

BY-LAWS OF THE TRYON CIVITAN CLUB
NEW BERN, NORTH CAROLINA
(Revised September, 2006)

ARTICLE I - Election of Directors and Officers

SECTION 1. Preparation:

- (A) The election of Officers and Directors shall be held at the June business meeting of the Club.
- (B) Each year, the Officers, in accordance with the Club Constitution, and three Directors as outlined in Article VII, Section 2, of the Club Constitution, shall be elected. The Officers shall be elected for one year and the Directors as provided in Article VII, Section 2 of the Club Constitution.
- (C) The nominating committee shall prepare a report giving a list of the Officers to be voted upon and the names of one or more members nominated for each office and a slate of Directors to be voted upon. The nominating committee shall submit its report at the June Board meeting for approval.
- (D) Upon motion of any member duly seconded, nominations may be made from the floor at the June business meeting, and such names for such Officers and Directors as may be nominated in this manner shall be placed upon the ballot as duly nominated candidates.
- (E) At the June business meeting there shall be furnished the entire membership in good standing, a slate containing the names of the nominees for the respective Officers and Directors, upon which each member shall vote their choice.

SECTION 2. Election:

The nominee receiving a majority of votes so cast for the office shall thereupon be declared elected for the term of one year, commencing October 1 of that year. The three nominees receiving the most votes so cast for Directors shall thereupon be declared elected for the term of two (2) years, commencing October 1 of that year.

SECTION 3. Vacancies:

A vacancy in the Board of Directors or any office shall be filled by the Board of Directors.

ARTICLE II - Board of Directors

- SECTION 1. Composition of Board. The Board of Directors shall consist of six elected Directors and the immediate Past President, who shall serve as a non-voting ex-officio member of the Board. The term of the six elected Directors shall be two (2) years and the terms of the

Directors shall be staggered so that three Directors shall be elected each year. The immediate Past President shall serve a term of one year in office as a non-voting ex-officio member of the Board.

In addition to the Board of Directors, all Officers of the Club and key committee chairpersons shall attend meetings of the Board; however, only the duly elected Directors shall be entitled to vote on matters at such meetings. In the event of any tie in a vote of Directors, the President or other presiding officer shall have the authority to break the tie or to submit the issue, without any recommendation from the Board, to a vote of the members at the next regularly scheduled business meeting of the Club.

SECTION 2. Duties of Board of Directors. The Board of Directors shall have general control over all Officers and committees, and may, for good cause, declare any office vacant, subject to provisions of the Club Constitution. It shall be the duty and responsibility of the Board of Directors to exercise strict financial control over the current operating funds and such other special funds as may be designated by the Club from time to time. Subject to the approval of the Club members, the board shall receive the budget estimate from the Finance Committee, may revise same, and shall adopt therefrom the budget for the fiscal year for which the budget estimate is prepared; shall cause such budget to be distributed to the members and approved thereby. The Board shall designate annually some bank, or banks, in the City of New Bern as depository or depositories of the funds of the Club. It shall be the duty of the Board of Directors to uphold the Constitution and By-Laws of the Tryon Civitan Club.

ARTICLE III - Duties of Officers

SECTION 1. President - The Club President should attend every Area and District meeting. The President shall appoint all committees, shall preside at all meetings of the Club and of the Board of Directors, and shall perform such other duties as ordinarily pertain to such office. The President shall be an ex-officio member of all standing committees and special committees. The President may delegate such duties as they see fit to any other Officer.

SECTION 2. President-Elect and Vice-President - The Club President-Elect should attend as many as possible of the Area and District meetings. It shall be the duty of the President-Elect and/or the Vice-President to preside at meetings of the Club and Board of Directors in the absence of the President and to perform such other duties as ordinarily pertain to their office. The Vice-President shall coordinate the sponsorship of the Junior Civitans.

SECTION 3. Secretary - It shall be the duty of the Secretary to keep the records of membership, record the attendance at meetings, record and preserve the minutes of meetings, make required reports to Civitan International on a timely basis, and perform such other duties as customarily pertain to such office or that may be assigned by the President or Board of Directors. Upon retirement from office, the Secretary shall turn over to their successor or the President all records and other properties of the Club then in their possession.

- SECTION 4. Treasurer - It shall be the duty of the Treasurer to have the custody of all funds of the Club. They shall keep the accounts of the current general and project funds and shall not make any disbursement which shall exceed the budgeted amount without the approval of the Board. They shall promptly deposit all money received by them under the color of their office in the depository, or depositories, designated by the Board of Directors to the credit of the fund to which the same belongs. The Treasurer shall forward the required dues to the District and Civitan International on a timely basis so as to prevent delinquency on the part of the Club. They shall render an accounting of all funds at the monthly Board meetings and at the June business meeting of the Club and, upon their retirement from office, shall turn over to their successor or the President, all monies, books of account, records and other properties of the Club then in their possession.
- SECTION 5. Chaplain - It shall be the duty of Chaplain to open all meetings of the Club with an inspirational thought for the day.
- SECTION 6. Sergeant-At-Arms - It shall be the duty of the Sergeant-At-Arms to preserve order at all times, to lead the Pledge of Allegiance, to confirm the set-up of the meeting, and to perform such other duties as ordinarily pertain to this office.
- SECTION 7. Education Manager - It shall be the duty of the Education Manager to conduct an orientation about the Club with each new member and to make an annual presentation to the Club on its history.
- SECTION 8. Salary of Officers - All the Officers shall serve without compensation.
- SECTION 9. Officer Training - All Officers shall participate in training sessions conducted or provided by Civitan International or the District in order to become familiar with the duties of their respective offices as required by the policies of Civitan International. The Club shall incur the cost of any registration fees for such training.

ARTICLE IV - Meetings

- SECTION 1. Annual Meetings - The election of Officers and Directors shall be held at the June business meeting.
- SECTION 2. Regular Meetings - The regular meetings of this Club shall be held on the second Tuesday of each month for a dinner meeting and the fourth Tuesday of each month for a lunch meeting, at any designated place. Special meetings may be held at such time and place as the Board of Directors shall designate.
- SECTION 3. Quorum - One-fourth or more of the Active and Project members in good standing shall constitute a quorum at any meeting of the Club.
- SECTION 4. Directors Meetings - Meetings of the Board of Directors shall be held at least once a month and may be called at any time by the President, President-Elect or Vice-President upon telephone or written notice twenty-four hours in advance of said meeting.

SECTION 5. Quorum - Fifty percent or more of the voting Directors shall constitute a quorum of the Board of Directors.

SECTION 6. Project Membership - In place of resignation, an Active member in good standing may request a Project Membership as designated in Article III, Section 2 of the Club Constitution.

SECTION 7. Leave of Absence - Any Civitan in good standing may request a leave of absence up to six (6) months if sufficient cause is submitted in writing to the Board. Leaves of absence shall be granted in accordance with Article IV, Section 6 of the Club Constitution.

ARTICLE V - Fees and Dues

SECTION 1. The initiation fee for membership in the Tryon Civitan Club shall be established by the Board of Directors.

SECTION 2. Club membership dues, inclusive of International and District dues and insurance premiums, shall be determined each year by the Board of Directors.

ARTICLE VI - Politics and Religion

SECTION 1. This Club shall not be used in any way for political purposes, nor shall it as a Club actively participate in the political candidacy of any person or persons.

SECTION 2. This Club subscribes to the principle of religious freedom for its members and all other persons.

ARTICLE VII - Official Publication

Each member of this organization by virtue of their membership shall receive a copy of the Club newsletter, the costs of production and mailing being included in the annual dues.

ARTICLE VIII - Amendments

The Club Constitution and these By-laws may be amended by a majority vote of the members of this Club who are present at the meeting where such proposed amendment or amendments are submitted; provided, however, no proposed amendment to the Club Constitution or these By-laws shall be acted upon at any meeting unless (a) a quorum is established pursuant to Article IV, Section 3 of these By-laws, and (b) the Secretary shall have provided to each member a copy of such proposed amendment(s) at least ten (10) days before the date of the meeting. After Club approval, amendments shall be submitted by the President to the District Judge Advocate for approval before becoming effective.

ARTICLE IX - Finances

SECTION 1. All bills shall be paid only by checks signed by the Treasurer or President. Upon disability of the President, the Board of Directors may designate another office to sign checks.

SECTION 2. Officers having charge or control of funds shall be bonded as may be required by the Board of Directors for the safe custody of the funds of the Club.

SECTION 3. The fiscal year of the Club is from October 1st to September 30th. Payment of International and District dues shall be made quarterly.

SECTION 4. General Account:

- (A) Income derived from payment of membership dues shall be maintained in a separate account for the purpose of paying all Club-related expenses.
- (B) Special fundraisers may be initiated for the purpose of deposit into the general account if said purpose is clearly stated before the fundraiser is initiated.

SECTION 5. Projects Account:

- (A) Income derived from proceeds of charitable fundraisers shall be maintained in a separate account for the purpose of supporting charitable contributions and projects. Income earned during the current fiscal year will constitute the projects budget for the following fiscal year.
- (B) A project which is initiated during the current fiscal year and completed within 30 days after the close of that year will be applied to the funds earned during the year the project was initiated.
- (C) Special fundraisers for a specific stated cause and for immediate payment to that cause may be initiated at any time during the current year if designated and approved by the Board before the fundraiser is initiated.

SECTION 6. 50/50 Drawing: A separate accounting shall be maintained for deposit of monies collected at meetings from the 50/50 drawing which shall be deposited in the projects account.

ARTICLE X - Method of Electing Member and Reinstatement

SECTION 1. Members to this Club shall be elected in the following manner: Persons shall be elected to membership only after submitting a completed application. The application shall be in writing and shall contain the name, address, business or professional classifications, name of firm, corporation, or organization with which the proposed member is connected, if any, and such other information as the Board from time to time may require.

SECTION 2. Each proposed member shall first be approved by the Board of Directors and endorsed by the President.

SECTION 3. Any member who forfeits their membership for any reason may make application for reinstatement. If the proposal and vote for the reinstatement are favorable, they may be reinstated upon payment of any reinstatement fee determined by the Board and dues.

ARTICLE XI - Resolutions and Subscriptions

SECTION 1. Any resolution or motion to commit this Club on any matter may be referred to the Board of Directors at the discretion of the presiding officer. Such resolutions or motions, if offered at a Club meeting, may be referred, without discussion, to the Board, which, after having given consideration to the matter, shall submit its recommendations to the Club. Having received the recommendations of the Board, the Club may then proceed to take such action as may seem proper to the majority.

SECTION 2. No assessment shall be permitted to be placed upon the membership of the Club; neither shall any person or organization be permitted to appeal for funds of any purpose whatsoever before a regular meeting of the Club without the approval of the presiding officer.

SECTION 3. Any proposal for an expenditure of Club funds shall be referred to the Board of Directors.

SECTION 4. The Board of Directors may authorize expenditures of up to \$100.00. Expenditures in excess of \$100.00 shall be submitted to the membership for approval.

SECTION 5. At no time shall there be a direct solicitation of the members during a meeting without prior approval from the Board.

ARTICLE XII - Surrender of Charter

SECTION 1. If, for any reason, it is deemed desirable to surrender the charter of the Club, notice of such intention shall be given to Civitan International and the District Governor. Upon surrender of charter, the disposition of all funds remaining in the Club treasury shall be approved by Civitan International. Upon surrender of the charter, the Club shall return all insignia, banners and property used only and exclusively by Civitans and Civitan clubs and shall follow the procedures set forth in the International and District Constitutions or By-laws for surrender of charter.

SECTION 2. In the event the Club desires to surrender its charter, it shall be required that such action be by unanimous vote of the entire Active and Project membership. Any minority opposing such surrender may retain the charter of the Club unless otherwise notified by Civitan International.

ARTICLE XIII - Rules of Order

Parliamentary procedure in all meetings of the Club, Board of Directors and committees shall be in accordance with Robert's Rules of Order.

ARTICLE XIV - Guests

Each guest shall be entitled to attend one (1) regular Club meeting free of charge. Thereafter, the guest or the sponsoring member will be charged the price of the guest's meal(s). A "member/guest" or "seek" meeting shall not be considered to be a "regular Club meeting" for purposes of this Article XIV.

ARTICLE XV - General Provisions

SECTION 1. The business of this Club shall be transacted by voice vote, except when designated otherwise by the presiding officer or provided for by these By-Laws.

SECTION 2. There shall be no voting by proxy.

SECTION 3. The standing committees of this Club shall consist of the following and any other committees necessary to further conduct club activities:

Acknowledgement
Awards
Budget
Coin Box Project
Communications
50/50 Drawing
Fundraising
Historian
Member Handbook
Membership
Newsletter
Nominating
Program
Publicity
Salvation Army
Scholarship
Service Projects
Social
Special Olympics

These standing committees may be combined or divided or sub-divided as the President or Board deems necessary.

SECTION 4. In addition to the standing committees, there shall be appointed by the President such special or ad hoc committees as the President or the Board from time to time may deem necessary.

SECTION 5. Chevrons are awarded annually to members who have given 24 hours of service within the fiscal year of the Club with the exception for Charter members who are awarded Chevrons for 12 hours of service.

SECTION 6. Any provision in these By-laws which is ruled by the Civitan International Executive Committee to be contrary to, or in conflict with, International or District Constitutions, By-laws or policies, shall be void and of no effect.