

Sample by-laws for an association that collaborates with Jönköping Student Union

In order for an association to have a firm, democratic foundation, it should have by-laws regulating its purpose and operation. The by-laws can be compared to the spine of an organization. As all associations of students are independent of the Student Union, they are, naturally, entitled to make decisions regarding their own by-laws.

The Student Union is of course concerned with seeing to it that the associations at the University have the opportunity to fulfill their purposes, and their by-laws are an important part of this; thus, all associations are required to have by-laws in order to enter into agreements with the Student Union, and to be registered in the Directory of Associations.

The writing of by-laws is an art. There are many aspects to consider, and all of them are not self-evident. Therefore, the Student Union has written these sample by-laws as a guide for associations that want to collaborate with the Student Union without having to spend too much time on formalities.

This document is a guide, and what is presented here is far from the only version of the truth; so, while there is no need to include all the headings, many of them are very important. Each paragraph is accompanied by an explanatory note which is there as to aid you in finding the proper wording for your by-laws, and are followed by an example (*in italics*) of what we consider to be a suitable wording.

By-laws of Association XXX

§ 1 Name

In this article, the proper name of the association is stated, together with any abbreviation(s) that will be used in the by-laws. (e.g. SIA - Society of International Affairs)

Ex. The official name of the association is xxxxxxxxxxxx, hereinafter referred to as xxxxx.

§2 Purpose

This article briefly states the main purpose of the association.

Ex. xxxxxxxxxxxx is an association of members of Jönköping Student Union that exists to xxxxxxxxxxxx.

§ 3 Membership

§ 3.1 Members

This article specifies who can become a member of the association.

Ex.

The members of this association shall be enrolled students at Jönköping University and members of the Student Union.

§ 3.2 The members' rights and responsibilities

Ex.

- *Members are entitled to attend, obtain the floor, submit motions to, and vote at the Annual General Meeting of the association, hereinafter referred to as the Annual Meeting.*
- *Members must adhere to the by-laws and the decisions of the association.*
- *All members are entitled to run for a seat on the board of directors.*
- *If an elected member of the board of directors neglects their responsibilities, they may be suspended by the Annual Meeting.*

§ 3.3 Honorary members

Someone who has performed extraordinary services in the name of the association may be elected an honorary member.

Ex. Persons who have performed acts which are of great merit and lasting value to the association may be elected honorary members by the Annual Meeting. Honorary members are elected for life, and shall enjoy the rights and privileges decided upon by the Annual Meeting.

§ 3.4 Membership dues

This article deals with how the association decides on the membership dues.

Ex. Membership dues are determined by the Annual Meeting.

§ 3.5 Expulsion

In this article, it is specified whether or not there shall be ways in which members can be expelled from the association.

Ex.

If the actions of a member is considered to counteract the purpose and by-laws of the association, the board of directors is entitled to expel that member. The matter shall be brought before the next Annual Meeting, at which the expelled member is invited to present their defense.

§ 3 Organization

§ 3.1 Decision-making body

The association should have a decision-making body through which the members are able to present their opinions regarding the association in order for it to be considered democratic.

Ex. The Annual Meeting is the highest decision-making body of the association. Regular Annual Meetings are to be held once per semester. An Annual Meeting is held if so requested by the board of directors or at least 25% of the active members.

§ 3.2 Executive body

It is often considered inefficient to involve all members in the decision-making process of the association; this is often solved by electing an executive body which has the power to make decisions on behalf of the association between the Annual Meetings.

Ex. The board of directors is the executive body of the association.

§ 4 Membership meetings

If the association has a highest decision-making body, this is the article where its name, function, which decisions it is entitled to make, etc. are stated. As we work in the academic world, in which the year is divided into semesters, it is normal procedure to hold one membership meeting per semester. Those attending membership meetings can be given different privileges. Normally, only full members have the right to vote, which is considered to be the principal privilege. Others may be given the right to attend, the right to obtain the floor (i.e. to speak at the meeting), the right to submit motions (i.e. to make proposals for the consideration of the membership meeting). A simpler and commonly used name for a membership meeting is the Annual Meeting.

Articles § 4.1 – § 4.9 below are examples which may be expanded upon; they should, however, be included in some form.

§ 4.1 Constitution

All regular members have the right to vote at the Annual Meeting. If a non-member wishes to attend, they can be co-opted at the Annual Meeting, which means they are given the right to attend, to obtain the floor, and to submit motions.

§ 4.2 Time and notice

Notice of the Annual Meeting shall be issued at least three weeks before the meeting. The notice shall be made available for all members.

§ 4.3 Documents

All documents that are to be considered by the Annual Meeting shall be available to the members at least one week before the meeting.

§ 4.4 Quorum

At the Annual Meeting, a quorum shall consist of the board of directors and at least one member.

§ 4.5 Decisions

Decisions are made by a majority of the votes cast. If the number of votes is equal, decisions are made by lot.

§ 4.6 Votes

All votes shall be open. If so requested by a member, ballots shall be used for the election of officials. Vote by proxy is not allowed.

§ 4.7 Motions

All regular and honorary members have the right to submit motions. Motions shall be submitted to the board of directors at least two weeks before the Annual Meeting.

§ 4.8 Agenda

All the items listed in these by-laws shall be put on the agenda of the Annual Meeting. Items not listed in these by-laws may be included by the board of directors.

§ 4.8.1 The Annual Meeting

- 1. Opening of the meeting*
 - 2. Preparation of the voting list*
 - 3. Election of a chairperson for the meeting*
 - 4. Election of a minute-taker for the meeting*
 - 5. Election of two persons to approve the minutes and to act as vote tellers*
 - 6. Approval of the agenda for the meeting*
 - 7. Resolution on whether the meeting has been duly convened*
 - 8. Approval of the budget for the coming operational year*
 - 9. Approval of the plan of operations for the coming operational year*
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10. *Election of a chairperson*
11. *Election of a treasurer*
12. *Election of authorized signatory(-ies)*
13. *Election of two regular members of the board of directors*
14. *Proposals*
15. *Motions*
16. *Any other business*
17. *Closing of the meeting*

§ 4.8.2 Spring Annual Meeting

1. *Opening of the meeting*
2. *Preparation of the voting list*
3. *Election of a chairperson for the meeting*
4. *Election of a minute-taker for the meeting*
5. *Election of two persons to approve the minutes and to act as vote tellers*
6. *Approval of the agenda for the meeting*
7. *Resolution on whether the meeting has been duly convened*
8. *Annual report for the operational year*
9. *Financial report for the operational year*
10. *Election of a vice-chairperson*
11. *Election of a secretary of the board of directors*
12. *Election of a regular member of the board of directors*
13. *Proposals*
14. *Motions*
15. *Any other business*
16. *Closing of the meeting*

§ 4.8.3 Extraordinary Annual Meeting

1. *Opening of the meeting*
2. *Preparation of the voting list.*
3. *Election of a chairperson for the meeting*
4. *Election of a minute-taker for the meeting*
5. *Election of two persons to approve the minutes and to act as vote tellers*
6. *Approval of the agenda for the meeting*
7. *Resolution on whether the meeting has been duly convened*
8. *Proposals*
9. *Motions*
10. *Any other business*
11. *Closing of the meeting*

§ 4.9 Minutes

Minutes shall be taken at Annual Meetings. The minutes shall be checked and signed by the chairperson, the minute-taker, and the two persons elected to approve the minutes. The minutes shall be made available to the members no later than one month after the Annual Meeting.

§ 5 The board of directors

§ 5.1 Constitution

This article states how many seats there are on the board of directors. An odd number of seats is preferable in the case of a vote. The seats on the board of directors are to be mentioned in at least one of the agendas in articles § 4.8.2 or § 4.8.3; alternatively, the entire board of directors should be elected under one item, Election of the board of directors, on one of the agendas.

Ex.

The board of directors shall consist of

- *The chairperson*
- *The vice-chairperson*
- *The secretary to the board of directors*
- *The treasurer*
- *At least three other regular members of the board of directors*

§ 5.2 Election of the board of directors

§ 5.2.1 Candidates

This article states who can run for a seat on the board of directors, if there are to be qualification requirements to do so.

Ex. *Only members are eligible to run for seats on the board of directors.*

§ 5.2.2 By-elections

Sometimes, a post is vacated before the end of the term of office. One solution to this is to appoint someone to hold the post until the next membership meeting.

Ex. *If a member of the board of directors resigns their seat, the board of directors may appoint to the vacancy.*

§ 5.3 The responsibilities of the board of directors

This article describes the responsibilities of the board of directors between membership meetings.

Ex.

- *Direct the operation of the association according to the by-laws and the decisions of the Annual Meeting.*
- *Promote the members' interests.*
- *Represent the members.*
- *Make sure the operations of the association adhere to the plan of operations, the annual report, the budget, and the financial report.*
- *Make the necessary preparations for the Annual Meeting.*

§ 5.4 Meetings of the board of directors

This article lays down the rules that apply to meetings of the board of directors.

Ex.

- *All members are entitled to attend, obtain the floor, and submit motions at meetings of the board of directors.*
 - *The board of directors shall convene at least once per month with the exception of July.*
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- *A quorum is reached when at least half the members of the board of directors are present.*
- *If the number of votes is equal, the chairperson shall have the casting vote.*
- *Minutes are to be taken at meetings of the board of directors. The minutes shall be checked and signed by the chairperson, the minute-taker, and the person(s) elected to approve the minutes. The minutes are to be made available to the members.*

§ 6 Finances

§ 6.1 Signing authority

The primary purpose of this article is to allow the association to open a bank account. The representatives of the association must be able to prove to the bank that they are authorized to make financial decisions; from a legal point of view, authorized signatories are personally responsible for the decisions they make. Normally, two people are authorized to handle the funds of the association together. This is called that the decisions they make must be "signed and countersigned by two", which means that one person alone cannot e.g. withdraw money from the bank account of the association. Proving one's authority in these matters to the bank is done by presenting the minutes from the meeting where the authorized signatories were elected.

Ex. The following have the power to sign for the association on the condition that documents are signed and countersigned by two: the chairperson, the vice-chairperson, and the treasurer.

§ 6.2 Operational and fiscal year

The start/end and length of the operational/fiscal year of the association may vary; often, associations operate on a calendar year or a split calendar year basis.

Ex. The operational year and fiscal year of the association follows the calendar year and covers the period between January 1st and December 31st.

§ 7 By-laws

§ 7.1 Amendments to the by-laws

This article states the requirements for changing the by-laws of the association.

Ex.

These by-laws can be amended by majority votes at two consecutive Annual Meetings which are at least six weeks apart.

§ 7.2 Preferential right of interpretation

Although one never intends for the wording of the by-laws to be ambiguous in any way, it is sometimes inevitable to decide on an official interpretation; how this is done is stated in this article.

Ex.

The board of directors has the preferential right of interpretation regarding the by-laws and other instructions of a general nature.

§ 8 Dissolution

Even the best of associations may lose its purpose. In this event, it is preferable for the conditions under which the association can be dissolved and how the dissolution is to be carried out to have already been set down here.

Ex.

*Two three-quarters majority votes at two consecutive membership meetings can dissolve this association.
Following its dissolution, the funds of the association is to be held in trust by Jönköping Student Union.*
