

BEARS OF THE WEST
ORGANIZATIONAL BYLAWS
Originally Adopted: January 2000

1.0 Changes to by-laws

These by-laws may be changed, amended or repealed at any time by the action of the membership at a regular business meeting of the organization. Proposed changes shall be presented in writing at a regular business meeting. A motion must be passed to place the proposed changes on the agenda. The changes will be published in the newsletter or e-mail at least ten days prior to the next regular business meeting. A majority vote of those present is sufficient to approve changes, amendments or repeal; members may vote by written or e-mail proxy submitted to the President or Secretary.

2.0 Membership

Membership is open to gay men of similar social interests who agree to abide by these by-laws. The Bears of the West and their membership do not discriminate on the basis of color, race, creed, national origin, religious persuasion, political belief, sexual orientation or physical disability. To become a member of the organization complete a membership application, signifying agreement with the clubs by-laws and paying the required dues. Membership applications will ask for identifying information such as name, address, telephone number, e-mail address and date of birth. All applicants are required to sign the application to certify age. Members must be at least 21 years of age. The organization reserves the right to request identification from a member with proof of age such as a driver's license or other proof.

2.3 Removal of Members

Members may be removed from membership, normally by a numeric majority of votes cast. This vote will occur at a regular business meeting. In the event a member is subject to removal for cause, a motion must be passed at a regular business meeting. The Secretary will notify all members by e-mail that a vote will be taken to revoke membership at the next general meeting. In the case of a violation of any aspect of the organization's by-laws then in effect, a unanimous vote by the Board of Directors, during regular or specially convened officers meeting, shall be deemed sufficient to remove a member from membership without the need for a scheduled vote at a regular general meeting. Removed members are barred from attending any club sponsored function. The club can bar removed members from any function but cannot bar anyone from a public place. A member removed from membership for cause can petition for membership again no sooner than 1 year after their scheduled expiration date by submitting a request in writing to the Board of Directors. A majority vote of the Board will be required for membership requests to be approved.

3.0 Meetings

3.1 Scheduling and Conduct of Meetings

The organization shall hold a regular business meeting once per quarter or as announced in the newsletters. Other meetings may be called from time-to-time as determined by the events at the meeting. The officers will also hold a monthly meeting and may also call special meetings. All regular business meetings are open to anyone who may wish to attend. All monthly officers meetings are open to any member who may wish to attend, especially those who are consistently unable to attend the regular meetings. Any member planning on attending the monthly officers meeting should give notice to an officer of his plans to attend. Only regular dues paying members in good standing may vote in any meeting. Unless otherwise specified, approval of any action requires a simple majority of those present.

3.2 Annual Meeting

For purposes of complying with laws related to corporations, the annual meeting of the corporation shall be designated as the regular business meeting in the month of June at which corporate officers are elected and any matters related to the corporation and its status are considered. ALL members are urged to attend this meeting

3.3 Quorum

In order to conduct general business, for matters not otherwise specified, a quorum shall consist of those present at a regular or special business meeting of the organization. For financial decisions regarding expenditure of funds in excess of the amount of \$500.00 at least 3 officers must give their approval. Since conditions may dictate a timely disbursement, this approval may be obtained by a one-by-one vote gathering to secure the minimum of 3 officers when it is not feasible to wait until the next regular business meeting.

4.0 Officers and Directors

4.1 Directors

The Board of Directors of the corporation shall be the President, Vice President, Secretary and Treasurer, with duties as specified below. Their terms of office as Directors shall be the same as their terms of office as officers.

4.2 President

The President shall conduct all meetings and delegate such authority to another officer if unable to be present. The President may appoint any necessary standing and ad hoc committees and the chairpersons of such committees.

4.3 Vice President

The Vice President is elected to assist the President. The Vice President shall normally act as the acting President in the absence of the President. The Vice President shall be the chairperson of all special committees unless the President or the corporation appoints a chairperson.

4.4 Secretary

The Secretary shall record the minutes of all meetings, or designate another officer or member to do so in his absence. The Secretary shall be responsible for the keeping of all written records of the corporation and for all official correspondence of the corporation. The Secretary together with the President will be responsible for the general content of the newsletter and the supervision of the Newsletter Editor.

4.5 Treasurer

The Treasurer shall be responsible for the deposit, recording, accounting, disbursement and safekeeping of all funds for the corporation. The Treasurer is authorized to disburse funds for all ordinary expenses such as printing, supplies, event expenses and other expenses up to the amount of \$500.00 for a single disbursement. The Treasurer will present a year-to-date financial report at each monthly officers meeting and to general meeting attendees.

4.6 Members-At-Large

Members-At-Large shall be elected during yearly elections to assist the officers. They will be responsible for monthly event planning and presentation of a proposed monthly calendar of events at each general meeting. Members-At-Large are also our main liaison with the public, charities and are in charge of all advertising. The members-at-large shall maintain a current directory of all members. Six members-at-large can be currently in office at any time, though a total of six is not required. Members-at-large have full voting rights on the board of officers. The position of Web-Master is considered as a member-at-large position. Duties of the members-at-large are listed below and will be divided between the different members-at-large as The Board of Directors see fit to divide them as long as all duties are covered.

These duties are:

Membership recruitment

Event(s) reminders to members through e-mail regarding the events and email reminders several times prior to the event

Calendar of events at general meetings

Advertising

Charities

Fundraising activities

Web site update, maintenance, and communication

Member of the month selection (if applicable)

Electronic member directories and membership card

4.7 Election of Officers and Assumption of Office

Nominations for office will be accepted between May 1st and May 25th of each year. Nominations are "self" nominations and may be made in person at a meeting, or by proxy submitted in writing to the President and Secretary no later than noon on the 25th. "Self" nominations will be placed on the ballot and no second is required to be accepted. On the 26th of May, any offices which have two or more active members running for them will

be closed to nominations. Any offices that have no active members running for them on May 26th will be closed to nominations and appointed by the newly elected President after July 1st. A rebuttal period will be available from May 26th through noon on May 31st for any offices for which there is only 1 nominated active member running. This information will be broadcast to members via email, website. Other members will have the opportunity to respond with further nominations until the May 31st deadline. After that time, any offices still running unopposed will remain unopposed at the election time. Members attending the June general meeting will vote for officers at the Meeting during the Old Business section of the regular meeting. During Old Business prior to the vote, each self nominated candidate will have a maximum 5 minutes to present their qualifications and answer any member's questions. Members not attending the meeting may vote by proxy submitted in writing to the President or Secretary no later than noon of the day before the June meeting. A simple majority of those voting as described will be sufficient to elect. Results of the election will be announced as soon as known. New officers will assume office on July 1. A member in good standing may run and be elected for the same office without limit. A motion to elect automatically all unopposed candidates without a ballot may be made at the June election. In the event of a tie vote, the members present at the election meeting will vote again to break the tie. In the case of a second tie, nominees will be allowed to speak again, if desired, and another vote taken. In the event this last vote is still a tie, the current club officers will meet privately, break the tie and announce the winner by the end of the meeting.

4.8 Handling of Vacant Officers

If any office shall become vacant for any reason, including resignation or removal, the **President** may appoint a member to assume the office for the balance of the term of office. The appointee will be announced at the next regular business meeting. If the office of President becomes vacant, the Vice President shall immediately assume the office of President for the balance of the term of office. In the case of vacancy in the offices of both the President and Vice President, immediate succession to Acting President shall be the Secretary, Treasurer and Members-At-Large, in that order. Nomination and election of both a new President and Vice President shall be held at the next regular business meeting. In the interim, the Acting President shall assume all duties of President in addition to the duties of their existing office.

4.9 Monthly Meeting of Officers

The corporation officers shall meet monthly to review the financial status of the corporation, plan events and to deal with any other administrative matters that require their attention. Such meetings are intended only for the officers, but shall be open to all members. Those unable to attend regular business meetings are invited to attend an officer's meeting in order to have the opportunity to express their thoughts and ideas. Advance notice is requested before attendance of members to this meeting. No action may be taken at such meetings, which requires specific voting requirements as designated in these by-laws. The date, time and location of each officer's meeting will be published on the monthly calendar.

4.10 Removal of Officers

Officers may be removed from membership, office or both by a numeric majority of votes cast. This vote will occur at a regular business meeting; members may vote by proxy submitted in writing to one of the board members not being removed. A motion must be passed at a regular business meeting to place removal of an officer on the agenda of the next regular business meeting. The Secretary will notify all members by email at least ten days prior to the meeting such a vote is to be taken. Officers missing 2 consecutive officer's meetings without notification that is accepted by the other board members can be voted off of the board of officers by a majority of the officers.

5.0 Financial Matters

5.1 Fiscal Year

The fiscal year of the corporation and organization shall be January 1 through December 31.

5.2 Special Record-Keeping Requirements

When deemed necessary by the Board, all membership dues and special events that require a registration fee will be recorded first by the Membership Chairman and then the Treasurer.

Currently written - - 5.3 Dues

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5.4 Annual Audit

The President shall appoint an audit committee between the regular business meeting in January and February 1st to perform the annual audit. The audit committee will consist of at least three members other than the treasurer (two of whom are not officers). The audit committee will meet with the Treasurer prior to the end of February to examine all records for the preceding fiscal year and extending into the current fiscal year, up to the time of audit. The audit committee will report the results of the audit to the membership at the regular March business meeting.

5.5 Check Signing

There are to be three designated signers of checks on the club checking account: The President, Vice President and the Treasurer. The Treasurer will keep possession of the check book and make out most of all checks and present them for payment.

6.0 Confidentiality of Member Information

Members must give their individual permission prior to the publication of addresses, phone numbers and any other personal or identifying information in any form.

Currently this information is only distributed to officers, with the exception of directions and phone number of a member hosting an event that may be published in the newsletter or an e-mail message.

If Distributed to the entire membership in the future (in accordance with selection on your application) members are requested to keep any such published information confidential and not release such Published information outside the corporation. All officers will have a current (as much as possible) directory of all members furnished by the Members-at-Large; the officers are required to keep this information confidential and will not furnish an individual's information to another member unless prior permission has been granted. Any and all such information provided on membership application forms and other documents completed by members shall be placed in the safekeeping of the Secretary who shall maintain it confidentiality.

By-laws Revision dates: 01/16/03 & 03/18/04 & 11/15/06 & 09/15/11