

ITEM 67 | CONSTITUTIONS, BY-LAWS, RULES OF ORDER, AND STANDING RULES

The rules of a society, in a majority of cases, may be conveniently divided into these four classes, though in some societies all the rules are found under one of these heads, being called either the constitution, or the by-laws, or the standing rules.

Such provisions in regard to the constitution, etc., as are of a temporary nature should not be placed in the constitution, etc., but should be included in the motion to adopt, thus: "I move the adoption of the constitution reported by the committee and that the four directors receiving the most votes shall serve for three years, the four receiving the next largest numbers shall serve for two years, and the next four for one year, and that where there is a tie the classification shall be by lot;" or, "I move the adoption, etc..... and that Article III, shall not go into effect until after the close of this annual meeting." Or, if the motion to adopt has been made, it may be amended so as to accomplish the desired object.

Constitutions. An incorporated society frequently has no constitution, the charter taking its place, and many others prefer to combine under one head the rules that are more commonly placed under the separate heads of constitution and by-laws. There is no objection to this unless the by-laws are elaborate, when it is better to separate the most important rules and place them in the constitution. The constitution should contain only the following:

- (1) Name and object of the society.
- (2) Qualification of members.
- (3) Officers and their election.
- (4) Meetings of the society (including only what is essential, leaving details to the by-laws).
- (5) How to amend the constitution.

These can be arranged in five articles, or, the first one may be divided into two, in which case there would be six articles. Usually some of the articles should be divided into sections. Nothing should be placed in the constitution that may be suspended, except in the case of requiring elections of officers to be by ballot, in which case the requirement may be qualified so as to allow the ballot to be dispensed with by a unanimous vote when there is but one candidate for the office. The officers and board



of managers or directors of an organization that meets only annually in convention, and the chairmen of such committees as it has authorized and has required to report to the convention, should be, if present at the convention, ex-officio members thereof, and provision for this should be made in the constitution. The constitution should require previous notice of an amendment and also a two-thirds or three-fourths vote for its adoption. Where the meetings are frequent, an amendment should not be allowed to be made except at a quarterly or annual meeting, after having been proposed at the previous quarterly meeting. [See Amendments to Constitutions, etc., 68.]

By-laws should include all the rules that are of such importance that they cannot be changed in any way without previous notice, except those placed in the constitution and the rules of order. Few societies adopt any special rules of order of their own under that name, contenting themselves with putting a few such rules in their by-laws and then adopting some standard work on parliamentary law as their authority. When a society is incorporated the charter may take the place of the constitution, and in such a case the by-laws would contain all the rules of the society, except those in the charter that cannot be changed without previous notice. The by-laws should always provide for their amendment as shown in 68, and also for a quorum, 64. If it is desired to permit the suspension of any by-law it should be specifically provided for. By-laws, except those relating to business procedure, cannot be suspended, unless they expressly provide for their suspension. By-laws in the nature of rules of order may be suspended by a two-thirds vote, as stated in 22.

The duties of the presiding and recording officers of a deliberative assembly are defined in 58 and 59. But in many societies other duties are required of the president and the secretary, and these, together with the duties of the other officers, if any, should be defined in the by-laws. If a society wishes to provide for honorary officers or members, it is well to do so in the by-laws. Unless the by-laws state the contrary, these positions are simply complimentary, carrying with them the right to attend the meetings and to speak, but not to make motions or to vote. Honorary presidents and vice presidents should sit on the platform, but they do not, by virtue of their honorary office, preside. An honorary office is not strictly an office, and in no way conflicts with a member's holding a real office, or being assigned any duty whatever, the same as if he did not hold the honorary office. Like a college honorary degree, it is perpetual,



unless rescinded. So it is proper, where desired, to include in the published list of honorary officers the names of all upon whom the honor has been conferred, even though deceased.

Rules of Order should contain only the rules relating to the orderly transaction of business in the meetings and to the duties of the officers. There is no reason why most of these rules should not be the same for all ordinary societies, and there is a great advantage in uniformity of procedure, so far as possible, in all societies all over the country. Societies should, therefore, adopt some generally accepted rules of order, or parliamentary manual, as their authority, and then adopt only such special rules of order as are needed to supplement their parliamentary authority. Every society, in its by-laws or rules of order, should adopt a rule like this: "The rules contained in [specifying the work on parliamentary practice] shall govern the society in all cases to which they are applicable, and in which they are not inconsistent with the by-laws or the special rules of order of this society." Without such a rule, any one so disposed can cause great trouble in a meeting.

Standing Rules should contain only such rules as may be adopted without previous notice by a majority vote at any business meeting. The vote on their adoption, or their amendment, before or after adoption, may be reconsidered. At any meeting they may be suspended by a majority vote, or they may be amended or rescinded by a two-thirds vote. If notice of the proposed action was given at a previous meeting or in the call for this meeting, they may be amended or rescinded by a majority vote. As a majority may suspend any of them for that meeting, these rules do not interfere with the freedom of any meeting and therefore require no notice in order to adopt them. Generally they are not adopted at the organization of a society, but from time to time as they are needed. Sometimes the by-laws of a society are called standing rules, but it is better to follow the usual classification of rules as given in this section. The following is an example of a standing rule:

Resolved, That the meetings of this society from April 1 to September 30 shall begin at 7:30 P.M., and during the rest of the year at 8 P.M.

No standing rule, or resolution, or motion is in order that conflicts with the constitution, or by-laws, or rules of order, or standing rules.

