

BYLAWS

Sequim PC Users Group (SPCUG)

Sequim, WASHINGTON

Revised 11/2022

Approved 1/2023

PURPOSE

- To promote the understanding and use of personal computers.
- To disseminate information about developments in the field of computers and the application of technology to business, education and the home.
- To enhance interchange of knowledge and skills among users.
- To distribute computer hardware and provide training to individuals and/or organizations that have identified computer needs without the resources to meet their requirements.

ARTICLE I - MEMBERSHIP AND DEFINITIONS

Section 1.1: Definitions

“SPCUG” refers to the Sequim PC Users Group.

“SPCUG Board” and “the Board” refer to SPCUG’s board of Directors.

“Chair” refers to the chairperson of a SPCUG Board meeting or committee meeting.

“Membership Quorum” refers to a minimum of 20 percent of SPCUG’s membership in good standing present at a scheduled general membership meeting or a special membership meeting.

“Email” refers to written messages distributed by electronic means. “Fiscal year” is the calendar year, January through

December.

Page 1

Section 1.2: Any person, family, firm or business having an interest in SPCUG's Purpose, upon acceptance by the Board and payment of the required dues, qualifies for SPCUG membership and has one (1) vote.

Section 1.3: If a business changes ownership, SPCUG membership may be transferred to the new owner(s) upon approval by the Board.

Section 1.4: Only SPCUG members whose dues are not overdue by more than 60 days may vote. SPCUG membership may be terminated for nonpayment of dues following a sixty day (60) day grace period after dues are delinquent.

Section 1.5: Lifetime membership in SPCUG, with voting rights and no dues, may be granted to a worthy member by the Board.

Section 1.6: Honorary memberships in SPCUG with no dues may be granted to a worthy person by the Board. Honorary membership does not include voting rights.

Section 1.7: Any member may resign from SPCUG by giving written notice to the Board.

Section 1.8: Any member may be expelled by a two-thirds (2/3) vote of the Board and a two-thirds (2/3) vote of the members (assuming a Membership Quorum is present) at the next general meeting after the Board meeting, for conduct contrary to the Purpose of SPCUG, provided that the member shall be given a ten (10) day written notice and the opportunity to be heard by the Board and membership.

ARTICLE II - DUES

Section 2.1: Dues shall be set annually on recommendation of the Board and approval by 60 percent of the members present at a scheduled general membership meeting. All members must be notified of the recommended dues at least seven (7) days before the

meeting.

Section 2.2: Dues shall become due and payable January 1 for the fiscal year.

Page 2

Section 2.3: Any new member joining in the last quarter of the year shall have their dues applied to the following year.

Section 2.4: Dues shall be used by the Board to fund expenditures.

ARTICLE III - GENERAL MEETINGS

Section 3.1: SPCUG general membership meetings shall be scheduled by the Board.

Section 3.2: Special membership meetings of SPCUG may be called by the Board, or by a written petition of five (5) members in good standing delivered to the President. Members shall be notified seven (7) days before the special meeting date.

ARTICLE IV - BOARD OF DIRECTORS

Section 4.1: The Board shall direct the business of SPCUG and is responsible for determining the policy and procedures of SPCUG in accordance with the Bylaws.

Section 4.2: The Board shall consist of four (4) Officers and two (2) Directors appointed by the Officers plus an available past president who has served a twelve (12) month term. All shall have voting rights.

The President shall serve as Chair of the Board, prepare the Board meeting agenda, and preside at Board meetings.

Section 4.3: The Board shall meet quarterly at a time and place fixed by the Board. Additional special Board meetings may be convened by the President, or by three (3) or more Board members. A special

Board meeting may be convened only for a specific purpose, and only the specified purpose shall be considered for business at this meeting. All Board meetings shall be open to any member of SPCUG in good standing.

Page 3

Section 4.4: If a Board member fails to attend three (3) Board meetings in one fiscal year without prior notice and without a reason acceptable to a majority of the Board, the Board may request his/her resignation. If that member does not submit a written resignation, his/her Board membership may be declared vacant by a two-thirds (2/3) vote of the Board.

Section 4.5: If a Board vacancy occurs, the expired term shall be filled by an appointment by the majority of the Board. The appointee shall serve as a Board member until the next scheduled Board election.

Section 4.6: A majority of the Board members shall constitute a quorum for business to be conducted at a Board meeting.

ARTICLE V – OFFICERS / DIRECTORS

Section 5.1: President— Shall preside at all membership meetings, appoint committee Chairs, and have general supervision of SPCUG.

Section 5.2: Vice President— Shall preside in the absence of the President, assume the President's duties if the President is unavailable and other duties assigned by the President.

Section 5.3: Secretary— Shall have custody of the non-financial documents of SPCUG. All records and documents shall be transmitted to the successor. The Secretary shall keep an accurate record of all meetings and the minutes thereof. The Secretary shall have charge of all correspondence.

Section 5.4: Treasurer — The Treasurer is responsible for the collection of annual dues and the maintenance of the paid membership roster. The Treasurer shall receive and disburse funds, keep accurate records of all transactions using conventional bookkeeping methods. The Treasurer shall report the financial condition of SPCUG quarterly to the members at a scheduled business meeting. The Treasurer shall be Chair of the Finance Committee, if constituted.

Page 4

ARTICLE VI - COMMITTEES

Section 6.1: Except as noted in the Bylaws, the Board may establish or disestablish committees as the Board and/or the membership deem necessary to advance and protect the interests of SPCUG membership.

All committee meetings shall be open to any member of SPCUG in good standing. However, only those members officially on the committee shall be able to vote on the issues being addressed by the committee.

Section 6.2: All committees shall be composed of SPCUG members in good standing. The President shall appoint the Chair of a committee, except where noted in the Bylaws, and the Chair shall appoint the committee members, except where noted in the Bylaws.

Section 6.3: The following standing committees are established under the Bylaws:

A. Nominating — Shall provide a slate of candidates for each Board position and shall present this slate, with at least seven (7) days written notice to all members, for voting by the membership in December at the last meeting of each fiscal year.

The Nominating Committee shall consist of the last available past president who has served a twelve (12) month term, who shall act as Chair, and two members appointed by the President.

B. Finance — The committee Chair is the Treasurer.

C. Audit — Shall perform an audit of the records and books presented by the Treasurer in December of each fiscal year, or during the month prior to a new Treasurer taking office. A report of this audit shall be presented to the Board upon completion, and to the membership at the first open business meeting following the month in which the audit is performed.

D. Bylaws Revision — Shall review the Bylaws annually in September of each fiscal year and recommend any revisions to the Board and to the membership.

Page 5

ARTICLE VII - ELECTIONS

Section 7.1: Elections will be held each December at the last scheduled general membership meeting of the year from the slate of candidates submitted by the Nominating Committee. SPCUG members in good standing may vote in person at this meeting. Newly elected officers assume office at the first meeting in January.

Section 7.2: The following limits shall apply to Board members:

President — May serve unlimited consecutive 12-month term. **Vice**

President — May serve unlimited consecutive 12-month terms.

Secretary — May serve unlimited consecutive 12-month terms.

Treasurer — May serve unlimited consecutive 12-month terms.

Directors — May serve unlimited consecutive 12-month terms.

ARTICLE VIII - PARLIAMENTARY PROCEDURES

Section 8.1: *Robert's Rules of Order (Newly Revised 12th Edition)* shall be the final authority on parliamentary procedures at all SPCUG meetings in areas where they do not conflict with procedures in the Bylaws.

ARTICLE IX - DISSOLUTION

Section 9.1: On dissolution of SPCUG, any funds remaining after all financial obligations are satisfied shall be distributed to one or more organized and qualified charitable organizations selected by the Board at the time of dissolution.

Page 6

ARTICLE X - AMENDMENTS TO THE BYLAWS

Section 10.1: A Bylaws Revision Committee shall present any proposed amendment(s) in writing to all members by email at least seven (7) days in advance, and at a general membership meeting prior to the meeting at which the amendment(s) will be voted on.

Suggested amendments shall be presented in writing to the Bylaws Revision Committee by any member in good standing.

The Bylaws may be amended at any scheduled general membership meeting, provided a Membership Quorum is present and by a two thirds (2/3) approval vote of the members at the meeting.

