

# **SOROPTIMIST INTERNATIONAL OF CHELAN BYLAWS**

## **ARTICLE I – NAME**

The name of the club shall be Soroptimist International of Chelan.

## **ARTICLE II – TERRITORIAL LIMITS**

The territorial limits of this club shall be those of the Northwestern Region of Soroptimist International of the Americas, with all territory to be shared.

## **ARTICLE III – OBJECTS**

The objects of this club shall be:

- A. To promote the objects and fulfill the purposes of Soroptimism as defined in the International Constitution.
- B. To develop interest in community, national, and international affairs.
- C. To assist in developing the highest concept of patriotism and love of country.

These objects shall be implemented by the development of programs of service in the following areas: Economic and Social Development, Education, Environment, Health, Human Rights/Status of Women, International Goodwill and Understanding.

## **ARTICLE IV – MEMBERSHIP**

Section 1. Membership shall be based on eligibility as provided in the Soroptimist Federation Procedures. Any member of this club may propose for membership an individual considered eligible.

Section 2. All members whose participation meets the club requirements may speak, make motions and vote. Only an Active member in good standing may serve on the nomination committee, be elected to or retain office, or serve as a delegate or alternate to any convention, conference or district meeting.

Section 3. All members are responsible for attendance at scheduled business and program meetings of the club.

Section 4. A Leave of Absence may be granted by the Board for a period of not more than six (6) months, in case of applicant's illness, travels, temporary removal from the community, or other just cause. The Board may extend such leave provided no Leave of Absence exceeds a total of eighteen (18) consecutive months. All mandatory fees and dues must be paid by a member on Leave of Absence.

Section 5. The following shall be reasons for termination of membership in the club: (a) resignation; (b) failure to fulfill financial obligations within sixty (60) days after due date; (c) failure to maintain the requirements for membership.

No membership may be terminated for reason other than resignation without an opportunity for a hearing before the Board of Directors after thirty (30) days written notice to the member. A two-thirds (2/3) vote of the Board is required for termination of such membership when grounds for termination have been determined to exist. The decision of the Board shall be final.

## ARTICLE V – OFFICERS

Section 1. The officers of this club shall be President, Vice President, Recording Secretary, Treasurer, Corresponding Secretary, Immediate Past President and two (2) Directors. Only an Active member in good standing may be elected to or retain office in the club. A member may not hold more than one elected office within the Soroptimist organization.

Section 2. Duties:

- a. The President, as chief officer, shall direct and conduct the business of the club; preside at meetings of the club and of the board; appoint all committees unless otherwise provided by these procedures or in the motion authorizing the committee; shall be an ex-officio member of all committees except nominating.
- b. The Vice President shall have such duties and powers as arise from membership on the Board of Directors or as assigned by the President of the club. She shall perform the duties of the President in the President's absence. She shall be the chairperson of the Program of Service Committees. She accepts this office with the understanding that she will be a candidate for President the following year, unless mitigating circumstances arise.
- c. The Recording Secretary shall make permanent record of actions of the Board of Directors and the club and shall perform other duties assigned by the President.
- d. The Treasurer shall be responsible for maintaining records of the funds of the club in Administrative and Service Funds; shall pay all the obligations of the club on a timely basis; and shall serve as ex-officio member to the Finance Committee. The Treasurer will prepare a monthly report and a budget to actual comparison quarterly. The Treasurer need not be bonded.
- e. The position of Co-Treasurer may be elected by the club to help the Treasurer with financial accounting for any event that requires help for the elected treasurer, and only for that event. This position will be responsible for paying all obligations of the "event" and will prepare income and expense reports as required.
- f. The Corresponding Secretary shall carry on such club correspondence as does not properly belong to other officers.
- g. The Directors shall keep current on federation, regional, and club procedures in order to serve as an informed advisor to the Board and assist the Board and President upon request.

Duties of club officers are more fully described in the Club Guide.

Section 3. Term of Office:

- a. All officers and directors shall assume office on the first day of July, following election. The officers and directors shall constitute the Board of Directors.
- b. All officers shall hold office for one (1) year, no more than two (2) consecutive years, or until their successor is elected. Directors shall serve for two (2) years commencing every other year in order to have a new director and a holdover director each year.
- c. In case of vacancy in the office of the President, the Vice President shall become President. Other vacancies shall be filled in the following manner; the Board of Directors shall act as the nominating committee and shall report at the next business meeting or at any special meeting called for that purpose. Nominations may then be made from the floor and the club shall elect.
- d. A resignation of an officer or director shall be sent to the President, who shall present it to the Board for action.

## **ARTICLE VI – NOMINATIONS AND ELECTIONS**

Section 1. The Nominating Committee shall be formed in March of each year; the Chair to be selected by the President, one (1) member selected by the Board and one (1) to be elected by the club membership. Only Active members may serve on this committee and the President shall not be a member.

- a. The committee may solicit suggestions for nominees from the membership. They shall nominate one or more candidates for each office and for the outgoing Director.
- b. The consent of each nominee must be obtained prior to their name being placed in nomination, and the committee must be certain that each nominee clearly understands the obligations and duties of the office for which she is proposed.
- c. The committee is to report its slate of nominations for officers to the membership at the club meeting preceding the meeting when the election is held.

Section 2. The election shall be held at the May business meeting. The report of the Nominating Committee is to be read prior to election and nominations may be made from the floor, provided consent of the nominee is obtained prior to being placed in nomination. In the event there is more than one nominee for one or more offices, the voting must be by ballot.

Section 3. Each outgoing officer shall turn over to her successor in office all files, records, and other property pertaining to such office and an inventory of the same, and shall inform her successor of routine duties and Federation and Regional procedure, within fourteen (14) days after vacating office.

## **ARTICLE VII – MEETINGS**

Section 1. Meeting days shall be determined each year by the Board, with the approval of the membership. (The club need not meet during the months of July and August.

Section 2. Special meetings of the club may be called by the President, or may be called upon the request of at least three (3) active members of the club. The business to be transacted at any special meeting shall be limited to the business mentioned in the call with the notice of the meeting. Forty-eight (48) hours notice...personal, written or telephone...shall be given each member for any special meeting.

Section 3. Voting members present at any regular business meeting or program meeting shall constitute a quorum, provided two (2) officers are present.

Section 4. All active members are responsible for attendance at scheduled business and program meetings of the club.

## **ARTICLE VIII – BOARD OF DIRECTORS**

Section 1. The Board shall include all elected officers, directors and the immediate past president. A quorum for any meeting of the Board shall be three (3) board members.

Section 2. Between business meetings, the Board shall have administrative authority over the affairs, funds, and property of the club, except that of modifying any action taken by the club.

Section 3. The Board of Directors shall meet prior to each monthly club business meeting. The time, date and place of the Board meeting shall be established by the President.

Section 4. Special meetings of the Board may be called by the President, or may be called upon written request of at least three (3) members of the Board. At least 24 hours notice shall be given. The business transacted at any special meeting shall be limited to that mentioned in the call.

## **Article VIII – Board of Directors, continued**

Section 5. Committees or individuals may make proposals to the Board. A recommendation for action may be made by the Board for a vote of the general membership.

## **ARTICLE IX – COMMITTEES and DELEGATES**

Section 1. Committees and sub-committees shall be appointed by the President to fulfill special functions as needed. These committees may include, but need not be limited by the following:

- A. **PROGRAMS OF SERVICE:** Projects and programs are to be selected by the Board of Directors annually. The Programs of Service of the organization is its purpose and should be implemented in efforts towards awareness, advocacy and action. The Vice President is chairman.
1. **Health, Environment, Human Rights/Status of Women**
  2. **International Goodwill & Understanding**
  3. **Education** – Composed of 3 members (minimum) who each serve 3 years, moving up to chairman in their third year. One new member is appointed each year. Shall promote and administer all education and Foundation matters.
  4. **Economic and Social Development**
- B. **ADMINISTRATIVE and TECHNICAL COMMITTEES:**
1. **Finance Committee** – By the May business meeting, shall prepare and submit the Administrative and Service budgets for the coming year. The budgets, subject to such revisions as may be found necessary, shall be presented at the June business meeting for approval of the membership. The committee shall review and recommend changes in club dues and fees and shall assist the Board in assessing financial impacts.
  2. **Ways and Means** – Shall plan and arrange fund raising events which must be presented and approved by the membership prior to proceeding; shall be responsible for supervision of each fund raising event to which special sub-committees may be formed to carry out the fund raiser. The ultimate responsibility remains with the entire Ways and Means Committee.
  3. **Recruitment, Orientation, Retention (R.O.A.R.) and Soroptimist Orientation and Leadership Training (S.O.L.T.)** - Shall have responsibility of recruiting and retaining new and existing members by promoting an understanding of eligibility and classification among members; shall indoctrinate new members; shall provide continuing education of the club membership; shall arrange and present S.O.L.T. programs as requested by the Vice President.
  4. **Bylaws and Resolutions** – Shall review the Club bylaws to assure conformance with the Federation and Regional Bylaws and Policies; shall propose and process amendments when necessary. At least one past president of the Club shall be a member of the committee.

### **Committees, continued:**

5. **Public Relations** – Shall develop and disseminate information to the community on club projects, programs and events; shall assist any committee, upon request, with publicity on events or programs; shall be responsible for maintaining club scrapbook.
6. **Audit Committee** – Shall be appointed by the President within 30 days prior to the end of the fiscal year; shall audit Treasurer's records within 45 days after the close of the fiscal year.

### **Section 2. Delegates**

The Delegates representing the club at conventions, regional conferences, district and area meetings, shall be the President and/or Vice President. An alternate delegate, who may substitute for either of the designated delegates, shall be elected from the active membership when deemed necessary.

The club shall defray the expenses of the Delegates to conventions, conferences, district and areas meetings based on amounts stated in the club approved budget and with approval of the Board of Directors. Other members attending may be reimbursed on a funds available basis.

## **ARTICLE X – DUES AND ASSESSMENTS**

Section 1. Fiscal Year: The fiscal year of the club shall be July 1 through June 30.

Section 2. Annual Dues and Assessments: The dues of the club shall be set in amounts sufficient to provide for the operation of the club, payable by June 1 each year. The amount specified for annual dues may be changed upon recommendation of the Finance Committee and two-thirds vote of the quorum present at a regular business meeting. Notice of the change must be given at the preceding business meeting or a written notice sent at least ten (10) days prior to voting.

Club new member fee is \$10.00 to cover cost of membership pin, club guide book and other informational materials. SIA new member fee is \$7.50 to cover cost of materials mailed directly to member upon receipt of Form 5008 at Federation headquarters. New member fees shall not be charged for any former member reinstated within one year of cancellation of membership.

(See Appendix for Dues Schedule)

## **ARTICLE XI - PARLIAMENTARY AUTHORITY**

The current edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for all matters not specifically covered in these bylaws, Northwestern Region bylaws and standing rules, SIA bylaws and procedures, or the Soroptimist International Constitution.

## **ARTICLE XII – AMENDMENTS**

The bylaws may be amended at any regular business meeting of the club by a two-thirds vote of the quorum present, provided notice of the amendment has been given at the preceding business meeting or a ten day (10) written notice has been given.

## **ARTICLE XIII – DISSOLUTION**

Upon dissolution of this club, the assets remaining after payment of all expense of such dissolution, shall be distributed to scholarships, another Soroptimist club, Northwestern Region, or SIA fund as specified by club members at a regular business meeting or special meeting, provided a ten (10) day written notice has been sent to members. None of the assets will be distributed to any member of this organization.

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