

1 **Section 1: Bylaws**

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3 **SOROPTIMIST INTERNATIONAL OF CHICO, INC.**
4 **SIERRA NEVADA REGION, DISTRICT I**
5 **SOROPTIMIST INTERNATIONAL OF THE AMERICAS**
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7 **BYLAWS**

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9 **ARTICLE I**

10 **Name and Location**

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12 Section 1. The name of this club shall be Soroptimist International of Chico, Inc.

13 Section 2. The club is located in District I of the Sierra Nevada Region.
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15 **ARTICLE II**

16 **Purpose**

17 Section 1. To honor and recognize the values and contributions of women and offer
18 opportunities to improve the lives of women and girls through awareness, advocacy and action.

19 The mission is:

- 20 A. to advance the rights, status and well-being of women and children, especially
21 girls,
22 B. to support women and girls in our community, in our region, nationally and
23 abroad,
24 C. to honor patriotism and love of country.
25 D. to serve as a voice on issues of importance to women and girls
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27 Section 2. No part of the net earnings of any Club shall inure to the benefit of, or be
28 distributable to, its directors, officers, members, or other private persons, except that each Club
29 shall be authorized and empowered to pay reasonable compensation for services rendered and
30 to make payments and distributions in furtherance of its exempt purposes. Except as otherwise
31 provided by Section 501(h) of the Code, no substantial part of the activities of any Club shall
32 consist of carrying on propaganda, or otherwise attempting, to influence legislation. No Club
33 shall participate in, or intervene in (including the publishing or distributing of statements), any
34 political campaign on behalf of (or in opposition to) any candidate for public office.

35 Notwithstanding any other provision of these articles, no Club shall carry on any activities not
36 permitted to be carried on (a) by an organization exempt from federal income tax under Section
37 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or (b) by an
38 organization contributions to which are deductible under Section 170(a) of the Code as being to
39 an organization referred to in Section 170(c)(2) of the Code.
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44 **ARTICLE III**

45 **Members**

46 Section 1. Classes. Two classes of members are recognized by the SIA Federation Bylaws
47 (2014), 1. Regular Members and 2. Life Members who achieved Life status on or

- 48 before July 1, 2001 remain Life Members as long as membership is current.
- 49 Section 2. Chico Life member is a locally authorized class
- 50 A. Available to those who have been members of SI Chico for 20 years
- 51 B. Classed as regular members by SIA.
- 52 C. Requests for Chico Life membership are made in writing and sent to the Board
- 53 before the May Board meeting for approval.
- 54 D. Shall pay annual dues in the amount that covers dues remitted to SIA
- 55 Federation and Sierra Nevada Region, \$15 to the convention fund and \$20 to
- 56 the General Fund.
- 57 E. They are full voting members of the club.
- 58 F. They may not hold an office.
- 59 Section 3. Privileges of Membership
- 60 A. Active Soroptimism encourages regular attendance at club and committee
- 61 meetings.
- 62 B. Only an active member in good standing may be elected to or retain office,
- 63 serve as a member of the Board, or as a Delegate or Alternate to any
- 64 convention, conference or district meeting.
- 65 Section 4. Admission to Membership.
- 66 A. Any member may propose a ~~woman~~ person to be considered for membership
- 67 to the Membership Committee.
- 68 B. Prospective members are presented to the Board for approval. Eligibility shall
- 69 remain in effect until the end of the club year.
- 70 C. All new members must successfully pass the clearance required by *SIA*
- 71 *Procedures for Working with Youth* before induction into membership.
- 72 Section 5. Attendance requirements. To be in good standing, hold office and vote, a member
- 73 must actively participate in Club activities and meetings. All active members are
- 74 expected to participate in least one major fund-raising activity.
- 75 Section 6. Leaves of Absence. Upon written request, a leave of absence may be granted by the
- 76 Board for up to six [6] months and may be extended to a total of twelve [12]
- 77 consecutive months. A member on a leave of absence must pay all mandatory fees
- 78 and dues.
- 79 Section 7. Termination of Membership.
- 80 A. The following shall be reasons for termination of membership:
- 81 i. Resignation
- 82 ii. Failure to pay annual dues within 60 days after due date unless prior
- 83 arrangements have been made with the Treasurer and President.
- 84 B. No Membership may be terminated for a reason other than resignation without
- 85 an opportunity for a hearing before the Board, after the member has been
- 86 given a 30-day written notice of proposed action.
- 87 C. The board, by a two-thirds vote, may terminate the membership when grounds
- 88 exist and/or are ongoing. The decision of the Board shall be final.
- 89 Section 8. Reinstatement of Members. A former member of this club in good standing when
- 90 membership was terminated shall pay no new Membership fee, provided
- 91 reinstatement occurs within one year. Membership dues shall be paid as set forth
- 92 in these bylaws.
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ARTICLE IV
Officers

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Section 1. Elected Officers.

The elected officers shall be President, President-elect, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Treasurer-elect, two Director/Delegates, and two Director/alternate Delegates.

Section 2. Term of Office.

Elected officers shall hold offices for one year beginning July 1 or until their successors are elected. They shall serve no more than two consecutive years in the same office. Director/Delegates may serve two consecutive years as either Director/Delegate or Director/alternate Delegate.

Section 3. Resignation.

The resignation of an officer shall be sent to the President who shall present it to the board of Directors for action.

Section 4. Vacancy in Office.

The President-elect or the Treasurer-elect, who shall be entitled to continue in the office for the following term, shall fill a vacancy in the office of President or Treasurer. Vacancies in other offices shall be filled as follows: the Board of Directors shall act as the Nominating Committee and shall report at the next business meeting or at any special meeting called for that purpose. Nominations may be made from the floor, and the membership shall elect.

Section 5. Indemnification

All elected officers shall be insured **and bonded** to indemnify them for ~~their~~ actions and decisions related to the club.

Section 6. Attendance

Board members are expected to attend all Board meetings. If unable to attend, they must notify the President. If more than three Board meetings are missed, the Board may ask for the member's resignation from the Board.

Section 7. Duties.

- A. The President is the chief administrative and presiding officer. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / President.
- B. The President-Elect acts as President in the President's absence. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / President-Elect
- C. The Vice-President acts as President in the President-Elect or President's absence. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / Vice President
- D. The Treasurer oversees the finances of the club and prepares financial statements. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / Treasurer.
- E. The Treasurer-Elect serves as the Treasurer in the Treasurer's absence. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / Treasurer-Elect.
- F. The Recording Secretary keeps the minutes of Board and Business meetings. Specific responsibilities and duties are described in Section 2 of this Handbook: Officer Job Description / Recording Secretary.

- 144 G. The Corresponding Secretary's specific responsibilities and duties are described in
145 Section 2 of this Handbook: Officer Job Description / Corresponding Secretary.
146 H. The Director(s)/Delegate(s) attend and represent the club at district meetings and the
147 annual regional conference. . Specific responsibilities and duties are described in
148 Section 2 of this Handbook: Officer Job Description / Director / Delegates.
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150 ARTICLE V
151 Nominations and Elections
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153 Section 1. Nominating Committee.

- 154 A. In January of each year, the President, the Board and the club shall each choose
155 one active member for the Nominating Committee. Only one member of the
156 committee may be a member of the Board of Directors.
157 B. The committee shall nominate one or more candidates for each office.
158 C. The committee shall present the slate of nominees at the March business
159 meeting. At that time, nominations may be made from the floor. Nominations
160 will then be closed.

161 Section 2. Elections. Elections shall be held at the April business meeting. If there is one
162 candidate for an office, election may be by voice vote. The majority vote of those
163 present shall elect. The Nominating Committee will act as the Teller's Committee
164 to count votes and notify the President of the results.

165 Section 3. Proxy voting is not permitted.
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167 ARTICLE VI
168 Meetings
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170 Section 1. Regular meetings.

171 The club shall meet weekly, except during July and August. The first meeting of
172 each month is the Business Meeting. The last meeting in June may be designated as
173 a Business meeting.

174 Section 2. Special meetings.

175 Special meetings of the club membership may be called by the President, and shall
176 be called upon the written request of at least three active members of the club.
177 Members will have at least 48 hours' notice the business to be transacted at these
178 meetings, which are limited the items described in the notice.

179 Section 3. Quorum.

180 One-third of the voting members in good standing shall constitute a quorum at any
181 regular or special meeting. The existence of a quorum should be noted in the
182 meeting minutes.

183 Section 4. Voting at business meetings.

- 184 a. Votes shall be voice votes unless a member requests a paper ballot or a division
185 of the house.
186 b. Proxy voting is not permitted in Business Meetings
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188 ARTICLE VII
189 Board of Directors
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- 192 Section 1. Composition.
- 193 A. The elected officers, Director/Delegates and Director/alternate Delegates shall
- 194 constitute the Board of Directors.
- 195 B. The Parliamentarian is appointed by the President; attends the Board and
- 196 business meetings in an advisory capacity, is not counted in determining a
- 197 quorum, cannot make or second motions, and does not vote.
- 198 Section 2. Duties.
- 199 A. The Board of Directors shall:
- 200 i. have administrative control over the affairs, funds, and property of the club,
- 201 except that of modifying any action taken by the club
- 202 ii. authorize payments from club funds within the general (internal) fund
- 203 budget
- 204 iii. be authorized to approve requests up to \$250 from the General Fund
- 205 without the vote of the membership.
- 206 iv. act on invitations to membership, requests for change in membership
- 207 status, resignations and terminations
- 208 v. submit recommendations to the club regarding policies and expenditures;
- 209 vi. act on disciplinary matters:
- 210 B. Failure of an officer or committee coordinator to perform required duties shall
- 211 be cause for removal from the position. The Board shall notify the member of
- 212 the specific failure, and request appearance before the Board at a specified
- 213 time and place.
- 214 C. After appearance and reply, or in the event of failure to appear, the Board may
- 215 declare the position vacant and nominate or appoint a successor.
- 216 Section 3. Regular Meetings.
- 217 Regular meetings of the Board will be held monthly. The President shall determine
- 218 the date, time, and place of the meetings.
- 219 Section 4. Special Board Meetings.
- 220 Special meetings may be called by the President, or upon the written request of at
- 221 least three members of the Board. At least 48 hours' notice shall be given. The
- 222 business transacted at any special meeting shall be limited the issues described in
- 223 the notice.
- 224 Section 5. When a decision is required before a meeting can be convened, the President can
- 225 issue an email ballot to the Board.
- 226 Section 6. Quorum.
- 227 A. A majority of the Board of Directors shall constitute a quorum for Board
- 228 meetings.
- 229 B. If a quorum is not present, the Board will defer action to the next business
- 230 meeting.

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232 ARTICLE VIII

233 Committees

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- 235 Section 1. The Standing Committees
- 236 The standing committees of this club shall include, but not be limited to the
- 237 following.
- 238 A. Service Committee, whose purpose is to promote awareness, advocacy and
- 239 action and to recommend the expenditure of Service Funds to the Board and

- 240 membership. The Service Committee may recommend to the Board personal
241 requests for \$100 or less to a maximum of \$500 per year.
- 242 B. Awards and Recognition Committee, whose purpose is to acknowledge the
243 outstanding achievements and contributions of community leaders, youth,
244 businesses and women in the advancement of the status of women. Awards
245 include the club's various scholarship and recognition programs and the
246 Soroptimist International of the Americas awards.
- 247 C. Administration Committee, whose purpose is to ensure that the financial and
248 organizational status of the club complies with Soroptimist International laws
249 and procedures.
- 250 D. Membership Committee, whose purpose is to recruit, educate and retain
251 members.
- 252 E. Program Committee, whose purpose is to promote the aims of Soroptimism
253 sponsor programs that foster members' awareness and enthusiasm, and to
254 support the community.
- 255 F. Ways and Means Committee, whose purpose is to support internal fundraising
256 for club operations. The Committee may also raise funds for specified service
257 activities when approved by the Board and the membership-
- 258 G. Publicity and Communications Committee, whose purpose is to publicize
259 programs, events and achievements within the club and beyond.
- 260 H. Special Events Committee, whose purpose is to plan annual events including
261 the retreat, the birthday party, installation and summer barbecue. The
262 Committee may undertake other events at the request of the President.
- 263 I. Nominating Committee, whose purpose is to prepare the slate of candidates, at
264 least one candidate for each office, for the Board of Directors. The Committee
265 consists of 1 member selected by the President, 1 member selected by the
266 Board and 1 member selected by the membership. [The Parliamentarian is
267 appointed at the discretion of the President and is not a voting member of the
268 Board or the membership when acting as Parliamentarian.]

269 Section 2. The committees shall operate in accordance with the SI Handbook Section 3:
270 "Guidelines for Committees." Each committee shall review their guidelines annually.
271 Changes are forwarded to the Administration Committee for discussion and a
272 recommendation to the Board,
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275 ARTICLE IX

276 Dues, Fees, Assessments, and Funds

277 Section 1. Fiscal Year

278 The fiscal year shall be July 1 through June 30.

279 Section 2. Annual dues and fees

- 280 A. The annual dues and fees are payable before June 30 of each year. Dues are
281 determined annually by the Administration Committee and approved by the
282 Board and the membership.
- 283 B. New members shall pay 100% of dues from July 1 through December 31. From
284 January 1 through May 31 the amount is reduced by 25%. Those joining after
285 May 31 shall pay dues for the subsequent year and considered new members on
286 July 1.
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- 288 C. Every new member shall pay induction costs as determined by the Membership
289 Committee, approved by the Board and included in the General Fund Budget.
- 290 Section 3. Assessments
291 Members may be assessed additional payment as voted upon by the club.
- 292 Section 4. General Fund
293 Club operation/administrative expenses are paid from funds derived from
294 Membership dues and assessments, and income from external and internal
295 member fund-raising projects.
- 296 Section 5. Service and Awards & Recognition Funds
297 Service project funds are produced from public fund raising events. Funds raised in
298 the current club year are dispersed the following year unless approved by the Board
299 and Membership. The funds are split 65% to Service and 35% to Awards and
300 Recognition.
- 301 Section 6. Check Signatures
302 A. Two signatures shall be required on each check drawn from any fund
303 B. The President, President-elect, Treasurer, and Treasurer-elect shall be
304 authorized to sign checks from General (internal) and Service funds
305 C. For those committees with checking accounts, two check signatures are
306 required; one by President, President-elect, club Treasurer, and one by the
307 committee coordinator(s) or committee Treasurer. A member shall not
308 authorize payment to herself.
- 309 Section 7. Vouchers
310 A. All vouchers submitted to the Treasurer must be accompanied by an invoice or
311 appropriate documentation
312 B. A copy of the voucher with check number and issue date will be returned to the
313 committee coordinator by the Treasurer
- 314 Section 8. Deposits
315 A. Club funds shall be counted by two or more people and placed in a completed
316 receipt voucher envelope
317 B. The sealed completed receipt voucher envelope will be given to the Treasurer-
318 elect
319 C. The Treasurer-elect will verify the money in the envelope and make the deposit
- 320 Section 9. Investment Funds
321 A. All investment accounts are combined into the Legacy Fund. See Club
322 Guidelines, Section 5: "Legacy Fund" for history, policies and procedures.
323 B. Original funds include:
324 i. Faye Bedford Memorial Fund
325 ii. "Dottie" Locke Memorial Fund
326 iii. Hester Patrick Memorial Fund
327 C. The balance in the Legacy Fund must be a minimum of \$75,000. The annual
328 disbursements from the Fund are calculated from the June 30 Fund balance;
329 4.5% of the balance is divided, \$2500 to Awards and Recognition to fund the
330 named awards and \$1500 to fund named Service projects. The balance is
331 available to the Service Committee on request to and approval by the Board
332 and the membership.
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Article X
Property

Section 1. Any equipment or property purchased with club funds on behalf of the club is considered the property of Soroptimist International of Chico. The purchaser shall file all warranties, registrations, and licenses in the name of S.I. Chico and on a timely basis. Any available rebates of credits shall also belong to S.I. Chico. In the event that a particular item is purchased for the use of a specific office holder, it shall be made available for the use of her successor. Records of warranty registrations and licensing agreements shall be maintained by the club Treasurer.

ARTICLE XI
Delegates

- Section 1. Federation Convention.
- A. Delegates. The incoming President and incoming President-elect are entitled to represent the club at the biennial federation convention. The incoming President shall be the Delegate and the incoming President-elect shall be the alternate Delegate.
 - B. Reimbursement. The club may pay the expenses of the incoming President and incoming President-elect to the biennial federation [SIA] convention, in amounts not to exceed the budget. If inadequate funds exist in the convention fund to pay for both, the incoming President will be fully covered, not to exceed the budget, and the incoming President-elect will receive the remaining funds.
- Section 2. Region Conference.
- A. Delegates: The 3 [three] voting delegates to the regional conference shall be the President and two Director/Delegates [three votes]. The President-elect also attends. The President shall appoint substitute Director/alternate(s), if needed.
 - B. Reimbursement. The club shall pay the expenses of the President, President-elect and two Director/Delegates or Director/alternate Delegates (total of 4) to the region conference in amounts not to exceed the budget.
- Section 3. District Meetings.
- A. Six [6] members shall attend as Club representatives: President, President-elect and the 4 Director/Delegates or alternate Director/Delegates. The President may appoint substitutes to represent the Club pro tem.
 - B. Reimbursement: The club shall pay the district meeting fees of the President, President-elect, two Director/Delegates and two Director/alternate Delegates or their substitute (total of 6). If overnight stays are necessary, the club will fund the cost of two hotel rooms
- Section 4. Soroptimist Development Training. The club shall pay the expenses of the five [5] incoming officers: President, President-elect, vice-President, Treasurer and Recording Secretary. The President may appoint substitutes to represent the officers that cannot attend. .
- Section 5. Terms of office.
Director/Delegates and Director/alternate Delegates shall serve for one year or until their successors are elected.

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ARTICLE XII
Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* [current edition] shall be the parliamentary authority for all matters not specifically covered in these bylaws, Sierra Nevada Region bylaws and handbook, SIA bylaws and procedures, or Soroptimist International constitution.

ARTICLE XIII
Amendments of Club Bylaws

Section 1. These bylaws may be amended by a two-thirds vote at any business meeting of the club, provided notice of the proposed amendment has been given at the preceding business meeting.

Section 2. If any amendment to the Soroptimist International constitution, SIA bylaws and procedures, or Sierra Nevada Region bylaws makes a corresponding amendment to these bylaws necessary, these bylaws shall be amended automatically, without further action by the club.

ARTICLE XIV
Dissolution

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 inurnment to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited.