

Computer Club of Trailer Estates
By-Laws

ARTICLE I: NAME

The name of this membership club shall be the Computer Club of Trailer Estates.

ARTICLE II: PURPOSE

The purpose of the Computer Club of Trailer Estates Computer (“Club”) is to enhance the computer capabilities/skills and communication opportunities of owners and residents of Trailer Estates using computer and related technology, such as smart phones and smart televisions.

ARTICLE III: FORM OF CLUB

The Computer Club of Trailer Estates is formed as a non-profit organization under 501(c) 7, Social Club.

ARTICLE IV: FISCAL YEAR. The Club fiscal year shall be January 1 – December 31st.

ARTICLE V: MEETINGS

Section 1: REGULAR MEETINGS

- a. **December – April:** The regular monthly meeting of the Club shall be held at a time and location as meeting space is available at Trailer Estates. Meetings may be held at other locations as determined, on a case by case basis, by the Executive Board.
- b. **May - November:** There is no regular monthly meeting. All Club business from May through November shall be conducted by the Executive Board.

Section 2: SPECIAL MEETINGS: May be called by the President or by 2 Officers of the Board.

Notice of special meetings shall be sent to the membership, in good standing*, at least 10 days prior to the meeting via email. The Agenda for the meeting shall be announced and method of meeting to be held. Special meetings may only discuss and act on the published agenda. Special meetings may be held using technology such as meetings-to-go, Skype, etc.

Section 3: EXECUTIVE BOARD MEETINGS:

- a. December – April: Executive Board meetings may be scheduled, as decided by the Executive Board members. Notices of the meetings shall be provided to the membership using technology.
- b. May – November: The Executive Board meeting shall be held no less than three times during May - November, as determined by the President of the Board, and in coordination with other board members. Meetings and shall be scheduled at a time, date and method as determined by the President in coordination with other board members.

Section 4: METHOD OF MEETINGS HELD:

- a. At the April regular meeting, the meeting schedule shall be announced for the next year. Changes during the meeting year may be made, based on activities of the Club.
- b. All meetings may be held using technology, such as webinar, freeconferencecall.com, etc., to facilitate the out-of-area attendees. At each meeting, the location and method of the next meeting shall be announced and provided to all members using technology.
- c. Attendance to the regular meetings (December – April) is preferred to be in person.
- d. Meetings shall be conducted following Roberts Rules of Order, Newly Revised (and as changed). The Club shall be authorized to purchase an online version or hard copy for the Executive Board (one not both).
- e. Floor discussions shall be limited to three minutes per individual per subject. Additional time may be granted by the meeting chair, as deemed necessary for discussion. All discussions shall be respectful and held to the task at discussion.

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Section 5: ATTENDANCE: Attendance is defined as physical presence, video conference, conference call, Skype or virtual attendance. During the “season” (December – April) the preferred method of attendance is in person. Costs related to video conference, conference call, skype or virtual attendance shall not be charged to the Club unless approved, in advance, by the Executive Board and funds are available.

Section 6: AGENDA:

- a. An agenda shall be prepared by the Executive Board no later than one week prior to the scheduled meeting.
- b. The agenda, minutes and other related information shall be made available to membership via email as well as posted on the TE bulletin board and other appropriate websites, as available and prior to scheduled meeting.
- c. Regular agendas may be modified, as discussed and approved by those in attendance.
- d. Special meeting agenda shall be prepared and distributed in accordance with Article IV, Section 2. The responsibility for the agenda shall be the caller of the special meeting.

ARTICLE VI: QUORUM

- a. Regular meeting: A quorum shall consist of two elected officers and three Club Members in good standing. Elected officers present beyond required 2 for a quorum may be counted as a club member for a quorum.
- b. Executive Board meetings: Minimum of 2 elected officers and one Member-At-Large in good standing.
- c. Special Meetings: A quorum shall consist of two elected Officers and five Club members in good standing.
- d. Officers and members participating via technology shall be counted to determine a quorum.

ARTICLE VII: MEMBERSHIP

Section 1: Membership is *open only* to TE property owners and residents.

Section 2: New membership must complete a Club membership form.

Section 3: Renewing member must review and update their Club membership form or complete a new form.

Section 4: Membership expires on December 31st.

ARTICLE VIII: DUES

Section 1: The initial dues rate shall be \$5 effective January 2019. Membership dues rate for the new year shall be approved on an annual basis by membership in good standing, at the April meeting. The dues rate goes into effect January. See Standing Rules for current membership dues rate.

Section 2: Dues are payable to the Computer Club and sent/given to the Club Treasurer. Dues are considered delinquent December 31st. Once membership is delinquent, member is no longer in good standing and can no longer vote. Dues must be paid in advance of a meeting.

Section 3: New members’ dues for the current year must accompany the application.

Section 4: Dues shall not be prorated.

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ARTICLE IX: OFFICERS

Section 1: The elected officers of the Club shall be President, Vice President, Secretary and Treasurer.

Section 2: No member shall hold more than one elected office at a time.

Section 3: Officers term of office shall be for two years and staggered terms to provide for continuity of the Club.

- President & Secretary: Elected in Odd numbered years
- Vice President & Treasurer: Elected in Even numbered years
- To allow to get on a rotating schedule, the terms of office for initial elections held in December 2018, shall be: President & Secretary – 2019 & 2020. Election will be held in 2021. Vice President and Treasurer – 2019. Election will be held in 2020. Two-year rotation thereafter.

Section 4: Removal of Officers

- Non-attendance to meetings two consecutive months unless excused by the Executive Board.
- Non-performance of duties (see position description).
- Misfeasance and/or malfeasance in office.

ARTICLE X: VACANCIES

Section 1: In the event of an officer position vacancy, the vacancy shall be filled in the following manner:

- President vacancy: automatically filled by the Vice President to fill the term of office.
- Vacancies in the Vice President, Secretary or Treasurer positions is filled by an appointment of the Executive Board to complete the remaining term of office.
- In instances of inability to fill the current vacant position, the Executive Board has the authority to appoint a member in good standing to fill the term of office.

ARTICLE XI: EXECUTIVE BOARD

Section 1: The Executive Board shall be comprised of the elected officers, 2 Members at Large and the immediate Past President, in good standing, with voting privileges. Board meetings are open to all membership, without voting privileges. Non-member guests may be invited. Others wanting to attend the board meeting shall advise the Secretary no less than 48 hours in advance of the meeting.

Section 2: DUTIES: The Executive Board shall have general supervision of the affairs of the Club between its regular meetings, fix the hour and place of special meetings, make recommendations to the Club, approve all expenditures and shall perform such other duties as are specified in these by-laws. The Board shall be subject to the orders of the Club, and none of its acts shall conflict with action taken by the Club.

ARTICLE XII: ELECTIONS

Section 1: The election of Officers shall be conducted in March and take office in April. EXCEPTION: The first year (2019) shall not hold an election in March. Election shall be made in January 2019.

Section 2: In December, the President, in coordination with other board members, shall appoint a 3-

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member Ad Hoc Nominating Committee and shall designate one of the members as Chairman.

Section 3: DUTIES: It shall be the duty of this Ad Hoc Committee to provide a slate of candidates for office at the January meeting.

Section 4: NOMINATIONS – In addition to the slate of candidates provided by the Committee, additional nominations from the floor shall be accepted during the January and February meetings. All nominations must have the agreement of the nominee. Nominations of a person not in attendance must be accompanied by a written (letter, email, text) acceptance of the nomination letter and submitted to the Secretary or President of the Board in advance of the meeting. Proxies are not allowed. Exception: Election held in December 2018 shall accept nominations from the floor.

Section 5: The officers shall be elected by ballot. Election by acclamation (voice vote) is allowed only if there is an uncontested candidate for an elected position. If the full slate is uncontested, all positions may be elected by voice vote.

Section 6: Officers term of office shall be staggered terms to provide for continuity of the Club.

- President & Secretary: Elected in Odd numbered years
- Vice President & Treasurer: Elected in Even numbered years

Section 7: New Officers shall assume their term of office on April 1st.

ARTICLE XIII: COMMITTEES

Section 1: There are two forms of committees: Standing and Ad Hoc.

Section 2: Standing Committees shall include Public Relations/Marketing and Training.

Section 3: Standing committees are ongoing committees and shall consist of no less than five (5) members, one of whom is appointed Chair of the Committee by the Executive Board.

Section 4: Ad Hoc Committees shall include Nominations and Auditing.

Section 5: Ad Hoc committees are temporary committees designed to accomplish a specific task(s) of the Club. Ad Hoc Committees shall consist of three (3) members, one of whom is appointed Chair of the Committee by the Executive Board.

Section 6: Other Standing and Ad Hoc Committees may be created by the Executive Board to accomplish tasks of the Club. See Standing Rules for addition of Standing or Ad Hoc Committees.

Section 7: Purpose of Standing Committees:

- a. Training Committee: Shall arrange for training for Club members, as able, in computer operations used in Club activities.
- b. Due to liability concerns, no individual training shall be provided to any TE resident or tenant who is not a Computer Club member.
- c. Anyone receiving benefit of club member computer skills shall become a member of the Club in advance of receiving the assistance.
- d. All residents and tenants (club members and non-members) of Trailer Estates shall be welcome to attend all group trainings conducted or sanctioned by the Computer Club of Trailer Estates.
- e. Public Relations/Marketing Committee: Shall publicize activities of the Club throughout TE, website, Facebook, etc. Public Relations/Marketing shall provide information about the Computer Club, training opportunities and other information for Channel xxxx.

Section 8: Committees shall consist of a Chairperson, selected by committee members and ratified

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by the Executive Board.

Section 9: An Auditing Committee shall be appointed by the Executive Board at the Club's December meeting, whose duty it shall be to audit the Treasurer's records and all other Club records. At the February meeting the Committee shall submit a written report to the Executive Board who will review it with the Club members before the new officers are installed.

Section 10: Special interest committees may be organized to provide members the ability to participate in the fields of their interest. These committees shall follow the process above.

ARTICLE XIV: BY-LAW REVISIONS

Section 1: Updates to the By-Laws may be recommended during a regular scheduled meeting or by email to the Secretary of the Board at any time by any member in good standing.

Section 2: Recommended changes shall be sent to the Executive Board for review and recommendation to the membership. Such recommendations shall be an agenda item for review by membership.

Section 3: With the exception of the initial formation of bylaws (Dec 2018), Executive Board shall present the recommendation(s) to the membership for review one month and for vote the next month. These recommendations shall be an agenda item.

Section 4: Changes shall be adopted with a majority vote of those in attendance to that regular scheduled meeting.

Section 5: Tabling by-laws review and/or vote shall not be used to delay recommended changes.

Section 6: If necessary, an Ad Hoc By-Laws Review Committee may be formed to review and draft extensive by-law revisions.

ARTICLE XV: DISSOLUTION OF CLUB

Section 1: Equipment: In the case of club dissolution, all material property, such as video and computer equipment and related items, shall be turned over to Trailer Estates in accordance with the agreement with TE.

Section 2: Bank account: Upon announcement of dissolution, no new memberships shall be accepted. Club members may choose an option to distribute the funds, such as to donate to another non-profit organization within or outside of Trailer Estates or to purchase an item that would benefit the residents of Trailer Estates. Due to its IRS status (501(c) 7, no funds may be distributed to benefit individual members of the club.

ARTICLE XVI: ORDER OF BUSINESS

Section 1: The following order of business is a recommendation for Club meetings.

1. Call to Order
2. Roll call of Officers
3. Review of agenda, changes made, as needed
4. Approval of Minutes (date of meeting minutes)
5. Treasurer's Report
6. Committee Reports
7. Old Business
8. New Business
9. Updates/Comments

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- 10. Adjournment
- 11. Guests/Training Sessions (perhaps changed to beginning of meeting)
- 12. Special Interest Groups

Section 2: No business shall be brought before the Club not pertaining to the Club's objectives.

Section 3: The Secretary shall bring to all Club meetings a copy of Robert's Rules of Order, Revised.

ARTICLE XVII: STANDING RULES

Standing rules are procedural and operational in nature. These rules are voted on by membership and may be incorporated into revisions of club bylaws, as needed. Standing rules become part of the bylaws and official club documents.

Recommended By-Laws distributed to membership via email on 11/29/18 and adopted at a regular meeting on December 7, 2019.

Discussed and Approved by membership: Approved: Ayes: 9 No: 0

Signature: *D Deerwester* 12/7/18
Print Name: Dottie Deerwester, President Date

Signature: Signed copy on file 12/7/18
Print Name: Karen Harker, Secretary Date

Definitions: Good standing: Membership is paid and current for the membership year.