

THE BEARS OF CENTRAL FLORIDA, INC. BYLAWS

Chapter 1: General

Sec. 1.1 Name

The name of this organization shall be The Bears of Central Florida, Inc. (hereinafter the "Club")

Sec. 1.2 Purpose

- (a) The Club is a social organization with charitable intent created to bring together people who are either bears themselves or bear admirers, for friendship and fellowship, and shared common interests.
- (b) The purposes of the Club are to sponsor and promote social and recreational activities for its members and to conduct occasional fund-raising activities for selected charities.
- (c) The Club is a non-profit organization.

Chapter 2 Membership

Sec. 2.1 Members

- (a) All members must agree to comply with these by-laws, complete a membership application and pay annual dues.
- (b) Membership applications will ask for identifying information such as name, address, telephone number, email address and age. The applicant is required to sign the application to certify age.
- (c) Members must be at least 21 years of age. The Club reserves the right to request identification from an applicant or member with proof of age such as a driver's license or other governmental identification.
- (d) Only regular members whose dues are paid for the current year may vote on business and Club elections.

Sec. 2.2 Confidentiality of Member Information

(a) Members must give their individual permission prior to the Club's publication of any personal or identifying information in any form, such as postal and email addresses and phone numbers.

(b) Members shall keep any such published personal or identifying information confidential and shall not release such published information outside the Club.

(c) All officers will have a current directory of all members furnished by the Membership Director. The officers are required to keep this information confidential and not share without that member's permission. Any and all such information provided on membership application forms and other documents completed by members shall be placed in the safe-keeping of the Membership Director who shall maintain its confidentiality.

(d) Members may not use any membership information for any commercial purposes.

Sec. 2.3 Removal of Members

(a) Members may be removed from membership by a 3/4 majority vote of the entire regular membership of the Club. The secretary will notify all regular members by first-class mail 5 business days prior to the meeting that a motion must be passed at a regular business meeting to place removal of membership on the agenda of the next regular business meeting. Members may vote by proxy submitted in writing to the president or secretary.

(b) A person removed from membership may reapply for membership after one year upon approval of a majority vote of the regular membership in attendance at a regular business meeting.

(c) A person may be removed from membership for non-payment of annual membership dues if dues have not been paid by the end of April of the current year.

Chapter 3 Steering Committee

Sec. 3.1 The Steering Committee

The Steering Committee will consist of executive officers and non-executive officers elected by the members.

Sec. 3.2 Officers

(a) Executive officers of the Club shall be: President, Vice-President, Secretary and Treasurer.

(b) Non-executive Steering Committee officers shall be: Membership Director, Events Coordinator, Club Activities and Information Director, and Member-at-Large.

Sec. 3.3 Terms of Office

(a) The terms of office for Steering Committee members shall be from January until January of the following year.

(b) A member may be elected to any one executive office for no more than four consecutive terms. After being elected to an executive office for four consecutive terms, a member must sit out at least one year, or be elected to a different office, before becoming eligible for that executive office once again.

(c) Non-executive officers are not restricted to a limited number of terms of office.

(d) Nothing in the by-laws is intended to limit how long a member may serve on the Steering Committee.

Sec. 3.4 Duties of Officers

(a) President

1. The President will preside at all meetings.
2. The President will represent the Club as necessary or may appoint another to represent the Club if the president is unavailable.
3. The President may create standing and ad hoc committees and appoint the chairs of such committees.
4. The President shall not chair the Bear Bust Committee.
5. The President may postpone any action on any club business to the next regular or called General Membership meeting.

(b) Vice-President

1. The Vice-President is elected to assist the President.
2. The Vice-President shall preside at all meetings in the absence of the president.
3. The Vice-President will serve as acting President when requested by the President or when the President is incapacitated.

(c) Secretary

1. The Secretary shall record the minutes of all meetings, or designate another member to do so in his absence.
2. The Secretary shall be responsible for maintaining paper files of all written records of the Club.
3. The Secretary is responsible for the recording of club business.

(d) Treasurer

1. The Treasurer shall be responsible for the deposit, recording, accounting, disbursement and safekeeping of all funds for the Club.
2. The Treasurer will present a year-to-date financial report at each regular business meeting and other reports as required by the Steering Committee or the Club membership.

(e) Events Coordinator

1. The Events Coordinator shall be responsible for coordinating all fundraising events/activities excluding Bear Bust.

(f) Club Activities and Information Director

1. The Club Activities and Information Director shall be responsible for all non-fundraising events/activities.
2. The Club Activities and Information Director shall disseminate club information to members and the mailing list.
3. The Club Activities and Information Director shall maintain a current mailing list.

(g) Membership Director

1. The Membership Director shall process all membership applications.
2. The Membership Director shall be responsible for collecting all dues money.
3. The Membership Director shall coordinate membership recruitment activities.
4. The Membership Director shall provide all officers with a current directory of all members.

(h) Member-at-Large

1. The Member-at-Large shall be available to assist in any activity/event of the club.
2. The Member-at-Large shall temporarily fill any vacant steering committee position.

Sec. 3.5 Election of Officers and Assumption of Office

(a) Nominations

1. Nominations for office will be submitted to the club officers in person, by mail, or email.
2. Nominations will be open at the October General Membership meeting and close following the November meeting.
3. Nominations from the floor during the General Membership meetings will be accepted for the ballot. All nominations require a second to be accepted, and only members may nominate or second candidates for office.
4. All nominees will be presented to the club at the close of nominations at the November meeting.

(b) Elections

1. Elections will be by ballot mailed by post or electronically to all members after the November meeting and must be returned by the December meeting. Ballots may be mailed by post or electronically to the club or may be presented in person. The Bears of Central Florida will not be responsible for misdirected mail.
2. The offices of President, Vice-President and Treasurer will be elected directly to those positions from candidates running specifically for each office. Candidates will automatically be nominated for election to the Steering Committee.
3. The five members/candidates for steering committee positions receiving the most votes are elected to the Steering Committee. Any candidates elected to offices in #2 will be dropped as candidates for the Steering Committee prior to the ballot count and votes for those individuals will not be included in the Steering Committee ballot count.
4. The newly elected Committee will agree on how the positions will be filled at the first Steering Committee meeting following the election.

Sec. 3.6 Removal of Officers

(a) Officers may be removed from office by a 3/4 majority vote of the entire regular membership of the Club. Members may vote by proxy submitted in writing to the president or secretary.

(b) The secretary will notify all regular members by first-class mail 5 business days prior to the meeting that a motion must be passed at a regular business meeting to place removal of the officer on the agenda of the next regular business meeting.

Sec.3.7 Sponsoring, Endorsements, and Committing Resources

Only the Club membership in conjunction with the Steering Committee may approve sponsorship or endorsements in the Club's name, commit Club resources or membership, or extend invitations to other organizations or groups.

Chapter 4 Meetings

Sec. 4.1 Scheduling and Conduct of Meetings

(a) The Club shall hold regular business meetings on the second Sunday of each month of the year.

(b) The president or a majority of the officers may call special general membership meetings or change the time of a regular business meeting should the need arise.

(c) Notice of all regular and called meetings should be issued to all members not less than one month prior to the meeting. The notice must provide the date, time, and location of the meeting. Notice may be by publication in the Club newsletter.

(d) When there is a need for proper parliamentary procedure, the officers shall use Roberts Rules of Order as a guide in conducting meetings.

(e) Only regular members may vote at any business meeting.

(f) Approval of any action requires a simple majority of the regular members present, unless otherwise specified in these by-laws.

(g) Regular business meetings do not include Steering Committee meetings.

Sec. 4.2 Annual Meeting

For purposes of complying with laws related to corporations, the annual meeting of the Club shall be designated as the regular business meeting in the month of January at which newly elected Club officers are presented and any matters related to the Club and its status are considered.

Sec. 4.3 Quorum

In order to conduct business, for business matters not otherwise specified in these by-laws, a quorum shall consist of one-third of the full membership of the Club.

Chapter 5 Financial Matters

Sec. 5.1 Fiscal Year

The fiscal year of the corporation and Club shall be June 1 through May 31.

Sec. 5.2 Dues

There shall be annual dues as determined by the regular membership. Dues will be for the period of one year, due annually on their membership anniversary beginning with January 2007.

Sec. 5.3 Annual Audits

An audit of the Club's finances shall be conducted in June of the fiscal year to coincide with the filing of auditing papers as a charitable organization with the State of Florida. A copy of the audit will be made available to the general membership at the next regular business meeting following the filing of the State papers.

Sec. 5.4 Expenditures

(a) Financial decisions regarding expenditures of funds greater than \$1,000.00, including Bear Bust expenditures, must be approved by the Club in a business or called meeting. Approval will be decided by a simple majority of the members present at a business or called meeting at which no less than three Steering Committee members are also in attendance.

(b) The Steering Committee may approve general operating expenditures up to \$1,000.00.

(c) The treasurer is authorized to disburse funds without prior approval of the Steering Committee or the Club membership for all ordinary expenses such as printing and supplies, up to the amount of \$300.00 for a single expense or reimbursement.

(d) The Bear Bust Committee and the Steering Committee shall be responsible for handling financial matters for Bear Bust.

(e) All travel must be approved by vote at a General Membership meeting prior to the trip to receive reimbursement for expenditures.

Chapter 6 By-laws

Sec.6.1 Changes to By-laws.

(a) These by-laws may be changed (amended or repealed) at any time at a regular or called business meeting of the Club.

(b) Proposed changes shall be presented in writing at a regular business meeting. A motion must be passed to place the proposed changes on the agenda of the next regular business meeting.

(c) The proposed changes will be published in the newsletter or by special mail at least ten days prior to the next business meeting when the vote is to be taken.

(d) A majority vote of the members by mail, postage provided, or by secure electronic balloting is sufficient to approve changes, amendments or repeal.