

SOROPTIMIST INTERNATIONAL OF OCEANSIDE-CARLSBAD
DESERT COAST REGION
SOROPTIMIST INTERNATIONAL OF THE AMERICAS

BYLAWS

ARTICLE I

Name and Territory Limits

Section 1. The name of this club shall be Soroptimist International of Oceanside-Carlsbad.

Section 2. The territorial limits of this club shall be:
That territory designated as Desert Coast Region.

ARTICLE II

Purposes

Section 1. The objects of this club shall be

- a. To promote and fulfill the purposes of Soroptimism as defined in the Soroptimist International Constitution;
- b. To develop interest in community, national, and international affairs; and
- c. To assist in developing the highest concept of patriotism and love of country.

These objects shall be implemented by 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, and by sponsorship of activities for women and girls

ARTICLE III

Members

Section 1. Qualifications

Qualifications of membership in Soroptimist International are:

- a. Be working in a profession or business or in an occupation of comparable status or responsibilities to those of a person working in a profession or business; or
- b. Be recently returned from or temporarily or permanently out of work from a profession or business or an occupation of comparable status or responsibilities to those of a person working in a profession or business; or
- c. Be embarking on a career in a profession or business of comparable status or responsibilities to those of a person working in a profession or business
- d. Membership types are regular, retired/unemployed and embarking, per the Soroptimist International of the Americas Federation Bylaws.

Section 2. Privileges of membership.

- a. All members, whose annual dues are paid and meet the participation requirements set forth in these bylaws, will be considered members in good standing.
- b. Members in good standing may speak, make motions, vote and be elected to or retain office or serve as a delegate to federation convention, region conference, or district meeting.

Section 3. Admission to membership.

- a. Any member may propose, for membership in this club, an individual considered eligible.
- b. The new member shall be inducted into membership upon payment of all fees and dues and completion of all membership paperwork

Section 4. Attendance recognition.

- a. Members in good standing for the year will be awarded a “Years of Membership” pin at the annual installation party. These pins will be awarded in 5-year increments for members in good standing.

Section 5. Termination of Club Membership.

- a. The following shall be reasons for termination of membership in a club:
 - (1) Resignation;
 - (2) Failure to fulfill financial obligations within 60 days of due date;
 - (3) Failure to maintain the requirements for membership;
 - (4) Conduct, which adversely reflects upon the Soroptimist organization.
- b. No membership may be terminated or suspended for reasons other than resignation without an opportunity for a hearing before the Board of Directors after 30 days' written notice to the member. A two-thirds 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.
- c. Any member not paid in full at the end of SIO-C's fiscal year (June 30) shall be notified of pending termination and have the right to appeal pursuant to paragraph b above. If a member is terminated after a non-response to the notice or after meeting with the Board, the club treasurer will fill out Form 5010 Membership Information Change or Termination Form and forward it to SIA Headquarters. Reinstatement shall occur when the member pays all arrearages and dues for the forthcoming year and any reinstatement fees required by SIA, DCR and SIOC.
- d. Any member whose dues are not received by the end of SIOC's fiscal year (June 30) shall be charged a \$10.00 processing fee by the club for special processing.
- e. Any member shall not be reinstated to membership after resignation or termination until all prior assessments have been paid.

ARTICLE IV
Officers

Section 1. Elected Officers/Board of Directors.

- a. The officers of this club shall be a President, Vice President, Treasurer, Recording Secretary, Corresponding Secretary, Membership Director and Two Directors.
- b. Delegates-The Club will additionally elect two Delegates to attend each of the District and Region events. They shall review the information to be voted on with the club, attend the meetings and report the results at club meetings. They shall also assist in promoting attendance at the meetings and obtaining registration information.
- c. All elected officers are members of the Board of Directors.
- d. The term Board of Directors is also known as “the Board.”

Section 2. Eligibility.

- a. Only a member in good standing may be elected to and retain any club office or serve as a delegate or alternate to a convention, conference or District fall or winter workshop.
- b. To be eligible for the office of club president, the member shall have served on the club Board of Directors. Only if no candidate meeting the eligibility requirements will accept nomination may another member be selected as a nominee for the office of club president.
- c. All officers of this club shall hold offices for one year or until their successors are elected. They shall not be eligible for more than two consecutive years in the same office. A member who has served more than half a term in any office shall be deemed to have served a term. Directors will be the Immediate Past President and the Past President prior to that. Each will serve as Directors for two years after their presidency. If, however, one or both are unavailable to serve, the Director(s) will be elected by the Club for a term of one year.

Section 3. Term of Office. The term of office shall be one year.

Section 4. Removal from office. The club Board of Directors shall have authority to remove from office any elected officer, Board member or committee chairperson either for or without cause, whenever in the judgment of the Board the best interests of the Club will be served. Removal shall occur only upon a two-thirds vote of the Board of Directors then in office, exclusive of the person being removed, and only after being given an opportunity to be heard at a meeting of the Board of Directors.

Section 5. Vacancy in office. In the event of a vacancy in the office of 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 a special meeting called for the purpose. Nominations shall be made from the floor and the club shall elect.

Section 6. Duties.

- a. The **President** as chief officer, shall:
 - (1) Direct the conduct of the business of the club;
 - (2) Preside at meetings of the club and of the Board;
 - (3) Appoint all committees unless otherwise provided in the rules or in the motion authorizing the committee; and
 - (4) Be an ex-officio member of all committees except nominating.

- b. The **Vice President** shall:
 - (1) Have such duties and powers as arise from membership on the Board of Directors or as assigned by the President or the Board.
 - (2) Plan Club luncheon programs.
 - (3) Be liaison to the meeting location ensuring they are informed of the number of lunches to be served; that the lunches meet the reasonable requests of membership; and the food is served in a timely manner.
 - (4) Serve as chair of the Program Committee

- c. The **Recording Secretary** shall:
 - (1) Keep minutes of the business meetings of the club and of the Board;
 - (2) Be custodian of the permanent records of the club; and
 - (3) Submit to the club the minutes of the club business meetings and the recommendations of the Board.

- d. The **Corresponding Secretary** shall:
 - (1) Send out notices and carry on such correspondence as does not properly belong to other officers or committees; be responsible for sending out greeting cards as directed by the President or Board designee;
 - (2) Report correspondence to the Board and membership
 - (3) Serve as chair of the Public Awareness Committee
 - (4) Retrieve mail and email from Club mailboxes and distribute as needed

- e. The **Treasurer** shall:
 - (1) Receive all funds of the club and deposit them in the financial institutions

authorized by the Board;

- (2) Sign all checks;
- (3) Make remittances required by Federation Bylaws and standing procedures;
- (4) Send a notice to any member who has not met any financial obligation; will inform Membership Director of any member who has not met their financial obligations, and send a notice to the member as directed by the Board.
- (5) Pay authorized bills; and
- (6) Serve as chair of the Fundraising Committee.
- (7) Be bonded, if required, by the Board.

f. The **Membership Director** shall:

- (1) Be a member of the Board and attend Club and Board meetings.
- (2) Be familiar with club membership requirements.
- (3) Will complete all paperwork for new members, collect the appropriate dues, and work with Treasurer to ensure payment in the proper amount is sent to Headquarters.
- (4) Encourage members to participate in Club meetings and activities
- (5) Schedule and conduct new membership drives if/when appropriate.
- (6) Conduct New Member Orientations as needed (minimum of two per year).
- (7) Work with the club President insuring membership inductions are conducted in a timely fashion; that the membership binders include the latest membership roster, Club Bylaws and Procedures, Club Guide, committee assignments and Soroptimist pin and pledge.
- (8) Work with the Treasurer to ensure members are meeting their financial obligations in a timely manner; informing the Board of any non-payment problems; and recommending to the Board what action should be taken.
- (9) Serve as chair of the Membership Committee.

g. The **Directors** shall have such duties and powers as arise from membership on the Board of Directors or as assigned by the President or the Board.

h. The two **Delegates** chosen for representation to District II Workshops and the Region Spring Conference shall:

- (1) Shall be members of the Board
- (2) Review the information to be voted on and the Call/Invitation with the club prior to the meeting
- (3) Attend the full meeting at the expense of the club
- (4) And report the results at club meetings

ARTICLE V

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SIOC Bylaws

Nov 2011

Nominations and Elections

Section 1. Nominating Committee.

a. A nominating committee of three members in good standing shall be formed at least two months prior to the scheduled election meeting as follows:

- (1) The president shall appoint the Chairperson;
- (2) The Board shall elect a second member; and
- (3) The club shall elect a third member.

Only one member of the committee may be a member of the Board of Directors.

- b. The committee shall invite each member to suggest names for consideration.
- c. The committee shall nominate one or more candidates for each office, director, regional delegate and alternate to be elected.
- d. The consent of the nominee must be obtained before the name is placed in nomination.
- e. The report of the nominating committee shall be read to the club at least one month prior to the scheduled election meeting.

Section 2. Election

- a. The election shall be held at the business meeting in April or May. The report of the nominating committee shall be read again at this meeting and additional nominations may be made from the floor.
- b. Elections shall be by private ballot for any office for which there is more than one nominee.

ARTICLE VI Meetings

Section 1. Regular meetings. The regular meetings of this club shall be held at 12:00 P.M. on the 1st, 3rd and 4th Friday of each month except July and December. The 1st and 4th Friday meetings shall be Program meetings. The Club, except where it delegates the responsibility to the Board, shall determine the place of regular meetings of this club.

Section 2. Business meetings. The meeting on the 3rd Friday of each month shall be a business meeting.

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

Section 4. Annual meetings. The annual business meeting, in June, shall be for the purpose of

approving the budget, receiving reports of officers, the Board of Directors and committees, and for any other business that may arise. The fiscal year of the club shall be from July 1 to June 30 of each year.

Section 5. Quorum. Those members of the club present at a regular or properly noticed special meeting shall constitute a quorum.

ARTICLE VII **Board of Directors**

Section 1. Composition. The Board of Directors shall consist of the elected officers, and the one-year and two-year directors.

Section 2. Duties. The Board of Directors shall have administrative control over the affairs, funds and property of the club, except that of modifying any action taken by the club. It shall authorize payments from club funds within the budget; act upon resignations, terminations and disciplinary matters; receive reports of committees as may be necessary between business meetings of the club; submit policy recommendations to the club; and perform such other duties as the club, region, federation or these procedures may require.

Section 3. Regular Meetings. Unless otherwise ordered by the club or the Board, regular meetings of the Board shall be held at least once each month at a time and place determined by the Board.

Section 4. Special Meetings. Special meetings of the Board may be called by the President and shall be called upon the written request of at least three members of the Board. The business transacted at any special meeting shall be limited to that mentioned in the call with 24 hours notice, personal, written, telephone or electronic means given each Board member.

Section 5. Quorum. A majority of the Board of Directors shall constitute a quorum.

ARTICLE VIII **Committees**

Section 1. Standing Committees. The Club shall establish those committees necessary to properly conduct its business and meet its obligations. Each member is required to actively participate on at least one committee.

Section 2. Responsibilities.

a. Events, Fundraiser and Service Committees shall be established by the Club on an "as needed" basis.

b. Administrative Committees shall be determined by the Board.

c. Sponsored Organizations. At any time the club sponsors a Venture Club or an “S” Club, committees shall be established to serve as advisors and liaisons between the sponsored organization and the Soroptimist Club.

ARTICLE IX
Dues, Fees and Assessments

Section 1. Fiscal year. The fiscal year shall be July 1st through June 30th.

Section 2. Annual Dues and Fees. Annual dues shall become due on June 30th of each year. Annual dues include: Founders Pennies, club liability insurance, Region and Federation and local dues.

Section 3. Assessments.

- a. The Club is obligated to pay all assessments that are required by Soroptimist International, Soroptimist International of the Americas, and Desert Coast Region per the time and fee schedule sent to the club treasurer for both new and continuing members.
- b. All members, except Life members, will pay a flat fee per year as recommended by the budget committee, which is billed and paid annually. Fee will be based on budgeted annual dues. All members are required to host a Personal Project that nets a minimum of \$50 or contribute \$50. Monies earned from Personal Projects go to the General Fund. Any share of Personal Project funds remaining in the General Fund at year-end will roll over in the following year’s Community Service Fund. All members are required to participate in the Salad Luncheon with requirements determined on an annual basis; Salad Luncheon fines will be charged separately where applicable.
- c. Members will pay for their lunches on a “Pay As You Go” system. The Vice President will be responsible for making luncheon reservations. All members must notify the Vice President as she requests of their plan to attend, or not to attend, a luncheon meeting. Members who have not responded, as well as members who responded that they will attend but do not do so, will be required to pay for that lunch.

ARTICLE X
Parliamentary Authority

The rules contained in 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, Desert Cost Region Bylaws and Procedures, Soroptimist International of the Americas Federation Bylaws

and Procedures or Soroptimist International Constitution.

ARTICLE XI
Amendments

Section 1. Amendment of Club Bylaws. These ByLaws may be amended at any regular business meeting of the club by a two-thirds vote of the voting members, provided notice of the amendment has been given at the previous business meeting.

Section 2. Members may vote on changes in bylaws and/or procedures electronically by submitting their email vote to the Recording Secretary 24 hours prior to the meeting of the club where the vote will take place.

Section 3. Approval. These ByLaws were approved at the business meeting of November 2011 after proper notice and amendment at the business meeting of October 2011.

Signed:

Adele McIntosh

President

Chari Goddard

Recording Secretary