

SOROPTIMIST INTERNATIONAL OF FORT COLLINS,
COLORADO
CLUB BYLAWS

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SOROPTIMIST INTERNATIONAL OF FORT COLLINS,
COLORADO
DISTRICT IV, ROCKY MOUNTAIN REGION
SOROPTIMIST INTERNATIONAL OF THE AMERICAS

CLUB BYLAWS

The Club Bylaws for Soroptimist International of Fort Collins, Colorado, are a supplement to the Soroptimist International (SI) Constitution; the Soroptimist International of the Americas, Inc. (SIA) Federation Bylaws and Procedures; and the Rocky Mountain Region Bylaws and Procedures. The Club Number, as designated by SIA, is 108011.

ARTICLE I
NAME AND TERRITORIAL LIMITS

Section 1.01 - Name

The name of this club shall be Soroptimist International of Fort Collins, Colorado.

Section 1.02 - Territorial Limits of Club

The territorial limits of this club shall be the territorial limits of Rocky Mountain Region, Soroptimist International of the Americas.

Section 1.03 - Territorial Limits of Rocky Mountain Region

The territorial limits of this Region shall include Colorado; Idaho south of the Washington state line or 46 degrees latitude; Utah; Wyoming; the counties of Sioux, Dawes, Sheridan, Scotts Bluff, Morrill, Garden, Banner, Kimball, Box Butte, Cheyenne and Deuel in Nebraska; and Malheur County in Oregon.

ARTICLE II
OBJECTS

Section 2.01 - Objects of Club

- a) Promote the advancement of women through volunteer service to the community,
- b) Serve as a global voice on issues of importance to women, and
- c) Engage in any other lawful activities that further the exempt purpose of the club.

Section 2.02 - Internal Revenue Service Group Exemption

Soroptimist International of Fort Collins (SIFC) is included in the Soroptimist International of the Americas (SIA) Internal Revenue Service

Group Exemption under Section 501(c)(3) of the U.S.A. Internal Revenue Tax Code. The Club Group Exemption Number is 3899.

Section 2.03 - Exemption under Sections 107 and 501, I.R.S. Code

"No part of the net earnings of any Club shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that each Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Except as otherwise provided by Section 501(h) of the Code, no substantial part of the activities of any Club shall consist of carrying on propaganda, or otherwise attempting, to influence legislation. No Club shall participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these articles, no Club shall carry on any activities not permitted to be carried on

- a) by an organization exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or
- b) by an organization contributions to which are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(2) of the Code."

ARTICLE III
MEMBERS

Section 3.01 - Definition of Membership

The definition of membership shall be as stated in Article V Club Membership, Section 5.01 of the SIA Bylaws.

- a) Regular members are those who are actively working in a profession, business, or occupation in an executive or management capacity, or its equivalent. Each regular member who is actively engaged in a profession, business, or occupation shall be "classified." The classification code shall be assigned based upon the principal and recognized activity of the firm, company, governmental entity, or institution with which the member is connected.
- b) Retired/unemployed members are those who are retired from active employment or temporarily out of work. No classification code is required.
- c) Embarking members are those who are in a course of study for, or beginning a career in, a profession, business, or occupation. No classification code is required.

- d) Life members. Those members who met the definitions of the "active life" or "retired life" types of membership as described in the 1999 bylaws and who were designated Life Members by the Federation prior to July 1, 2001, shall, if they choose, retain this type of membership for their lifetime.

Section 3.02 - Additional Qualifications for Membership

- a) A member must live or work within the territorial limits of the club.
- b) Membership is by invitation only.

Section 3.03 - Admission to Membership

- a) Any member may propose for membership in this club an individual eligible as defined in Article III, Sections 3.01 and 3.02 of these Bylaws.
- b) The eligible proposed member shall be invited to attend a meeting or event of the club.
- c) The Membership Committee shall obtain information regarding the proposed member for the purpose of contact and invitation to membership.
- d) The Committee shall verify eligibility and determine membership classification.
- e) Invitation to membership shall remain open until terminated by the Committee.
- f) The new member shall be enrolled upon acceptance of the invitation to membership, payment of all fees and dues, and transmittal of Federation new member fees and Form 5008 to Federation headquarters.
- g) Membership shall cease when a member presents a written request for resignation to the club or for non-payment of annual dues.

Section 3.04 - Membership Privileges

- a) All members whose participation meets the requirements set by the Club Bylaws may speak, make motions, and vote. Clubs shall not require attendance at meetings as a condition of retaining membership in the club.
- b) Any member in good standing, regardless of membership type, may serve as a delegate or alternate to federation convention or region conference.
- c) Only a Regular Member in good standing may be elected to, or retain office in, the Federation or Region or serve as a member of the Federation or Region Board.
- d) Only a Member in good standing may be eligible to serve as Club President or Club President-elect.
- e) Regular, Retired/Unemployed, Embarking or Life Members may hold office in the local club.

ARTICLE IV
OFFICERS AND BOARD OF DIRECTORS

Section 4.01 - Elected Officers

The elected officers of the Board of Directors of this club shall consist of President, President-elect, Vice President, Secretary or Secretaries as determined by the Nominating Committee and Board, Treasurer, and one or two Directors as determined by the Nominating Committee and Board.

Section 4.02 - Parliamentarian

The President may appoint a Parliamentarian to serve a 1-year term.

Section 4.03 - Eligibility for Office

Members as defined in Article III, Section 3.01 of these Bylaws shall be eligible to hold the offices of President, President-elect, Vice President, Secretary, Treasurer or Director.

Section 4.04 - Term of Office

Elected officers of the Board shall be elected for one-year terms, beginning July 1, or until their successors are elected.

Section 4.05 - Removal from Office

Any member of the Board may be removed from office when the Board judges that the best interests of the club will be served. Removal shall occur upon a two-thirds (2/3) vote of the Board, exclusive of the person being removed, following an opportunity for that Board member to be heard at a meeting of the Board.

Section 4.06 - Vacancy in Office

In the event of a vacancy in the office of President, the President-elect shall become the President. Other vacancies shall be filled in the following manner: The Board shall act as the Nominating Committee and shall report at the next business meeting. Nominations may be made from the floor, and the club shall elect.

Section 4.07 - Duties of the President

- a) Acquire a working knowledge of Soroptimist
- b) If desired, select a theme for the club year
- c) Represent the club in the community
- d) Represent the club at the District III/IV Meeting
- e) Plan agendas for club, program and board meetings
- f) Call special meetings in accordance with Club Bylaws
- g) Preside at the meetings of the club
- h) Be an authorized signatory for club checks and financial accounts, including the Boland Fund
- i) Appoint an assistant Treasurer, if desired, to work with the club Treasurer

- j) Appoint standing and special committees
- k) Serve as ex-officio member of all committees, except the Nominating Committee
- l) Arrange for revision of Club Bylaws and Club Procedures when necessary
- m) Pick up mail from the post office in a timely manner. Unless specifically required, all mail shall go to the club post office box.
- n) Promptly handle all correspondence and mailings
- o) Respond to requests from region and federation in a timely manner
- p) Work with the President-elect in filling out the RMR Club Goals form and in completing ballots, and other submittals to SI, SIA or RMR
- q) Carry on the business of the club as directed or needed
- r) Serve as one of three delegates to region conference ... In the event the President cannot serve as delegate, the club shall elect an eligible member to fill the vacancy.

Section 4.08 - Duties of the President-elect

- a) Coordinate the Technical (operational) committees
- b) Become familiar with all phases of Soroptimist
- c) Work under and in cooperation with the President
- d) Work with the President in filling out the RMR Club Goals form and in completing ballots, and other submittals to SI, SIA or RMR
- e) Prepare for assuming the presidency
- f) In the absence of the President, preside at business, program and/or board meetings
- g) Be an authorized signatory for club checks and financial accounts, including the Boland Fund
- h) Prepare an annual budget with the Treasurer and Finance Committee to be reviewed and approved by the club
- i) Serve as one of three delegates to region conference ... In the event the President-elect cannot serve as delegate, the club shall elect an eligible member to fill the vacancy.
- j) In the year of the SIA federation convention, the newly-installed president shall serve as the club delegate to convention. In the event she cannot serve as delegate, the club shall elect an eligible member to fill the vacancy.

Section 4.09 - Duties of the Vice President

- a) Coordinate the Program of Service and Awards committees
- b) Oversee the topics and speakers for program meetings

Section 4.10 - Duties of the Secretary/Secretaries

- a) Keep the minutes of the club business meetings and provide copies to each member of the club
- b) Keep the minutes of the board meetings and provide copies to each member of the board
- c) Maintain a roll of membership with current addresses, telephone nos., e-mail addresses and other information for each member
- d) Provide changes in member information to the Treasurer for submittal of SIA Form 5010 as needed
- e) Submit Board recommendations at the business meetings
- f) Send out notices and correspondence that do not fall under the responsibilities of other Board members or committees

Section 4.11 - Duties of the Treasurer

- a) Receive, record and deposit all funds
- b) Place orders for supplies, including the purchase of a past president's gavel guard when needed
- c) Be an authorized signatory for club checks and financial accounts, including the Boland Fund
- d) Pay bills as authorized, including the post office box fee and club liability premium
- e) Have on file current copies of the SIFC insurance policy and a summary of the SIA liability insurance policy
- f) Furnish financial reports as required by the Board and Club
- g) Work with the Finance Committee to annually provide each member with a copy of the current dues structure
- h) Mail, e-mail or deliver by hand invoices for annual dues to all members prior to May 15 of each year
- i) Pay annual membership dues as required by SIA and Rocky Mountain Region
- j) Re-enroll members when necessary, providing forms and funds to SIA and Rocky Mountain Region
- k) Send notices of financial obligations to members
- l) Immediately following induction, obtain the classification number and new member information from the Membership Committee and submit Form 5008 and new member dues and fees to SIA, with a copy of the form and a check for region dues to the Treasurer of Rocky Mountain Region
- m) Report membership changes on Form 5010 when necessary
- n) Request a transfer from the Boland Fund to the Service Fund for club service projects as recommended by the Board and approved by the club membership.

- o) In February, issue checks to winners of the Women's Opportunity Awards, Violet Richardson Awards, and the Living Her Dream Award and provide IRS Form W-9 to appropriate Award Committee chairs for completion by each winner receiving \$600.00 or more ... An IRS Form 1099 shall be mailed or given to the appropriate award winners prior to the IRS deadline.
- p) In February, send a check in the amount specified in Club Procedures in honor of the club's Ruby Award winner(s) to the SIA Club Giving - Empowering Women to Live Their Dreams. The Club may also authorize a personal gift be given to the honoree, upon vote of the Club.
- q) Report club Board members on Form 200 to Rocky Mountain Region and SIA by the deadline
- r) Prepare an annual budget with the President-elect and Finance Committee to be reviewed and approved by the club
- s) Prepare financial reports for the fiscal year
- t) Prepare and file required tax reports, including IRS appropriate forms

Section 4.12 - Duties of Director(s)

The Director(s) shall assist the President, Board and Club as directed or as stated in the Club Procedures.

Section 4.13 - Authority of the Board

The Board has administrative authority over the affairs, funds, and property of the club, except that of modifying any action taken by the club. Club officers shall perform the duties provided in these Bylaws and such other duties as prescribed for the offices per Club Procedures.

Section 4.14 - Transfer of Club Records

Club files, documents, board and club minutes, and financial records shall be passed to the successor of each officer/board member at the conclusion of the elected term or when a successor has been elected.

ARTICLE V

NOMINATIONS AND ELECTIONS

Section 5.01 - Formation of the Nominating Committee

The Nominating Committee shall be formed as follows: In January, the President shall appoint the chair and the Board shall elect a second member. In February, the club shall elect the third member. Only one member of the Committee may be a member of the current Board.

Section 5.02 - Preparing the Slate of Nominees

- a) The Committee shall invite members to suggest names for consideration. See Article IV, Officers and Board of Directors regarding eligibility for office.

- b) The Committee shall nominate one or more candidates for each office. The consent of a nominee must be obtained before the name is placed in nomination.

Section 5.03 - Report and Election

- a) The report of the Nominating Committee shall be presented to the club at the March business meeting.
- b) The report shall be presented again at the April business meeting. Nominations may be made from the floor, and the club shall elect.
- c) Election shall be by written ballot for any office for which there is more than one nominee.

ARTICLE VI
BOARD MEETINGS

Section 6.01 - Regular Board Meetings

Board Meetings shall be held monthly, August through May. The date, place and time shall be set by the current Board.

Section 6.02 - Special Board Meetings

Special Board meetings may be called by the President and shall be called upon the request of at least three members of the Board. Twenty-four hours' notice (personal, written, e-mail or telephone) shall be given to each Board member for any special meeting.

Section 6.03 - Quorum

The quorum shall be a majority of those in attendance at a regular or special meeting.

ARTICLE VII
CLUB BUSINESS AND PROGRAM MEETINGS

Section 7.01 - Regular Business Meetings, Program Meetings, and Meal Cost

- a) The regular Business Meetings of the club shall be held on the first Tuesday of each month, September through June.
- b) The regular Program Meetings of the club shall be held on the third Tuesday evening of each month, September through June.
- c) The place and time of regular meetings shall be determined by the club.
- d) The meal price for Program Meetings shall be determined by the Board with input from the club membership.

Section 7.02 - Special Club Meetings

Forty-eight hours' notice (personal, written, e-mail or telephone) shall be given to each member for any special meeting.

Section 7.03 - Quorum

Forty percent (40%) of the voting members of the club shall constitute a quorum.

Section 7.04 – Rescheduling Meetings

The date of a program meeting may be changed if recommended by the Club President or Board at a regular business meeting at least 30 days prior to the recommended change. Approval shall be determined by a vote of club members in attendance at the business meeting.

ARTICLE VIII

COMMITTEES AND COMMITTEE RESPONSIBILITIES

Section 8.01 - Club committees shall include:

- a) Bylaws and Procedures
- b) Finance (sub-committee – Financial Review)
- c) Fundraising
- d) Leadership Development
- e) Membership
- f) Nominating
- g) Programs of Service and Awards
- h) Public Awareness
- i) Soroptimist Orientation
- j) Additional committees as appointed by the President (see Club Procedures)

Section 8.02 - Committee Responsibilities

Committee responsibilities shall be as outlined in Club Bylaws, in Club Procedures, or as directed by the Board.

ARTICLE IX

FINANCE, DUES AND FEES

Section 9.01 - Fiscal Year

The fiscal year of the club shall be from July 1 to June 30 of each year.

Section 9.02 – Financial Review of Treasurer's Books

The Treasurer's books shall be reviewed within 45 days of the close of the fiscal year by the Finance/Financial Review Committee.

Section 9.03 - Bonding

Signatories on club financial accounts (President, President-elect and Treasurer) shall each be bonded for \$10,000.

Section 9.04 - Annual club dues and new member dues shall include:

- a) Soroptimist International dues as set by SI

- b) Soroptimist International of the Americas dues, the SIA Best for Women magazine, SIA club liability insurance, and Founders Pennies as set by SIA
- c) Rocky Mountain Region dues as set by RMR
- d) Soroptimist International of Fort Collins dues - \$72.00 annually as set by the club
- e) New member dues shall include the above items and a New Member Fee as set by SIA Federation.

Section 9.05 - Dues Invoice and Payment

- a) The Treasurer shall mail, e-mail or deliver by hand invoices for annual dues to all members prior to May 15 of each year. Dues shall be paid to the Treasurer no later than the third Tuesday of June (Program Meeting).
- b) The Treasurer shall remit member dues to SIA and Rocky Mountain Region prior to July 1. Clubs that have not remitted dues to SIA by August 1 shall also remit a late fee, as set by SIA. Members paying SIA dues after July 1 are subject to a reinstatement fee, as set by SIA, to be paid by the re-enrolled member.

Section 9.06 - Opening or Closing Club Accounts

Club bank or investment accounts shall not be opened or closed without a two-thirds (2/3) vote for approval by the club membership at a regular business meeting or at a special business meeting set per Club Bylaws.

ARTICLE X
PARLIAMENTARY AUTHORITY

Section 10.01 - 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, Rocky Mountain Region Bylaws and Procedures, SIA Bylaws and Procedures, or the Soroptimist International Constitution.

ARTICLE XI
DISSOLUTION

Section 11.01 - Dissolution of Club

"Upon the dissolution of the Club, its governing body shall, after paying or making provisions for the payment of all of the liabilities of the Club, dispose of all the assets of the Club exclusively for the exempt purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary or educational purposes which at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Code, as the Club's governing body shall

determine. Any assets not so distributed shall be distributed by a court of competent jurisdiction of the county in which the Club's principal office is then located exclusively for the Club's exempt purposes. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited. (per Sample Format)

ARTICLE XII
AMENDMENTS TO CLUB BYLAWS

Section 12.01 - Amendment of Soroptimist International of Fort Collins Club Bylaws

- a) These Bylaws may be amended after presentation at a regular business meeting, provided notice of the amendments has been given at the preceding business meeting. If needed, the vote may be by written ballot as outlined in Club Procedures.
- b) A two-thirds (2/3) vote by club members is required for approval.

APPROVAL

The Bylaws for Soroptimist International of Fort Collins were approved as amended, after proper notice, at a club business meeting or by mail ballot on March 2014.

Signed Judith Ann Weaver
President

Ann Rutledge
Secretary