

SPRING HILL TEACHING COMPUTER CLUB, INC.

BY-LAWS

ARTICLE I: NAME The name of the organization shall be Spring Hill Teaching Computer Club, Inc.

ARTICLE II: PURPOSE The purpose of the Spring Hill Teaching Computer Club, Inc. (SHTCC) is to teach the members the use of computers, application programs (software) and related equipment (hardware). The Club is organized and shall be operated exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. No part of the net earnings shall inure to the benefit of any private individual.

ARTICLE III: MEMBERSHIP Section 1: Membership shall be open to all, regardless of race, creed, or color.

Section 2: The Board of Directors shall set and determine membership dues, fees and donations as appropriate. There shall be no refund of dues.

Section 3: A SPRING HILL TEACHING COMPUTER

CLUB, INC. identification badge shall be issued to each member and shall be worn at all meetings or classes of the club.

Section 4: A copy of the SHTCC By-Laws shall be presented to each new member upon joining the Club.

Section 5: A member may be suspended or expelled from the club for non-payment of dues or conduct detrimental to the club by majority vote of the Board of Directors present and approval by a majority rule of the membership present at a regular General Club Meeting.

Section 6: A person must be a Club member to attend Club classes and activities, unless the person is an invited guest, prospective member, or attending a General Club Meeting.

ARTICLE IV: MEETINGS Section 1: A General Club Meeting shall be held on the first Wednesday of each month unless changed by the Board of Directors.

Section 2: The Board of Directors may, at its discretion, establish fees or donations for attendance at classes and other Club activities.

Section 3: Members may bring house guests who are vacationing from out of town to meetings and to classes as a privilege. The member is responsible for signing in the guest and any required donations.

Section 4: Election of Officers and Directors shall be held on the General Club Meeting night in April of each year. During the January General Club Meeting, the president shall select a "Nominating Committee" to consist of three non-board members. The Nominating Committee will seek volunteers for any office to be filled. It will present the list to the Board by the end of February for presentation at the March General Club Meeting. Nominations from the membership for all board positions will be accepted at the March general meeting. Nominations will be closed at the adjournment of the March General Club Meeting. A sample ballot will be included with the April newsletter.

ARTICLE V: BOARD OF DIRECTORS Section 1: The Board of Directors serve as an honor and a privilege by the faith placed in them by vote of the membership. No Director or Officer shall receive any salary or other compensation, except this shall not preclude any director or officer from receiving compensation for authorized out of pocket expenses

Section 2: The Board of Directors shall consist of the President, Vice President, Treasurer and three (3) other members. They shall be members in good standing and elected by the membership at the annual meeting each April to serve, commencing the first day of May of that year as follows: The President, Secretary, and two (2) Board members to be elected in the odd numbered years to serve for a term of two (2) years. The Vice President, Treasurer and one (1) Board member to be elected in the even numbered years for a term of two years. The immediate Past President will remain a non-voting member.

Section 3: The Board of Directors shall hold their meeting each month prior to the General Club Meeting (or at a different time or place provided the membership is notified of the change) and any member is welcome to attend. Guidelines suggested by Robert's Rules of Order concerning standard accepted meeting protocol shall be followed. This includes Secretary's Report, Treasurer's Report, Committee Reports, Old Business, New Business, etc.

Section 4: Any Director may be removed for just cause by a ballot vote of the members present at a general membership meeting called specifically for that purpose. The Board must present the grievance in writing to the director involved who shall then be given the opportunity to defend him/herself before the membership at that special meeting.

Section 5: Any vacancy occurring on the Board may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office

Section 6: The Board of Directors shall present for approval by a majority of the membership at the monthly meeting, all expenditures over five hundred dollars (\$500). The Board shall not incur indebtedness on behalf of SHTCC.

Section 7: The President shall be responsible for appointing an auditor, who is not a member of the Board, to conduct an independent audit annually. The Auditor shall prepare a written report to the Board no later than July 1st of each year.

ARTICLE VI: OFFICERS Section 1: The President shall preside at all General Club Meetings and of the Board of Directors. The President and the Vice President shall be ex officio members of all committees. The president shall appoint members to committees created by the Board of Directors.

Section 2: The Vice President shall preside at all General Club Meetings and of the Board of Directors in the absence of the president. The Vice President shall maintain written records of all assets (including those assigned or lent to any club member for teaching purposes) of the Club. They will be available for examination by any member upon request to the Vice President.

Section 3: The Secretary shall maintain in written form, the minutes of the General Club Meetings and the Board of Directors meetings. The Secretary shall post the minutes of the Board meeting on the bulletin board following their approval.

Section 4: The Treasurer shall maintain a checking account in the name of Spring Hill Teaching Computer Club, Inc. in a bank designated by the Board of Directors. The Treasurer shall issue checks necessary to conduct organizational business. Two signatures (the treasurer and one other officer) are required to obligate club funds. In no case shall such obligation arise from the joint signatures of two persons residing in the same household. The Treasurer shall make a report to the membership at the monthly meeting.

Section 5: The Membership Director shall be responsible for maintaining a database of members for all mailings required.

ARTICLE VII: DISSOLUTION Section 1: Intent to dissolve the club must be announced in the P C Keyboard newsletter for two (2) consecutive months concurrently with two (2) general meetings. Such announcement shall come from the Board of Directors. A vote to dissolve the Club shall be at a special meeting called for that purpose. A two-thirds (2/3) majority of the membership present at the special meeting is required for approval.

Section 2: In the event of dissolution of the club, all bills shall be paid and all equipment that has been loaned to the club shall be returned to the proper owner. Approval of the disposal of remaining assets shall be by majority vote of the membership at that special meeting.

ARTICLE VIII: AMENDMENT OF BY LAWS Section 1: The bylaws may be amended at any time by the submission of an amendment in writing to the Board of Directors. If approved by the Board, the proposed amendment shall be published in the next issue of the PC Keyboard newsletter. One month after publication, at the next membership meeting, the proposed amendment will be presented for a vote with the majority of the vote of those present at the meeting needed to ratify.

Section 2: The Board can also propose amendments by following the procedure in Section 1. Section 3: The by-laws may be amended by petition of 25% of the membership. Any such proposed amendment must be presented to the membership and follow the normal approval process stated in Section 1.

ARTICLE IX: PARLIAMENTARY RULES

Section 1. Roberts Rules of Order shall be the guide of parliamentary procedure used by this organization.

Section 2: The Board of Directors is the sole interpreter of the By-Laws. All decisions of the board are final. Any disputes must be written out and submitted to the board for a decision