

BYLAWS  
LAKE HENRY COMPUTER USER GROUP, INC.

ARTICLE I

The name of this organization shall be the LAKE HENRY COMPUTER USER GROUP, INC. A not for profit corporation, incorporated April 1, 2000, and hereafter referred to as the "Group".

ARTICLE II  
OBJECTIVES

To promote an interest in and a better understanding of the operation and use of computers.

To provide a forum for the open discussion of all matters of interest in Computer environment so as to share knowledge and experience.

Provide advice to members contemplating the purchase or upgrading of equipment.

Establish Special Interest Groups (SIGS) to study specific areas of interest in computer usage.

ARTICLE III  
MEMBERSHIP

Membership in the Group is open to persons residing in communities bordering Lake Henry in Polk County, Florida. However, any member in good standing who relocates to another area, and wishes to, may maintain their membership in the Lake Henry Computer User Group. There shall be two classes of membership: (1) Individual and (2) Family. \*Membership shall consist of all qualified persons whose dues are currently paid. Each member shall have one (1) vote for each office on the Board of Directors.

\*Family-generally accepted as related persons living in a home in a community. This could include adult children if they qualify as permanent residents.

ARTICLE IV

## FEES AND DUES

Each member shall pay dues on a calendar year basis in an amount established by the Directors, payable after December 1st of the preceding year and not later February 28th of the current year. New members joining after the month of *February* shall pay prorated dues. Additional family members shall pay dues equal to 20% of the individual membership dues. Fees for attending SIGS shall be established by the Directors. Supplies and/or copying expenses may require an additional fee. Capital debts (outstanding debt for capital items such as computers, scanners, printers, projectors and furniture) of the Group shall be the pro-rata responsibility of each member, subject to assessment in an appropriate amount.

## ARTICLE V DIRECTORS/RESPONSIBILITY/AUTHORITY

The Group shall be governed by the Board of Directors, which shall consist of seven (7) persons, four (4) of which shall be the President, Vice-president, Secretary and Treasurer, and three (3) Directors at Large. Each director shall have one vote on questions before the Board. A majority of the Board shall constitute a quorum and a majority of votes of the quorum shall be required to constitute valid Board action. The Board by majority vote may add to or consolidate the above officers.

The President, Vice president, Secretary, Treasurer and three Directors at Large shall be responsible for the management of the Group. The term of office shall be for two years from January 1. The immediate past President may serve for one year in a non-voting/advisory capacity.

No Director, Officer, Committee Chairman, SIG leader or other Group member performing authorized services shall receive compensation for any services rendered to the Group in his or her official capacity.

Reimbursement shall be paid to any member for authorized expenditures.

President

The President shall be the Chief Executive Officer of the Group. He/She shall prepare an agenda for and preside at Group meetings. Upon election, the President shall select chairpersons for committees of his/her choice, including Nominating Committee, Program Chair, Special Interest Groups (SIGS), Newsletter, Bylaws, Membership and Auditing. It shall be the duty of the President to determine if any tax or insurance obligations exist and to inform the Board of Directors of these obligations.

### Vice-President

In the absence of the President the Vice-president shall preside over membership meetings, Directors meetings and assist the President in other duties as deemed necessary by the President.

### Treasurer

The Treasurer shall:

Receive all monies and deposit same in a bank approved by the Directors.

Disburse monies in payment of the Group's obligations.

Maintain a current and accurate membership list.

Submit records in February of each year for audit by a committee of not more than two chosen by the President.

Perform such other duties as may be deemed necessary by the President.

### Secretary

The Secretary shall:

Take minutes at membership monthly and Directors meetings. A copy of the approved minutes shall be maintained no less than seven years.

Perform such other duties as may be deemed necessary by the President.

### Directors

Directors shall perform such duties as may be assigned them by the President or by the Vice-president in the absence of the President.

In the event of a vacancy or absence in the office of President, the Vice President shall assume the President's position.

In the event of a vacancy in the any other office (Vice-president, Secretary or Treasurer) the Directors shall appoint a replacement from the Board to serve the unexpired term.

In the event of a vacancy of a Director other than officers, the remaining Directors shall appoint a replacement from the membership to serve the unexpired term.

The Directors shall have the authority to expend up to \$800 per item of computer equipment. An expenditure exceeding that amount shall be approved by a majority, 50% plus one (1), of members in attendance at the meeting where such request is made, provided at least ten (10) days notice by email, newsletter, telephone or U. S. mail was given prior to the meeting.

## ARTICLE VI ELECTION OF DIRECTORS

The Directors of this Group shall be elected as follows:

- (1). In the month of January the President shall appoint a nominating committee consisting of a chairman and at least one other member.
  
- (2). At the March meeting, the nominating committee shall present a slate of seven directors to include one or more candidates for the office of President, Vice-president, Secretary and Treasurer. The nominating committee shall also present a slate of three or more candidates for the offices of three directors. Floor nominations may be made for any of the above offices at this time. The nominee must accept floor nomination prior to vote. In the event of multiple candidates for an office, the candidate receiving the most votes wins. If there are more than three candidates for Director (s) at Large, the three receiving the highest number of votes win.

(3). The election of directors shall be held at the Annual Meeting, which will be held in March each year. Term of office is for two years and will commence on January 1 of the year following election in March and conclude on December 31 two years later.

## ARTICLE VII MEETINGS

Membership meetings shall be held at the discretion of the President, once a month during the months of October through April, at a time and place previously determined and announced by the Directors.

B. A special meeting of the Group may be called by the President at his/her discretion, or when requested by 25% or more members, at a time and place determined by the Directors. At least ten (10) day's email, newsletter, telephone or U. S. mail shall give notice of the special meeting.

## ARTICLE VIII ASSETS OF THE GROUP

The Treasurer shall maintain a record of all hardware, software and equipment. An inventory shall be taken by the Equipment Chair prior to the new administration taking office and shall be updated as necessary.

## ARTICLE IX DISPOSITION OF ASSETS

Any property owned by the Group, whether originally purchased by the Group or donated to the Group and which has outlived its usefulness to the Group may be offered for sale first to the membership and then to the public. All moneys received shall be added to the treasury. If no purchaser buys the property it may be donated to a charitable organization designated by the Board.

In the event that 51% of membership should determine that the club should be dissolved, a committee of not more than three (3) members appointed by the president shall determine how the assets should be disbursed and the Directors shall accomplish the distribution of assets to charitable or educational organizations in accordance with the committees' directives. Assets may be sold in a commercially acceptable manner if necessary to generate money for distribution to charitable or educational organizations.

## ARTICLE X AMENDMENTS

The President shall appoint a committee of two (2) or more members to review the bylaws annually or as needed. The committee's recommendations for changes to the bylaws shall be presented to the Directors at the next scheduled Board meeting. Upon approval by the Board, the proposed amendments shall be published in the next issue of the Club's official publication.

At least ten (10) days prior to the next regular membership meeting, the members shall be notified of the proposed changes and that a vote will be conducted at the next regular meeting. A 2/3 majority of those present and eligible to vote at that meeting is required to approve the changes to the bylaws.

## ARTICLE XI EMERGENCY BYLAW

In the event of an emergency during which a quorum of the Board of Directors is unavailable, the remaining Directors of not less than two (2) shall have the authority to make such decisions and take such actions as may be necessary during the course of the emergency to protect the physical assets and records of the Group.

Approved by Directors this 12<sup>th</sup> day of November 2008

President: Don Williams

Secretary: Merle Chamberlain

To be Adopted by Vote of Membership this 11<sup>th</sup> day of December 2008

President: Don Williams

Secretary: Merle Chamberlain