

HOW TO WRITE A CLUB CONSTITUTION

Your guide to drafting an effective constitution for your...



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Introduction

What is a Registered Student Organization?

Groups that register with the Students' Union (SU) are officially recognized student organizations that are eligible to apply for funding and services provided by the SU and other campus organizations including the University of Calgary itself. Known commonly as "clubs," these groups are autonomous, student-run initiatives intended to improve student life and the quality of undergraduate experiences at the University of Calgary.

What is a constitution?

Your club's governing document provides a framework and establishes rules for how your organization operates. These structures and rules help to prevent and resolve misunderstandings and ensure consistency in how your club will make decisions over time. It ensures that the club will continue to serve its purpose and function in a way that is fair and accessible for all members.

This how-to-guide describes the elements that you should include in your club's governing document and describes best practices to help your club be successful.

The most common terms for governing documents are *constitutions*, *bylaws*, or *charters*. This guide refers to constitutions, but they can be used interchangeably. Clubs that are also incorporated under the Alberta Societies Act as non-profit organizations are required to call their governing document a *bylaw*. Choose the term that will work best for your club.

Important things to remember

When writing your club's constitution:

- Use plain language. Short sentences about 8-15 words in length with just one idea per sentence are the easiest to read and interpret.
- Number each separate paragraph. Numbered sections are easier to reference later.
- Be consistent with terminology. For example, if you call your governing body the Executive Council, don't later refer to it as the Executive Committee if they mean the same thing.
- Plan for every contingency. Even if you never have to enforce certain rules, outlining procedures for how tough situations will be handled and who is responsible will save you a headache if the need ever does arise.
- Procedures, codes of conduct, forms, and special conditions can be appendices rather than articles.

SU Requirements

The SU's Clubs Committee has established criteria and terms of registration for SU Clubs. These requirements aren't necessarily included in your constitution, but a well-written constitution will ensure that there is someone in your club who is responsible to fulfill all of these requirements on an annual basis.

All clubs must comply with the [Student Organizations Registration Procedure](#) to qualify for continued registration with the Students' Union.

All Registered Student Organizations must agree to the *Registered Club Agreement*, which can be found in the [Clubs Manual, here](#).

How to Write a Constitution

Template

The Clubs Office has put together a template you can use to help make your constitution as effective as possible and ensure that all the requirements for your constitution are met. You can find the template [on ClubHub, under the Students' Union Clubs organization page's Documents section!](#) From this link, open the "For Club Executives" folder, and then the "Registering a Club" subfolder.

Everything you may need to edit in the template is highlighted, and there are different drop-down boxes, etc., throughout to make the constitution as customizable as possible, while making you aware of some different options. Feel free to edit the constitution template as much as you'd like – as long as it still meets all the requirements!

If you prefer to draft your own constitution from scratch, follow the guide below, which also has **helpful information about why each article is required** which is good information to have, whether you use the template or not!

Article 1: Preamble

The preamble for your constitution contains introductory and general information about your club. Registered Student Organizations are required to have an official name. When choosing a name for your club:

- ✓ Use descriptive words that embody your club's objectives
- ✓ Make sure it is easy to spell
- ✓ Make sure it is easy to say
- ✓ Make sure it is easy to remember
- ✓ Consider what the acronym will be
- ✓ Ensure that your club's name and acronym are unique enough to distinguish them from other clubs

For example, if the activities of the club are specific to cats, the word "cats" should be included in the club name rather than "animals" or "pets" to better describe the club's activities.

Avoid using "University of Calgary" or your faculty name, unless you have explicit permission to use the university's name.

If your club chooses to have a logo, ensure that it is distinct and unique. Do not use any University of Calgary logo unless you have explicit permission to use the [University of Calgary brand](#).

Common words to include in a club name:

- Club
- Association
- Society
- Interest Group
- Chapter

Example:

1.1 *The name of the organization shall be the Cat Lovers Club, also referred to as, "CLC."*

1.2 *This document shall serve as the constitution of the CLC, which regulates the activities and affairs of the club. All actions and, if any, additional policies of the club shall adhere to this constitution.*

Article 2: Objectives

Your objectives or mandate outlines why the club exists and what the club will achieve through its various activities. Your objectives also set the limitations on what the club can do. For example, a club that exists to bring together cat lovers does not have the power to organize dog lover events. To be a Registered Student Organization with the SU, your club's objectives must promote the general welfare of students at the university.

Your objectives should do all of the following:

1. Identify the need for your club to exist
2. Identify who your club serves (i.e. undergraduate students at the University of Calgary)
3. Outline 3-5 broad ways that your club will address this need

Example:

2.1 *The objectives of the Cat Lovers Club shall be:*

- (a) To bring together University of Calgary students who have a shared love of cats;*
- (b) To provide University of Calgary students with opportunities to learn more about cats;*
- (c) To connect University of Calgary students with opportunities to volunteer for causes that care about cats;*
- (d) To provide University of Calgary students with opportunities to play with cats, even if they cannot own one due to residence building or rental housing rules.*

Article 3: Membership

This section describes who the members of your club are, how they become members, and what their rights and responsibilities are as members. Clubs need active members in order to accomplish their objectives.

It is important to **remember that your club must have at least 20 members, and two-thirds all members must be "Active SU Members" (current undergraduate students enrolled at the University of Calgary)**. This might affect how you structure your club to ensure you have long term success and continuity from year to year. Remember also that you may not restrict membership based on a group characteristic such as age, ancestry, colour, family status, marital status, physical or mental disability, place of origin, political belief, race, religion, sex, gender or sexual orientation.

The SU recommends that you explicitly state that all University of Calgary students are eligible to be a member of your club. Clubs must be open to all students in order to register with the SU.

The membership section in your constitution must:

- ✓ Establish categories for membership
- ✓ State how individuals can become members
- ✓ Specify the rights and benefits associated with each category of membership
- ✓ Include a one-year term of membership (recommended: September 1 to August 31)
- ✓ Specify if the club will charge a membership fee
 - The membership fee can either be written in stone in the constitution
 - OR
 - You can state that the club will establish a membership fee either through the governing body or at its Annual General Meeting
- ✓ Specify what happens if someone wants to withdraw membership from your club
 - Do they write a letter?
 - Can their membership fee be refunded?
- ✓ Specify the reasons to request that the University of Calgary Conduct Office make a recommendation to remove a member. Remember that neither the club nor the SU can interpret or enforce U of C policy

Your club might have just one category of membership or tiered membership (e.g. alumni membership, associate membership). Make sure you specify the rights and benefits associated with each level of membership and how this membership is decided and recorded, as they can be different (i.e. not all types of members may have voting rights or be eligible to hold office).

Example #1 – Standard Club Membership

3.1 All University of Calgary students are eligible to be members of the Cat Lovers Club.

3.2.1 Individuals may become a member of the Cat Lovers Club by paying a membership fee of \$5.00.

3.2.2 The membership year is September 1 until August 31.

3.3 Any member in good standing is entitled to:

- (a) Receive notice of Cat Lovers Club meetings;*
- (b) Attend any Cat Lovers Club meeting;*
- (c) Speak at any Cat Lovers Club meeting;*
- (d) Vote at any General Meeting of the Cat Lovers Club;*
- (e) Attend Cat Lovers Club events;*
- (f) Participate in Cat Lovers Club activities; and*
- (g) Be eligible to serve on the Cat Lovers Club Executive.*

3.4.1 Any member may resign their membership with the club by sending or delivering written notice to the President of the club. If a member resigns, the person's membership fee shall not be refunded.

3.4.2 The removal of a member for conduct-related complaints must be recommended by the University of Calgary Student Conduct Office.¹

3.4.3 The Cat Lovers Club Executive may request that the University of Calgary Student Conduct Office recommend the removal of a member if they have:

- (a) Failed to abide by the club's Constitution;
- (b) Violated Students' Union or university policy at a club meeting or event; or
- (c) Harmed the reputation, function, or unity of the club through deliberate action or inaction.

Example #2 – Tiered Club Membership

3.1 All University of Calgary students are eligible to become Associate, Junior, or Senior Members of the Cat Lovers Club.

3.2.1 A student may become an Associate Member of the Cat Lovers Club by paying a monthly membership fee decided by the Cat Lovers Club Executive.

3.2.2 A student may become a Junior Member of the Cat Lovers Club by paying a yearly membership fee decided by the Cat Lovers Club Executive.

3.2.3 An Associate or Junior Member may become a Senior Member of the Cat Lovers Club by paying a yearly membership fee decided by the Cat Lovers Club Executive, and must have been an Associate or Junior Member for at least two months of the previous membership year.

3.3.1 The membership year is September 1 until August 31.

3.4.1 All Associate, Junior, and Senior Members in good standing shall be entitled to:

- (a) Receive notice of Cat Lovers Club meetings;
- (b) Attend any Cat Lovers Club meeting;
- (c) Speak at any Cat Lovers Club meeting;
- (d) Vote at any General Meeting of the Cat Lovers Club;
- (e) Vote at any General Meeting of the Cat Lovers Club;
- (f) Attend Cat Lovers Club events; and
- (g) Participate in Cat Lovers Club activities.

3.4.2 With the consent of the Cat Lovers Club Executive, Junior and Senior Members shall be eligible to organize and preside over Cat Lovers Club meetings and events.

3.4.3 Senior Members shall be eligible to serve as a member of the Cat Lovers Club Executive.

Common Membership Categories:

- Voting
- Non-voting
- Honorary
- Junior
- Senior
- Associate
- Full

¹ See <http://su.ucalgary.ca/clubs> for the clubs conduct reporting procedure.

3.5.1 Any member may resign their membership with the Cat Lovers Club by sending or delivering written notice to the President of the club.

3.4.2 The removal of a member for conduct-related complaints must be recommended the University of Calgary Student Conduct Office.²

3.4.3 The Cat Lovers Club Executive may request that the University of Calgary Student Conduct Office recommend the removal of a member if they have:

- (a) Failed to abide by the club's Constitution;
- (b) Violated Students' Union or university policy at a club meeting or event; or
- (c) Harmed the reputation, function, or unity of the club through deliberate action or inaction.

Article 4: Structure

Every club must have a main governing body that is composed of the club's executives and is responsible for administering the club's activities. Your club can choose what you want to call this governing body (e.g. Club Executive, a Board of Directors, an Executive Council, Executive Committee, etc.). Fundamentally, it's this group of people who are responsible for making sure the club follows all SU and university policies and procedures.

Your constitution must include:

- ✓ What kinds of powers and responsibilities this group of people have
- ✓ The composition of the governing body (i.e. executives and other officers, if applicable)
- ✓ How your club will elect or appoint executives (and other officers, if applicable), including criteria for nomination / selection, whether a Chief Returning Officer (CRO) will be appointed, how nominations and votes are collected, and how appeals are handled
- ✓ How your club will fill vacancies for positions on the governing body
- ✓ The terms of office for executives (and other officers, if applicable)

Example:

4.1 The Cat Lovers Club shall be governed by an Executive Council, which is responsible for managing the affairs of the club.

4.1.2 The powers and duties of the Executive Council shall include:

- (a) Promoting the objectives of the club;
- (b) Promoting membership in the club;
- (c) Approving an annual budget for the club;
- (d) Maintaining all accounts and financial records of the club;
- (e) Paying all expenses for operating and managing the club;
- (f) Making policies, rules and procedures for managing and operating the club; and
- (g) Strategic planning.

² See <http://su.ucalgary.ca/clubs> for the clubs conduct reporting procedure.

4.1.3 The Executive Council shall be composed of four Executives elected at the Cat Lovers Club Annual General Meeting (AGM, see section 6.2).³

- (a) Nominations must be received in writing at least one week in advance of the AGM;
- (b) A Chief Returning Officer (CRO) will be appointed by the outgoing president to oversee all duties involved with elections. They may not be a current executive and may not run or vote in the election;
- (c) Unchallenged positions will be acclaimed without a vote;
- (d) Contested positions will be determined by an anonymous written ballot with winners being elected if they receive a majority of votes; and,
- (e) Written election appeals will be reviewed by the CRO within one week at which time a special meeting may be called to re-do the ballot for the contested position only if evidence of vote tampering is found.

4.1.4 An Executive may resign from office by giving two weeks' notice in writing.

4.1.5 The removal of an executive member for conduct-related complaints must be recommended by the University of Calgary Student Conduct Office.⁴

4.1.6 The Cat Lovers Club Executive may request that the University of Calgary Student Conduct Office recommend the removal of an Executive for any of the reasons listed in Article 3.x.x or if they have:

- (a) Demonstrated an ongoing conflict of interest that cannot be resolved; or
- (b) Been absent at three consecutive Executive Council meetings without a valid excuse.

4.1.7 If there is any vacancy on the Executive Council, the other Executives may appoint a member in good standing to fill the vacancy for the remainder of the term.

4.1.8 The term of office for Executives shall be September 1 to August 30.

Article 5: Officers and Duties

In this section you will outline who in your club holds elected and/or appointed offices and what their responsibilities are. Consider the objectives of your club, the activities you will need to engage in to accomplish these goals, and the leadership positions that will be required to make sure those activities take place.

The number of officers in the club depends on the anticipated size of your club and the complexity of the club's affairs. For example, a large club that includes all of the students in a faculty as members might need a larger council or board of directors with more diverse roles and an Executive Committee. In contrast, a small interest-based club may have a small four-person executive that is responsible for everything.

³ This is an example of one way to hold elections. As long as your nomination and election process is clearly defined, feel free to customize this section. Appointments are also OK as long as nomination and selection criteria are clear here.

⁴ See <http://su.ucalgary.ca/clubs> for the clubs conduct reporting procedure.

Remember, you must have a **minimum of four** executive officers who are all Active SU Members on your club’s governing body to be registered with the SU. Community members, faculty advisors, graduate students, or other individuals may participate as non-voting (ex-officio) consultants on club executive matters.

In describing the roles and responsibilities of executive officers, make sure that someone will be responsible for:

Common Role Types
<ul style="list-style-type: none"> • President • Vice Presidents • Treasurer • Secretary • Directors • Officers • Coordinators

Common Duties
<ul style="list-style-type: none"> • Finance • Communications • Events • Marketing • Volunteers

- ✓ Completing annual reporting requirements (e.g. the SU’s Annual Report requirement).
- ✓ Presiding over meetings.
- ✓ Acting as spokesperson for the club.
- ✓ Ensuring compliance with SU and university policy.
- ✓ Club financial matters.
 - At least two executives should be co-signing authorities for all club financial transactions.
 - Someone should be responsible for maintaining financial records.
- ✓ Taking meeting minutes.
- ✓ Preparing agendas and sending out meeting notices.
- ✓ Maintaining a membership list.
- ✓ Communicating with members.
- ✓ Organizing events and club activities.
- ✓ Fundraising activities.
- ✓ Transitioning new executives into their roles.

Depending on the objectives you’ve established for your club, there may be other roles and responsibilities you will want to include in this section.

Clubs that have Jr Executives do not have to create specific positions for these officers-in-training in their governing documents. Jr Execs should be learning how to do existing jobs within your club rather than being assigned duties not regularly designated to Club Executives.

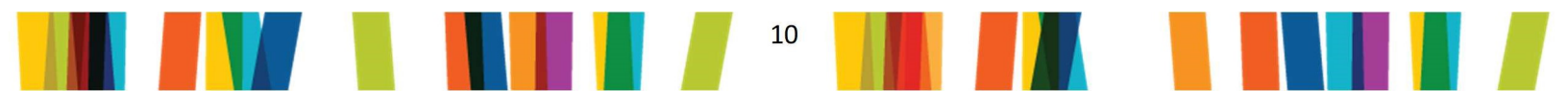
Example:

5.1 The Executive Council shall be composed of the following Executive offices:

- (a) President;*
- (b) Vice President (Events);*
- (c) Treasurer; and*
- (d) Secretary.*

5.2.1 The President shall be responsible for:

- (a) Supervising the affairs of the Executive Council;*
- (b) Presiding over all club meetings;*
- (c) Completing annual reporting requirements;*



- (d) Acting as spokesperson for the club;*
- (e) Ensuring that the club is compliant with its own rules and the rules of third-party organizations;*
- (f) Being a co-signing authority for all club financial matters;*
- (g) Transitioning their successor; and*
- (h) Carrying out other duties as assigned by the Executive Council.*

5.2.2 The Vice President (Events) shall be responsible for:

- (a) Presiding over meetings in the President's absence;*
- (b) Planning and organizing the club's activities and events;*
- (c) Fulfilling insurance, ProServe, and other requirements for holding events as necessary;*
- (d) Transitioning their successor; and*
- (e) Carrying out other duties as assigned by the Executive Council.*

5.2.3 The Treasurer shall be responsible for:

- (a) Maintaining club financial records, including a detail account of revenues and expenditures;*
- (b) Ensures all monies paid to the club are deposited in the club's bank account;*
- (c) Club fundraising activities;*
- (d) Being a co-signing authority for all club financial matters;*
- (e) Transitioning their successor; and*
- (f) Carrying out other duties as assigned by the Executive Council.*

5.2.4 The Secretary shall be responsible for:

- (a) Taking meeting minutes;*
- (b) Preparing agendas and sending out meeting notices;*
- (c) Communicating with members;*
- (d) Maintaining a membership list;*
- (e) Transitioning their successor; and*
- (f) Carrying out other duties as assigned by the Executive Council.*

5.3 Executive Transitions shall begin immediately following the Annual General Meeting and will include:

- (a) The transition period will span one calendar month;*
- (b) Outgoing Executives are responsible for ensuring incoming Executives have ClubHub accounts and administrative privileges on the ClubHub portal, access to club emails, bank accounts, and social media accounts, and all relevant club documents; and,*
- (c) Outgoing executives are responsible for all end-of-year responsibilities to the Students' Union.*

Article 6: Meetings

This section outlines how often your club meets and how it makes decisions. Clubs may hold several different types of meetings for different purposes. Pick the types of meetings that align with the type of governance structure you chose in Article 4. All clubs should have General Meetings for the purpose of selecting new club executives and approving constitutional amendments.

Executive Meetings	Regular Meetings	General Meetings	Committees
<ul style="list-style-type: none"> • Attended by just club executives. • Small clubs may only have a governance body composed of executives, so Executive Meetings may have all the same traits as Regular Meetings. • Large clubs may have an Executive Committee that meets more frequently than the whole board or council. 	<ul style="list-style-type: none"> • Attended by all club officials. • Usually regularly scheduled. • Usually open to the public, or at least all members. • Special meetings can be called to deal with specific business. 	<ul style="list-style-type: none"> • Held just once or twice/year. • All members may attend and vote. • An Annual General Meeting (AGM) is common and required for non-profit societies in AB. • Used for approving constitutional amendments. • Useful for electing executives and other officials. 	<ul style="list-style-type: none"> • The club can create committees to fulfill specific tasks or meet specific objectives. • Committees report to the governing body.

For all types of meetings specify:

- ✓ When to hold meetings
- ✓ Who calls the meetings
- ✓ Who can attend meetings
- ✓ Who can vote at meetings
- ✓ Quorum – how many members must be in attendance in order for the body to vote and make decisions
- ✓ What business can be conducted
- ✓ Who chairs meetings (this should align with the roles and responsibilities of club officials)
- ✓ What procedural rules the club will follow in meetings (i.e. Robert’s Rules of Order)
- ✓ How much notice must be given
- ✓ If agendas and minutes will be available to the public or general membership

Example:

6.1 Executive Council Meetings

6.1.1 The Executive Council shall meet for the purpose of managing the operations and affairs of the club as detailed in Article 4.

6.1.2 *The Executive Council shall meet monthly as called by the President.*

6.1.3 *The President shall call Special Meetings of the Executive Council if any two Executives make a request in writing stating the intended business of the meeting.*

6.1.4 *Five business days' notice shall be required for all Executive Council meetings, unless the Executive Council unanimously agrees to waive the notice requirement.*

6.1.5 *Quorum for Executive Council meetings shall be a majority of Executives.*

6.1.6 *Each Executive member has one vote. The President does not have a second vote in the case of a tie vote. A tie vote means the motion is defeated.*

6.1.7 *Meetings of the Executive Council shall be open to club members, however, only Executives may vote and members may only participate in discussion when invited to do so by the Board.*

Annual General Meeting

6.2.1 *The Executive Council shall call an Annual General Meeting no later than March 30 of each year for the purposes of:*

- (a) Electing Executive Council members;*
- (b) Providing a report of the club's activities;*
- (c) Reviewing the club's financial statements;*
- (d) Approving amendments to this Constitution; and*
- (e) Considering other matters specified in the meeting notice.*

6.2.2 *Notice for the Annual General Meeting shall be provided to all club members at least 21 days before the Annual General Meeting. This notice shall state the time, date and location of the meeting, and the agenda for the meeting.*

6.2.3 *Quorum for the Annual General Meeting shall be 10% of club members.*

6.2.4 *Every member of the club has one vote. The President does not have a second vote in the case of a tie vote. A tie vote means the motion is defeated. Votes by proxy are not permitted.*

6.2.5 *Annual General Meetings shall be open to the public.*

6.2.6 *A majority of members present shall decide each issue, with the exception of constitutional amendments, which require a special-majority approval (two-thirds of members voting in favour).*

Article 7: Constitution Amendments

This section describes how your club can make changes to its constitution. Sometimes a club must update the details of the constitution, to add rules to help a club deal with commonly occurring issues, or to ensure compliance with SU requirements.

Example:

7.1 This Constitution may be amended or repealed at any Annual General Meeting.

7.2 The 21 days' notice for the Annual General Meeting must include details of the proposed resolution to change the Constitution.

7.3 Changes to this constitution shall require approval by two-thirds of members present at an Annual General Meeting.

7.4 The amended Constitution shall take effect after approval at the Annual General Meeting.

Don't forget!

You must submit your amended constitution to the SU within two weeks of approving amendments at your club's AGM.

Article 8: Dissolution

This section describes what happens if your club ceases to exist. Any assets accumulated during the club's existence should be redistributed rather than retained by club executives. All debts should be paid off and bank accounts closed. We recommend donating assets to another club or a charitable not-for-profit group.

Example:

8.1 The club shall not pay any dividends or distribute its property among its members.

8.2 If the club is dissolved, any funds or assets remaining after paying debts are to be paid to a non-profit organization with objectives similar to those of the Cat Lovers Club.

8.3 Members are to select the organization to receive the assets by a two-thirds majority at an Annual General Meeting. At no time shall any members receive any assets of the club.