**Sample Small 501(c)(3)**

***[Under $50K in Annual Gross Receipts]***

**Student Organization Constitution/By-Laws**

***[Note: This is a template recommended for student organizations by the MSU Legal Counsel’s Office. 501(c)(3) student organizations should review guides created by*** [***ASMSU Legal Services***](https://asmsulegalservices.org/student-organization-tax-faqs) ***to learn about Filing and Reporting Requirements with the IRS.]***

**Preamble**

[This should include a statement of the purpose, goals and objectives for the organization as well as those objectives that will benefit the campus and University community.]

**Article I – Name of Organization**

The name of this organization shall be \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Organization”).

**Article II – Tax Matters**

**Section 1.** The place in this state where the principal office of the Organization is located is the City of Bozeman, Montana.

**Section 2.** The Organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 3.** No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, organizers, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I hereof.

**Section 4.** No substantial part of the activities of the Organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the Organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 5.** Upon the dissolution of the Organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the Office of Student Engagement at Montana State University.

**Article III – Membership**

**Section 1.** All registered students, faculty, and staff at the college shall be eligible for

membership in the Organization. [additional qualifications such as paying dues or meeting GPA requirements may be added at the discretion of the organization]

**Section 2.** Voting members, shall be designated as those members of the Organization who have attended a minimum of \_\_\_\_\_\_\_\_\_ meetings of the Organization in an academic semester. [additional qualifications such as paying dues or meeting GPA requirements may be added at the discretion of the organization]. [For new student organizations, consider adding the following to section 2: “For new student organizations, voting members shall be designated as any student who meets the membership requirement for new student organizations (then list the requirements such as GPA, etc.)]

**Section 3.** Honorary (non-voting) memberships can be given to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ . Honorary members shall have all membership privileges except for the right to vote or hold office.

**Section 4.** Eligibility for membership or appointed or elected officer positions may not be limited on the basis of race, color, religion, national origin, creed, service in the uniformed services (as defined in state and federal law), veteran status, sex, gender, age, political ideas, marital or family status, pregnancy, physical or mental disability, genetic information, gender identity, gender expression, or sexual orientation or other protected classes covered by federal or Montana law.

**Article IV – Officers**

**Section 1.** The officers of the Organization shall be [include any specific qualifications to hold each office]:

a. A President

b. A Vice President

c. A Secretary-Treasurer [may be one or two positions]

[Titles for the above positions may differ from those described at the discretion of the organization. Other positions may also be included as officer positions.]

**Section 2.** All student voting members of the Organization in good academic standing, and who have been voting members in the Organization for at least [one semester? A certain number of meetings?] shall be eligible to hold office.

**Section 3.** The term of office for the officers of the Organization shall be from \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ of the regular academic year to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ of the following year.

**Section 4.** The officers shall be elected by a majority of the voting members of the Organization at the annual elections held in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

**Section 5.** [how are officers elected? For example: Officers shall be elected by a majority vote of student voting members. If no candidate receives a majority vote, a runoff election shall be held between the candidates receiving the largest number of votes. Votes shall be cast by a secret ballot; however, when there is only one candidate for an office, a motion may be made to elect the candidate by acclamation.]

**Section 6.** Vacancies of offices shall be [appointed or elected by] \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. [If vacancies are to be filled by succession, please specify the procedure.]

**Article V – Executive Board**

**Section 1.** The Executive Board shall consist of the President, Vice President, Secretary-Treasurer, and Advisor.

**Section 2.** All executive and legislative power granted herein shall be vested in the Executive Board.

**Section 3.** The Executive Board shall be empowered to recommend priorities for various projects and to plan activities.

**Article VI – Meetings**

**Section 1.** The regular meetings of the voting membership shall be held at least

\_\_\_\_\_\_\_\_\_\_\_ a month.

**Section 2.** Special meetings of the Organization may be called by the President, or by the Executive Board, or upon the written request of \_\_\_\_\_\_\_\_\_ members of the Organization. All members must be given a minimum of 24 hours’ notice prior to the meeting time.

**Section 3.** Business cannot be conducted unless a quorum of the membership is present. A quorum shall be a \_\_\_\_\_\_\_\_\_\_ majority of the voting membership.

**Section 4.** [How may members vote? Example: Members must be present to vote. Absentee or proxy voting is not permitted.]

**Section 5.**  In order to vote a member must be in good standing. [explain what good standing means, is it good academic standing, paying dues, meeting attendance requirement, etc.]

**Article VII – Committees**

[Note: These are suggested standing committees. No committees are required.]

**Section 1.** Finance

**Section 2.** Publicity

**Section 3.** Constitution and By-Laws

**Article VIII – Impeachment and Removal**

**Section 1.** Officers may be impeached and removed from office on the basis of not fulfilling their duties as outlined in the Constitution and By-Laws.

**Section 2.** Members may be impeached and expelled from membership on the basis of not fulfilling the purpose of the Organization.

**Section 3.** Advisors may be impeached and removed from their position on the basis of not fulfilling their duties as described in the Advisor agreement published by the Office of Student Engagement and the By-Laws of this Constitution.

**Section 4.** To initiate impeachment and removal proceedings,a petition signed by any member of the Organization must be submitted at a regular meeting of the Organization and a vote shall be taken at the next regular meeting. The person subject to impeachment and removal or expulsion shall be given full notice of the allegations against them in writing at least 72 hours prior to the meeting at which the removal vote will be held and shall have an opportunity to respond to them. A two-thirds vote of voting members present is required for impeachment and removal/expulsion.

**Article IX – Amendments**

**Section 1.** Amendments to this Constitution shall be proposed either by two-thirds of the Executive Board or by a petition submitted by ten percent of the voting members.

**Section 2.** A \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ majority of the voting members shall be necessary to approve amendments to this Constitution.

**Article X – Active Status**

In order to maintain active status, the Organization agrees to abide by all university policies and those rules and regulations, including financial procedures, which pertain to all student organizations.

All student organizations must register annually with the Office of Student Engagement to remain an active student organization.

**Article XI – Parliamentary Procedures**

Robert’s Rules of Order (Revised) shall be the parliamentary authority of this Organization. Should Robert’s Rules of Order conflict with this Constitution, this constitution takes priority.

**Article XII – Duties of Officers**

**Section 1.** The duties of the President shall be to:

a. Preside over all Executive Board and regular membership meetings.

b. Call all special meetings.

c. Sign all financial documents of the Organization [mandatory].

**Section 2.** The duties of the Vice President shall be to:

a. Act as the President should the President for any reason be unable to carry out the Presidential duties.

b. Assist the President in administering the business of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

**Section 3.** The duties of Secretary-Treasurer shall be to:

a. Take brief minutes of each meeting and take care of any major correspondence concerning the Organization as a whole.

b. Keep a record of all financial and historical documents.

c. Sign all financial documents [not mandatory].

d. Turn in all financial records for a re-issue to the Treasurer when required or appropriate.

**Article XIII – Duties of Advisor**

**Section 1.** An Advisor shall be appointed by a majority of the voting members.

**Section 2.** The Advisor shall be a member of the Executive Board.

**Section 3.** The duties of the Advisor shall be to:

a. Countersign all administrative financial forms [mandatory].

b. Act as consultant for projects and special committees of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

c. Attend social activities sponsored by the Organization [not mandatory].

**Section 4.** The Advisor shall not have voting privileges in the Organization.

**Article XIV – Elections**

**Section 1.** The Organization’s elections shall be held during the [first/last] \_\_\_\_\_\_\_\_\_ weeks of the \_\_\_\_\_\_\_\_\_\_ semester of each academic year.

**Section 2.** Candidates for offices shall be eligible provided they have met the

requirements for that office as stated in Article III of this Constitution.

**Section 3.** Candidates running for office shall be members of the Organization at the time of their election and during their term of office.

**Section 4.** Candidates running for office must be registered students in good academic standing at the time of their nomination and must maintain that status during their term of office.

**Section 5.** Other specific guidelines for the election procedure are left to the

discretion of the Organization.

**Article XV – Finances**

**Section 1.** Dues will be paid by individuals of the group as set by a majority vote of the voting members [it is not necessary to have dues].

**Section 2.** Funds will be used for the operation of the Organization as directed by a majority vote of the voting members, subject to the requirements for exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 3.** All finances shall be handled in accordance with the requirements established for exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, as well as established policy and fiscal procedures in effect for the University as outlined in the Office of Student Engagement Manual.

**Section 4.** In the event of loss of organization recognition, any funds remaining in the Organization’s campus account shall comply with the requirements of Article II, Section 5 herein.

**Article XVI – Discipline of Members**

[some process should be included, such as below**]**

**Section 1.** When a member believes that another member has engaged in conduct that is detrimental to the Organization, a written charge may be filed with the [President or should there be a committee of the officers?]. The [officers] shall review the charges and may conduct a preliminary investigation if deemed appropriate. If the preliminary investigation concludes that misconduct appears to have occurred, the [officers] shall conduct a hearing on the matter. The member alleged to have engaged in the misconduct shall be given at least 72 hours’ notice of the hearing and be given an opportunity to present a defense. By a majority vote, the [who?] shall determine whether misconduct occurred. If it determines that misconduct did occur, [who?] shall prepare a report to the membership of its findings and recommended sanctions.

**Section 2.** The membership shall review the hearing report and the member accused of misconduct shall have the opportunity to rebut the information in the report. After providing a statement to the membership, the member accused of misconduct shall leave the room for the remainder of the deliberations.

**Section 3.** The voting membership shall vote first on whether the member has engaged in misconduct. If, by a two-thirds vote, the membership determines that misconduct has occurred, the membership shall then by a two-thirds vote determine appropriate sanctions. The accused member shall immediately be notified of the outcome.

**[SIGNATURES ON FOLLOWING PAGE]**

**ADOPTION OF BYLAWS**

 We, the undersigned, are all of the officers of this Organization, and we consent to, and hereby do, adopt the foregoing as the Bylaws of this Organization effective \_\_\_\_\_\_\_\_\_\_, 202\_\_.

Dated: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_, President

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_, Vice-President

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_, Secretary/Treasurer