guest speakers are properly recognized, introduced and accommodated.
- Chair membership or program committees.

Larger organizations have several vice presidents who oversee separate responsibilities, such as membership, awards, programming, etc. In this instance, they are usually referred to as First Vice President, Second Vice President, Third Vice President, and typically move to the higher role after their term expires.

### **What are the Typical Duties of a Secretary?**

Secretaries are the official record keeper of an organization, acting as the source of all official actions, motions and assignments.

- Keep accurate account of organization and executive committee proceedings and produce minutes for each meeting. This includes taking roll and alerting the president to any attendance issues. (Committees may have an appointed secretary that performs this role instead of the organization's secretary).
- Mail and post notices of organization and executive committee meetings.
- Provide members, officers and committees with necessary papers and materials (such as copies of agendas, minutes, documents, etc.).

- Keep a systematic method of filing letters received, copies of letters sent, committee reports, treasurers reports, membership rosters, lists committees, etc.
- The president may rely on the secretary to remind him/her of things to be done.
- Committee chairs may need to be notified of their assignments.
- Read minutes of meetings and call the president's attention to unfinished business.
- Have on hand at each meeting an agenda, minutes of the previous meeting, lists of committees and committee reports, a copy of the constitution and bylaws.
- Cooperate with the treasurer in keeping an accurate listing of membership status.

## **What are the Typical Duties of a Treasurer?**

Some organizations assign the treasurer as chair of the finance committee. Additionally, some organizations may allow the president and treasurer to spend up to a specific amount of money before requiring approval from the full board.

Treasurers should:

- Obtain records of all financial documents from the previous treasurer and go over these records with him/her if possible. Obtain all financial account numbers and log ins.
- Maintain a simple set of books and record all items of income and expenses as they occur so they are aware of all account balances.
- Collect dues.
- Promptly prepare checks or payments of all invoices and deposit all money collected.
- Meet with the budget or finance committee to prepare the annual budget for the upcoming year.
- Make and deliver financial reports at meetings as necessary.
- Cooperate with the secretary in keeping accurate membership records including names, addresses, dates paid, and funds received.

## **What are the Typical Duties of a Committee?**

Much of the work done by an organization takes place at the committee level where there is more time and attention for specific projects, events or responsibilities.

Examples of common committees include:

- Executive Committee (made up of the elected officers).
- Membership Committee (responsible for encouraging and maintaining new membership).
- Program Committee (which arranges the organization's yearly schedule of events).
- Awards Committee – Handles any annual competitions or awards.
- Marketing Committee – Interprets and publicizes organizations' policies and plans.

Committee Chairs are typically appointed by seniority or the Executive Officers.

They can be:

- Standing Committee - Permanent committees established under the standing rules of the organization and specialize in carrying out particular activities for the organization. Standing committees exist on a permanent basis, even as organizational leadership changes.
- Special/Ad-Hoc Committees - A committee formed for a specific issue, task, or objective, and dissolved after the resolution of the issue, completion of the task, or achievement of the objective.

## **What is a Quorum?**

A quorum is the minimum number of members in attendance required to conduct official business and have items voted on during meetings. If the minimum number of members are not present, no official business can be conducted.

## **What's Usually Included in Meeting Minutes?**

The main secretarial role people are familiar with is that of taking minutes. These are the official records of an organization's actions, motions and votes.

Minutes of a meeting should include:

- Type of meeting (regular, special, emergency).
- Date of meeting and place.
- Who was in attendance (roll call).
- Whether the minutes of the last meeting were amended or approved.
- Include main motions, including the name of the person introducing the motion.
- Recording amendments to the constitution, bylaws, or rules.

## What is the Amendment Process?

This section describes how your organization's constitution can be changed in the future, who can request the change, the process used to respond to a requested amendment, the number of votes required to pass an amendment, any advanced notice membership must receive, and the time frame for when approved amendments take effect.

This fact sheet was adapted from:

### How To Write A Constitution and Bylaws.

University of Southern Indiana. Retrieved from

[https://www.usi.edu/media/959699/how\\_to\\_create\\_your\\_constitution\\_and\\_by-laws.pdf](https://www.usi.edu/media/959699/how_to_create_your_constitution_and_by-laws.pdf).

## Additional References

Prykucki, B. (2017). Ways to Change Your Bylaws or Constitution. Michigan State University Extension. Retrieved from [https://www.canr.msu.edu/news/ways\\_to\\_change\\_your\\_bylaws\\_or\\_constitution](https://www.canr.msu.edu/news/ways_to_change_your_bylaws_or_constitution).

Creating a Constitution and Bylaws. University of California – Davis Campus. Retrieved from [https://csi.ucdavis.edu/wp-content/uploads/2014/10/creating\\_a\\_constitution\\_and\\_bylaws.pdf](https://csi.ucdavis.edu/wp-content/uploads/2014/10/creating_a_constitution_and_bylaws.pdf).

---

The University of Arkansas System Division of Agriculture's Public Policy Center provides timely, credible, unbiased research, analyses and education on current and emerging public issues. This fact sheet was written by Dr. Julie Robinson, associate professor, and Kristin Higgins, program associate, University of Arkansas System, Division of Agriculture's Public Policy Center.

Pursuant to 7 CFR § 15.3, the University of Arkansas System Division of Agriculture offers all its Extension and Research programs and services (including employment) without regard to race, color, sex, national origin, religion, age, disability, marital or veteran status, genetic information, sexual preference, pregnancy or any other legally protected status, and is an equal opportunity institution. FSPPC392-PD-2-2022