

Soroptimist International of Eureka By Laws Revised 7/2021

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ARTICLE I - Name and Territorial limits

The name of this club shall be Soroptimist International of Eureka, Inc. and is located in District IV Founder Region.

ARTICLE II - Mission Statement

The Soroptimist International of Eureka, Inc. is dedicated to improving the lives of women and girls in local communities and throughout the world.

ARTICLE III - Members

Section 1. Admission to membership

- a. Membership is open to individuals who support SIA's vision, mission, and core values.
- b. Privileges of membership begin after payment of dues and being inducted into the club.
- c. Transfer of Membership: A member in good standing whose transfer from another club is accepted by this club, shall pay no new member fee.

Section 2. Membership privileges and responsibilities

To be eligible to vote a member shall have paid all fees and dues and attend at least one meeting during the current club year.

Section 3. Attendance requirements None

- a. Number of meetings – none
- b. Make up requirements – none
- c. Leave of absence – none
- d. Termination of membership

The following shall be grounds for termination:

- (1) Resignation
- (2) Failure to fulfill financial obligations when due
- (3) Failure to maintain requirements for membership

No membership shall be terminated for reasons other than resignation or failure to meet financial obligations without the opportunity for hearing before the Board of Directors after 30 days written notice to the member. A 2/3 vote of the Board if required for termination of such membership, when grounds for termination are found to exist. The decision of the Board shall be final

ARTICLE IV - Officers

Section 1. Elected Officers

The officers shall be a President, President Elect, Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and two Directors.

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Section 2. Eligibility

Any member in good standing with reasonable attendance may be elected to office. To be elected to the office of President or Treasure shall have previously served on the Board of Directors.

Section 3. Term of office

Each officer of the club shall hold office for one year or until a successor is elected. Each term shall not exceed three years

Should circumstances occur that club activities and officer duties not be able to function as usual (such as a pandemic or natural disaster) this time limit can be changed with a recommendation of the nominating committee and vote of club.

Section 4. Vacancies

Should a vacancy occur in the office of President; the President Elect shall become President. On a vacancy in any other office, the Board of Directors shall act as a Nominating Committee with the election to occur at the following business meeting.

Section 5. Duties of Offices.

- a. The President shall:
 - i. Direct the conduct of the business of the club
 - ii. Preside at all meetings of the club and Board of Directors
 - iii. Appoint all committee chairs unless otherwise provided in these By Laws or a motion authorizing the committee chairs
 - iv. Be an ex officio member of all committees except the Nominating and Financial Review committees
 - v. Be a Region delegate and in the year of the Federation Convention, the Federation delegate. If the President cannot attend the Federation Convention, the Board of Directors may appoint an alternate.
- b. President Elect shall:
 - i. Preside at Club meetings and Board meetings in the absence of the Pres.
 - ii. Collect mail and read at Board and Business meetings and distribute to appropriate person or committee.
 - iii. Keep in contact with committee chairs.
 - iv. Write club report for Dist. Director, Dist. Meeting and Conference, if needed.
 - v. Attend the Regional Conference as a delegate if Pres. is unable to attend.
- c. The Vice President shall:
 - i. Chair either the Fundraising or Club Program committee
 - ii. Perform the duties of President in the absence of the President Elec
 - iii. Monitor club focus and accomplishments, grants, and outreach
 - iv. Be a Region delegate

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- d. The Secretary shall:
 - i. Keep the minutes of the club and Board meetings
 - ii. Be custodian of the permanent records of the club
 - iii. Submit to the club copies of the business meeting minutes, Board recommendations and actions of the Board
 - iv. Provide the Board with copies of all minutes
- e. Assistant Secretary shall:
 - i. Take and read minutes at club Business and Board meetings in absence of Secretary
 - ii. Handle all correspondence that is not the responsibility of another officer or committee
- f. The Treasurer shall:
 - i. Sign Checks
 - ii. Make remittances as required by the By Laws
 - iii. Pay bills for budgeted items or authorized by the club actions
 - iv. Serve as an ex officio member of the Finance Committee
 - v. Prepare monthly financial statements and budget comparisons
- g. The Assistant Treasurer shall:
 - i. Be responsible for collecting lunch money and paying the provider
 - ii. Collect and deposit to the club account all monies collected at each meeting
 - iii. Keep attendance records
 - iv. Be responsible for all membership and club forms, sales orders and other required documents to be submitted during the fiscal year.
 - v. Be an ex-officio member of the Budget committee and Financial Reviews.
- h. The Director shall:
 - i. Have such duties as arise from membership, the Board or assigned by the President
 - ii. Attend the Board meetings.

ARTICLE V - Nominations and Elections

Section 1. Nominating Committee

- a. Selection of Nominating Committee
 - i. The Nominating Committee shall be formed in February
 - ii. The President shall appoint a chairman, the Board shall elect a second member, and the club shall elect a third member. Only one member of the Committee may be a member of the Board of Directors.
- b. Nominating Procedures
 - i. The committee shall invite each member to suggest names for consideration.
 - ii. The committee shall nominate one or more members for each office to be filled, including one Region delegate. If an alternate is needed, at the time of an official meeting, the Board of Directors shall select one. The consent of the nominee shall be obtained before the name is placed in nomination. The report of the committee shall be read to the club at the meeting preceding the election.

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Section 2. Elections

- a. The election shall be held at the April business meeting. The report of the Nominating Committee shall be distributed in writing to each member in attendance at the meeting.
- b. Additional nominations may be made from the floor.
- c. Excepting for any office which there is only one nominee the election shall be by written ballot, majority to elect.
- d. Those elected shall assume office on July 1.

ARTICLE VI - Meetings

Section 1. Regular meetings

Unless otherwise ordered by this club, regular meetings shall be held on the first three Thursdays of the month at a time and place designated by the club, except during the months of July and August. The second Thursday of the month shall be the business meeting at which time all business of the club shall normally be conducted. If for some reason a regular meeting cannot be in person, a virtual meeting using the internet can be used. All members must be notified by email and phone or text 24 hours in advance.

- a. A member may attend a regular meeting virtually by contacting the President or her designee 24 hours before the meeting. That member must have an acceptable reason for not attending in person – illness, out of the area or crisis.
- b. A prospective member may attend virtually when invited by a member. (and if there is an exceptional program

Section 2. Annual meeting

The regular business meeting in June shall be known as the annual business meeting to receive reports of officers and committees.

Section 3. Special meetings

- a. Special meetings may be called by the President or Secretary only after a forty-eight hour notice-personal, written, telephone, or email-is given to each member.
- b. The purpose of the meeting shall be stated in the notice.
- c. The notice can contain a printed ballot for voting, that has a second or has been proposed by a committee.

The ballot must contain:

- i. (a space for the voter's signature (a typed signature is acceptable);)
 - ii. full instructions for marking and returning the ballot;
 - iii. the deadline for the return of the completed ballot; and
 - iv. the name and address (email address is acceptable) of the person designated to receive the marked ballot.
- d. A report of the special meeting, including the result of the voting, will be sent by email to the members within 24 hours of the completion of the vote.

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Section 4. Quorum

30% of the regular members in good standing, Life members excluded, shall constitute a quorum at any regular meeting or special meeting.

ARTICLE VII - Board of Directors

Section 1. Members of the Board

The Board of Directors shall consist of the elected officers and directors.

Section 2. Duties

The Board shall have administrative control over the affairs, funds, and property of the club except that it may not modify actions taken by the club. It shall authorize payment of the club funds within the budget, act upon resignations, terminations, and disciplinary matters, receive reports of committees, submit policy recommendations to the club and perform other duties as the Club, Region Federation or their By Laws may require.

Section 3. Board Meetings

Unless ordered by the club or by the Board, regular meetings of the Board shall be held at least once a month at a time and place to be determined by the Board.

Section 4. Special Board Meetings

Special meeting of the Board may be called by the President or shall be called upon written request of at least three members. The business transacted at any special meeting shall be limited to that mentioned in the notice of the meeting. Any special meeting of the Board shall be called only if at least twenty-four hours noticed personal, written, telephone or email has been given to each member.

Section 5. Quorum

A majority of the Board shall constitute a quorum.

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ARTICLE VIII - Committees

Section 1. Proposed activities

Proposed activities or recommendations of any committee, standing or ad hoc, for any activity or action by the club should first be brought to the Board and then to the membership for consideration.

Section 2. Standing Committees

- a. Program of Service
 - i. Shall support the programs of the Federation and Region
 - ii. Shall assist the President in planning and arranging subjects for the club meetings and activities pertaining to these areas
- b. Finance Committee
 - i. Shall propose budgets for the General Fund, Service Fund and Delegates Fund
 - ii. Shall evaluate the financial statements and budget comparisons to make recommendations for adjustments to the budget when appropriate
- c. Membership Committee
 - i. Shall encourage the recruitment of new members, induct new members and arrange activities to promote retention of members
 - ii. Shall arrange orientation
- d. Laws and Resolutions Committee
 - i. Shall be responsible for reviewing changes to the club By Laws and Procedures, processing resolutions and amendments to be submitted to the club by the Region and present a review of proposals to be considered at conference and any other measures on which the club is entitled to vote.
- e. Awards Committee
 - i. Shall promote and foster support of the Federation Fund Development and Founder Region Fellowship and activities sponsored by each, and may include: Live Your Dream Award, Violet Richardson Award, Doctoral Fellowship, Courage Award, the Ruby Award.
- f. Public Awareness Committee
 - i. Shall arrange publicity of the club's projects and other activities and promote the members knowledge of the club
 - ii. Shall maintain the website /Facebook
- g. Fundraising Committee
 - i. Shall suggest methods or raising funds to meet the budget and service projects
 - ii. Shall direct fund raising projects approved by the club
- h. Service Committee
 - i. Shall promote and direct club approved activities undertaken with the Service Funds.
- i. Memorial Grove Committee
 - i. Shall assist and support the Founder Region Memorial Grove committee.
- j. Installation Committee
 - i. Shall plan the place and program for Installation of officers, consulting with the President-elect in making the plans.

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- k. Dream It, Be It committee
 - i. Shall be responsible for planning and executing a Dream it Be it event or mentoring program in compliance with SIA guidelines.

ARTICLE IX - Fiscal Matters

Section 1. Fiscal Year

The fiscal year shall be July 1 through June 30.

Section 2. Dues, fees and assessments

- a. Regular, Retired/unemployed and Embarking members annual dues are \$150, including International, Federation, Region and local dues for the full year. If in ensuing years there are changes in dues at International, Federation or Regional levels, the local dues shall be adjusted to include those changes. If joining after January 1, dues will be 50% of the annual dues and a new member fee of \$35.
 - i. There shall be a new member fee of \$35.
- b. Life Members dues, fees and assessments including local dues are \$35.
- c. Reinstatement
 - i. No additional dues shall be paid by any member reinstated with the club year for which a member had paid dues. Any member terminated for non-payment of dues or fees may be reinstated only upon payment of obligations owing at the time of termination together with dues of the current year, if part of the indebtedness and any reinstatement fee payable to the Federation or the Region.
- d. Transfer
 - i. No new member fee or dues shall be paid by a member in good standing with who transfer from another club is accepted by this club.
- e. Payment of dues
 - i. Dues are payable annually on June 1 and delinquent on June 25. If the club is assessed a late fee for a member, the club shall charge the member.

Section 3. Budget (See Finance Committee)

The budget shall be distributed to the members three weeks prior to the June Business meeting at which is adopted.

Section 4. Financial Review (see Finance Committee)

A Financial Review Committee shall be elected at the June Business Meeting. The committee shall consist of a Chairman, chosen by the President, one member chosen by the Board of Directors and one member chosen by the club. The review shall be completed before August 30. The Treasurer shall attend the committee meetings for information.

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Section 5. Checking Account

The signature of one of the following shall be used for the issuance of checks- President, Vice-President, Treasurer or Assistant Treasurer. No one may sign any check made out to themselves.

Section 6. Credit/debit card

- a. There may be a credit/debit card to be used solely for the purpose of purchases and items budgeted or approved by the Board of Directors or club.
- b. The Club President and Treasurer shall be custodians of the credit/debit card. The Treasurer shall be the sole signatory on the card.
- c. Should charges which are the responsibility of a member be made to the club card for conference or convention, the member shall reimburse the club with 15 days of billing by the treasurer.

ARTICLE X - Parliamentary Authority

Section 1.

The rules contained in the current edition of Robert's Rules of Order shall be the parliamentary authority for all matters not specifically covered in these By Laws.

ARTICLE XI - Amendment to Club By Laws

Section 1.

These By Laws may be amended by two thirds vote at any meeting of the club provided that notice of the proposed amendment is given or mailed to members in writing seven days prior to the meeting at which the action is to be taken.

ARTICLE XII - Dissolution

Section 1.

After consulting with the District Director and or the Governor of the Region themselves, club may be dissolved by the affirmation vote of two-thirds majority of the members in good standing. Upon dissolution the Board shall pay or make provision for payment of all liabilities of the club. They shall dispose of the remaining assets to organizations which qualify under Section 501 (c) of the code. The utilization of any funds for private or personal use is expressly forbidden.