

GATEWAY COMPUTER CLUB

BY-LAWS

Date: August 2003

ARTICLE I – NAME:

This organization shall be called the Gateway Computer Club, hereinafter referred to as the GCC.

ARTICLE II – PURPOSE:

Purposes of the GCC shall be:

1. To provide a continuing, specialized focus within the GCC on computer related topics, with the aim of identifying current and potential problems and providing solutions or recommendations for their resolution.
2. To support the free interchange of information, to encourage discussion and interaction among individuals having interest in computers by providing the opportunity for these individuals to meet and to exchange information, ideas, experiences, and techniques.
3. To further the development, presentation, and dissemination of computer hardware and software knowledge through briefings and demonstrations.
4. To stimulate cross-fertilization of knowledge, which can best be accomplished within the framework of a professionally run organization.

ARTICLE III – MEMBERSHIP:

1. **Individual Membership:** Any person interested in membership in the GCC may become a member by completing and signing a membership application and submitting it with the proper dues. Dues will be due and payable when a person completes and signs the membership application. Members are encouraged to bring family members to meetings and club events. We will issue ID badges to them if requested. However, there is only one vote per paid membership.
2. **Corporate Sponsor Membership:** An organization, company, or individual, can be recognized by the Board as a Corporate Sponsor. Recognition will be based on donations of money, equipment, and/or services contributed to the GCC. One employee or member of the organization will be given an Individual Membership at no charge. Corporate Sponsor Membership is granted and revoked at the discretion of the Board.

3. All members shall have equal rights, duties, and privileges. Each Individual Member or Corporate Sponsor Member is entitled to one vote on GCC matters.
4. Dues shall be payable annually on the anniversary date of membership. If a member's dues are not paid upon that anniversary date, a member will be placed on probation. Any and all club property, including the GCC ID badge, in possession of a member on probation shall be returned to the Club Treasurer immediately. During probation, a member may not seek or hold office, or vote on any matters before the general membership. A member may remain upon probation for 90 days. On the 91st day, his or her membership will be cancelled, and all benefits will cease.
5. Membership and participation shall be free from discrimination based on age, race, religion, ethnic group, national origin, handicap, sex, or sexual orientation.
6. To comply with the "Computer Decency Act", all children under the age of 13 must be accompanied by a parent or legal guardian at all club functions.

ARTICLE IV – DUES:

An annual dues fee of \$15.00 to defer annual operating expenses shall be assessed on all members. All elected officers and Members-At-Large shall be exempt from dues while holding office.

ARTICLE V - GCC OFFICERS:

Officers and responsibilities: The GCC shall have 8 Officers, who comprise the Board. All officers must be members in good standing at the time of their nomination, and must have been club members for one year prior to their nomination. No Officer of the GCC shall receive any salary or compensation for his or her service in performing the duties of said office. The following is a listing of the GCC officers with a description of assigned duties and responsibilities. The list is in order of succession.

1. **President:** Shall be the chief administrative officer of the GCC, and shall be responsible for the general supervision, direction and control of business and other activities of the GCC. The President shall preside at meetings and represent the GCC in outside activities. The President is responsible for informing the general membership of all Board decisions.
2. **Vice-President:** Shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such other duties as the GCC may require.
3. **Secretary:** Shall take the minutes of the meetings and shall be responsible for such matters as correspondence and announcements of meetings to the general public.

The Secretary shall file a monthly report of the minutes of all general membership meetings to include, decisions, activities, and other pertinent information.

4. Treasurer: Shall be responsible for all financial matters, including all financial records and all financial statements. The Treasurer shall keep accounts, sign checks, deposit the organization's funds, and make expenditures in a fiscally sound manner. He is also responsible for providing a monthly report detailing income, expenditures, and all bank balances. The Treasurer is also responsible for maintaining an inventory list and location of all GCC property and supplies valued at \$100.00 or more. He is also responsible for maintaining and accounting for a \$100.00 petty cash fund.
5. Membership Chairman: Shall be responsible for maintaining the member database, taking attendance at each meeting, preparing and sending out dues notices, and performing other tasks associated with maintaining the member database. The Membership Chairman is responsible for determining membership status of all members. He/she shall prepare a monthly report to include number of members present at the general club meeting, number of club members and their status.
6. Newsletter Editor: Shall be responsible for collecting news items and publishing the GCC Newsletter to the GCC Web Site. The GCC newsletter, known as "Bits and Chips" is the official publication of the GCC and will be used to disseminate all required reports and notices required by the GCC Bylaws and Constitution. The editor shall be responsible for preparing GCC Photo ID Badges. He/She shall also be responsible for notifying the membership of upcoming meetings and events.
7. Web Master: Shall be responsible for maintaining and monitoring the GCC web site.
8. Librarian: Shall be responsible for maintaining the GCC library. The Librarian shall be responsible for reproducing and making CD's available to the GCC membership at regular meetings, and collecting any fee or donations for such. All money collected shall be given to the Treasurer at the close of the meeting.

Terms of office: Each Officer shall serve for one year. Each officer shall be elected by ballot in November of each year. The elected Officer must receive a majority of the votes cast by members present. Their terms of office shall begin on the first day of December of each year. Officers may be re-nominated for re-election.

Nominations for office: At the October meeting prior to the November election, the Board shall nominate at least one candidate for each of the officer positions being filled. Additional nominations may be made by petition signed by at least five members or from the floor of a regularly scheduled and announced meeting. All nominees must be members in good standing at the time of their nomination and must have been GCC members for at least one year prior to being nominated.

Voting for Officers: Elections shall be held at the November general membership meeting. If desired by a majority of the members present, voting shall be by secret ballot. Otherwise, the vote will be by a show of hands. To be elected, each nominee must receive a majority vote of the members present. Only members in good standing may vote. Ties shall be resolved by a second vote. If a tie still exists, then the election shall be determined by use of a fair random process.

Filling Vacancies: Vacancies of an officer position occurring before completion of the full term shall be filled by a majority vote of the Board. A vacancy exists if:

- 1) an officer resigns, or
- 2) if an officer misses 3 consecutive Board meetings without an explanation and cannot be contacted by telephone or email.

When this occurs the Board must make a formal determination that the vacancy exists. A majority of the Board must agree before they can proceed to appoint a replacement.

Removal or recall of an officer: Any Officer of the GCC can be removed from office by the following procedures:

The Board, at its discretion, can suspend any officer for non-performance of duties or other just causes by a majority vote of the Board. The duties and responsibilities of the affected officer cease immediately once that vote is taken. The Board must so notify the general membership of such a vote at the next scheduled general meeting.

Any officer of the GCC may be removed from office by a 2/3 vote of the members in good standing. Such a vote shall be announced at a general meeting, upon:

- 1) the presentation of a written petition signed by 15% of the members in good standing, or,
- 2) upon notice to the general membership of the Board's decision to remove a fellow officer.

The removal vote shall be held at the next regular meeting. The duties and responsibilities of any officer being considered for removal shall cease when either:

- 1) the petition is received, or
- 2) the Board votes.

Notice of the recall vote must be published in the Bits and Chips before the next general meeting. For removal votes only, members in good standing can vote either by US mail or in person. All votes must be written. Proxies are not permitted. Mail-in votes must be received by the GCC Membership Chairman no later than the day before the general meeting. The Membership Chairman, along with the Secretary, will count all votes, and ensure that those voting are members-in-good standing. Ballots that do not contain a name and address will be considered invalid. The Membership Chairman and the

Secretary must report the results of the vote, in writing, to the Board by the date of the next scheduled Board meeting. The removal action is effective as of the date of the vote. If the removal vote is unsuccessful, then the officer will resume his or her duties immediately after the results of the vote are announced. If either the Membership Chairman or Secretary are the subject of a removal vote, their role in the recall process will be delegated to the next Officer in the line of succession.

Article VI – The Board:

The Board consists of the 8 elected officers of the GCC. The GCC President will serve as the Chairman of the Board. Regular meetings of the Board shall be monthly, at such time and place as the Board shall determine. Special meetings of the Board shall be held when called by the President or when requested by five (5) or more members of the Board, at such time and place as the President shall determine.

All agreements or decisions of the Board will be by majority vote of the 8 Board members. There must be a minimum of 5 Board members present to have an official Board meeting where decisions can be made and votes can be cast. All Board meetings are open, and any GCC member may attend but cannot vote on matters before the Board.

Article VII - GCC Members-At-Large:

Duties and Responsibilities: The GCC may have up to four Members-At-Large, hereafter referred to, as MAL's. MAL's shall be responsible for helping the board and the membership. These members are expected to make a significant contribution to the well being of the club.

Terms of Office: MAL's shall be appointed by and serve at the discretion of the Board. MAL's terms of office will be for one year unless otherwise specified. Each MAL will be appointed to his or her position during the June Board meeting. Their appointment will be announced at the June general membership meeting. In order to be appointed, each MAL must receive a majority vote of the Board. MAL's may be re-appointed at the discretion of the Board.

Nominations for the MAL positions: All nominees for appointment to MAL positions must have been members in GCC for at least one year prior to being nominated and must currently be members in good standing at the time of their nomination and appointment.

Vacancies and recall of an MAL: MAL's serve at the discretion of the Board. The Board may at its discretion remove any MAL from their position at any time. The Board will decide if the vacant position is to be filled or not.

ARTICLE VIII - MEETINGS:

The GCC shall hold its Board meetings on the 1st Wednesday of each month at a time and place agreed to by a majority of the Board.

The GCC shall hold its general membership meeting on the 3rd Wednesday of each month. The time, place, and agenda shall be set by the Board and announced in "Bits and Chips" prior to the meeting.

Robert's Rules of Order shall apply during meetings and are applicable provided they are not inconsistent with the GCC By-laws and the GCC Constitution. In all cases where there is a conflict between Robert's Rules of Order and GCC By-Laws and the GCC Constitution, the GCC documents have precedence.

Twenty-five percent of the total GCC membership in good standing must be present at any general meeting where votes are taken and decisions made. All decisions shall be based on a majority vote, unless otherwise specified in this document.

Article IX - Expenditure of Funds:

The Board can approve one time nonrecurring expenditures of \$200.00 or less per month with a majority vote. All expenditure for amounts greater than \$200.00 require a majority vote of members in attendance at a general meeting. The Secretary will record the vote in his or her minutes.

The Board may authorize expenditures for consumable supplies like postage, envelopes, labels, disks, and door prizes.

The Treasurer is authorized to reimburse individuals for any and all expenses that have been approved in the above manner. Written receipts or proof of all purchases are required in order to be reimbursed for such expenditures.

The following Board members have signature authority for checks: The President, Vice President, and The Treasurer. All GCC checks must have two signatures before they are furnished as reimbursement.

ARTICLE X – AMENDMENTS:

These By-laws may be amended by an affirmative vote of two-thirds of the members in good standing attending a general meeting. Notice of proposed amendment(s) must be published in "Bits and Chips" at least 10 days before a general meeting. The amendment(s) must be read during the meeting before a vote can be taken. Amendments can be proposed in two ways:

1. The Board may propose an amendment.
2. Amendments may be brought directly to the membership if they are accompanied by a petition signed by 15% of the members in good standing.

ARTICLE XI - DONATIONS:

The GCC may accept contributions, donations of equipment, or other property to be used for the exclusive benefit of the membership. All contributions or donations to the GCC shall be subject to approval by the Board.

ARTICLE XII – Recognized Special Interest Groups:

The GCC recognizes the importance and desirability of special interest groups and will provide support to them where possible. Notice of special interest group meetings and announcements will be printed in “Bits and Chips”. The Chairperson of each group is responsible for providing that information to the GCC Newsletter Editor.

GCC members in good standing may form a special interest group provided they:

- 1) Obtain approval of the GCC Board,
- 2) Establish a clearly defined goal and or mission, and
- 3) Meet at a clearly unique time and place at least once quarterly.

All special interest groups, as a minimum, must elect a Chairperson, who will be responsible for reporting the group’s activities and status to the Board. The group may elect other officers as necessary, provided an acceptable democratic process is used.

ARTICLE XIII – DISSOLUTION:

Upon dissolution of this organization, all of its remaining assets after payment of its indebtedness shall be distributed to organizations which qualify for exemption under section 501(c)(3) of the Internal Revenue Code, as non-profit organizations. None of the assets of the GCC will be distributed to any member, or officer of the GCC.