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Article 1 Definition of Bylaws

These Bylaws constitute the code of rules adopted by the Arizona Society for Computer Information, inc., herein referred to as ASCIi, for the regulation and management of its affairs.

Article 2 Mission

ASCIi is dedicated to helping the community become skilled with computers by providing a public forum to educate, exchange information, share expertise, and solve computer-related problems.

Article 3 Policies and Definitions

§ 3.1 Policies

ASCIi does not practice or advocate any particular religious or political agenda. Although ASCIi may feature commercial computer products in meetings, ASCIi does not endorse any commercial product or service provider.

§ 3.2 Definitions

- 1) Member(s) in good standing, hereinafter referred to as member(s), have their dues current and are not otherwise ineligible for membership.
- 2) The Executive Board shall consist of the President, Vice President, Secretary, and Treasurer.

Article 4 Membership

§ 4.1 Eligibility

Any person over 13 years of age who desires to further the purposes of ASCIi shall be eligible and may apply for membership. Membership shall be available without regard to race, creed, color, sex, or national origin.

§ 4.2 One Person

Each paid membership shall apply to only one person.

§ 4.3 Benefits of Membership

- 1) Voting Rights -

Each member (except the chair, who votes only in case of a tie) is entitled to cast one vote in any matter that requires membership approval.

Notwithstanding the previous statement, the chair may vote in any election.

2) Newsletter -

Each paid member is entitled to receive a printed ASCIi newsletter as published.

§ 4.4 Dues

Members shall pay yearly dues as set by the Executive Board and approved by the membership. The annual dues shall be payable upon joining and for annual renewals. Any membership which has expired because of delinquent dues may be reinstated upon payment of current dues. If a membership ends, either voluntarily or involuntarily, no refund of dues shall be made.

§ 4.5 Honorary Memberships

There shall be no honorary memberships.

§ 4.6 Transfer and Termination

ASCIi memberships are not transferable.

Memberships shall terminate upon the occurrence of any of the following events: resignation, or termination for cause. Grounds for termination of membership for cause shall include noncompliance with these Bylaws or the standing operating procedures for this organization. Notice of termination shall be sent to the member by the President using certified mail at the member's last known address. A terminated membership may be appealed. Reinstatement of membership will be decided on a case-by-case basis by the Executive Board.

Article 5 Meetings

§ 5.1 Notice of Meeting

Written or electronic notice stating the place, day, and hour of any meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered to the members not less than 30 days and no more than 60 days before the date of the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage prepaid, and addressed to the member as the address appears in the current membership roster. Electronic notice shall be sent to the member's e-mail address as it appears in the current membership roster.

§ 5.2 General Meetings

General meetings will be held each month on a date set by the Executive Board.

Only members shall be eligible to vote during the business portion of the General meeting. Unless specified otherwise in these bylaws, a majority vote is required for the passage of each issue.

§ 5.3 Annual Business Meeting

The annual business meeting will be held as part of a General Meeting, the date to be determined by the Executive Board. In addition to any regular business to be transacted, Officers will make end-of-the-year reports to the membership, and the nominations and election of Officers will be completed.

§ 5.4 Special Meetings

Special meetings may be called by a majority of the Executive Board, by the President of ASCIi, or upon a signed request of at least five (5) members. Only business specified in the call may be transacted at that special meeting. Notice of such meeting must be made by written notice containing the specifics of the meeting and mailed by U.S. mail and electronically not less than seven (7) days prior to such a meeting to the addresses of the members on the ASCIi roster. Notice shall be effective when mailed to the addresses in the ASCIi roster.

§ 5.5 Steering Committee

The Steering Committee shall be comprised of members in attendance at the meeting, and shall meet on a monthly basis to conduct the business of the group, and provide suggestions for meeting presentations, plan special events, and any other business as may come before the committee as authorized by the membership.

Article 6 Nomination and Election of Officers

§ 6.1 Nominations

Nominations for Officers can be made beginning at the meeting the month prior to the Annual Business Meeting.

A nomination from the floor may be made by a member, and must be seconded by another member. Such nominations require the consent of the nominated person, either in person or in writing.

§ 6.2 Election

Each officer will be elected by ballot, or acclamation if only one candidate, for a term of one year.

Persons receiving the highest number of votes win ties being decided by coin

toss. The term of office shall be from January 1 through December 31. All officers must be members in order to serve. The Executive Board shall appoint a replacement for the remaining term of any office vacated due to removal or resignation of the officer.

§ 6.3 Disputes

Any dispute with respect to election procedure, conduct, tabulation, or any other election matter shall be brought to the membership by the end of the next general meeting. Any such disputes shall be resolved by the attending members.

§ 6.4 Absentee and Proxy Ballots

Absentee and proxy ballots are not permitted.

Article 7 Executive Board

The Executive Board will meet at least quarterly and report results of these meetings to the membership.

§ 7.1 Specific Duties of the Officers of the Executive Board

- 1) The President shall
 - a) Serve as the Chief Executive Officer
 - b) Preside at all General, Annual Business, Executive Board, and Special meetings
 - c) Assure agendas for all meetings are prepared, and conduct those meetings according to Robert's Rules of Order Revised, Fourth Edition
 - d) Oversee the arrangement for meeting presentations
 - e) Exercise supervision over the activities and operations of ASCIi
 - f) Appoint, with the consent of the Executive Board, committees, and recommend the appointment of committee chairpersons as required
 - g) Oversee all special events and new projects in which ASCIi is involved
 - h) Have final responsibility for ensuring all meeting locations and availability
 - i) Introduce the meeting and act as Master of Ceremonies during the presentation of the program, or appoint a moderator
- 2) The Vice President shall

- a) Perform the duties of the President in his absence
- b) Serve as President for the remainder of the President's term of the office, if the Presidency becomes vacant
- c) Performs duties as directed by the President

3) The Secretary shall

- a) Perform the duties of the Vice President in his absence
- b) Take the minutes of all official meetings, or appoint a substitute if not able to make the meeting. If not able to do so, the presiding officer will arrange a substitute
- c) Make the minutes available for distribution within ASCIi
- d) Prepare, type, and handle all official correspondence
- e) Maintain files, including minutes, incoming and outgoing correspondence, etc. as appropriate
- f) Maintain the Articles of Incorporation, Corporate Seal, Bylaws, Standard Operating Procedures, and all other important ASCIi documents
- g) Prepare notices (as stated elsewhere in these Bylaws) and ballots for the annual election of officers
- h) Upon completion of his term, deliver all secretarial materials to his successor
- i) Notify the Executive Board and appropriate chairpersons of forthcoming events that may require action

4) The Treasurer shall

- a) Perform the duties of the Secretary in his absence
- b) Open and maintain accounts as directed by the Executive Board in banks approved by the Executive Board
- c) Open all accounts in the name of Arizona Society for Computer Information inc.
- d) As approved by the Executive Board, maintain a petty cash account in an amount determined by the Executive Board
- e) Receive, deposit, and maintain all funds and take responsibility for all

financial affairs of ASCIi under the oversight of the Executive Board

- f) Keep electronic and printed books of each account and submit them, together with all other records and papers, to the Executive Board in any meeting when required, or when requested to do so by the Executive Board
- g) Prepare and present reports as specified in the standard Standard Operating Procedures (SOP)
- h) Collect all dues for new and renewal memberships and coordinate with the membership chairperson
- i) Ensure that the bank has on file signature authorization for the Treasurer, President, Vice-President, and other officers designated by the Executive Board
- j) The number of signatures required on checks shall be one; more if determined by the Executive Board
- k) No signatory may sign a check payable to himself
- l) Be responsible for filing tax returns as appropriate
- m) Be prepared to assist in an annual audit as appropriate
- n) Obtain insurance as directed by the Executive Board
- o) At the end of the Treasurer's term, deliver all records and monies belonging to ASCIi to his successor

§ 7.2 Delegation of Responsibilities

Each Officer may, with the approval of the Executive Board, appoint assistants as needed.

The officer may delegate responsibilities to the assistants unless otherwise contravened by these bylaws.

The assistants shall not serve on the Executive Board.

§ 7.3 Resignations

An Officer may resign at any time by giving written notice to any member of the Executive Board. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Executive Board, and the acceptance of the resignation shall not be necessary to make it effective. The Executive Board

may appoint a successor to serve for the remainder of the term of any resigning officer.

§ 7.4 Removal

Any member of the Executive Board who fails in performing his assigned duties, or who misses three (3) consecutive Executive Board meetings, or misses a total of four (4) Executive Board meetings in one calendar year, may be removed from the Executive Board, by a majority vote of the the sitting Executive Board members.

Notice of such intended action shall be sent ten days in advance by certified mail to the Officer in question and the other officers of the Executive Board that such intended action will be included at the stated Executive Board meeting.

§ 7.5 Liability of Officers

No Officer of ASCIi shall be liable to ASCIi or to its members for monetary damages resulting from official actions as an officer of ASCIi. No amendment to or repeal of this Article shall apply to, or have any effect on, the liability or alleged liability of any Officer of ASCIi for, or with respect to, any acts or omissions of such Officer occurring prior to such amendment or repeal.

§ 7.6 Conflict of Interest Statement

It is expected that each member will excuse himself from voting on matters which could be a commercial conflict of interest. Also, by a two-thirds (2/3) vote of the Executive Board, any member can be excluded from voting on a particular Executive Board proposal if a commercial conflict of interest is determined to exist. The President of the Executive Committee is eligible to vote on this matter.

Article 8 Appointments

The President may appoint committees or individuals as necessary. Such appointees serve at the pleasure of the president.

The Executive Board may direct the president to appoint or remove such appointees.

Article 9 Special Interest Groups (SIGs)

A Special Interest Group is an informal group within ASCIi that is formed to support the purposes of ASCIi in a specific area of common interest among its members. Special Interest Groups may be established by the Executive Board.

The operation of the SIGs shall conform to the SOP.

Article 10 Financial Transactions and Operations

§ 10.1 Fiscal Year

The fiscal year of ASCIi will begin January 1st and end December 31st.

§ 10.2 Authorization for Expenditures and Reimbursements

All expenditures authorized by the Steering Committee or the membership, shall be reimbursed by the Treasurer.

The Steering Committee shall have the authority to spend user group money up to its authorized limits. The limits on Steering Committee expenditures shall be determined from time to time by the membership.

§ 10.3 Gifts

The Executive Board may accept on behalf of ASCIi any contribution for any purpose that does not conflict with the ASCIi mission statement.

§ 10.4 Dissolution

In the event of the dissolution of ASCIi, the remaining money and any other assets of the Group shall be distributed to any organization(s) which are organized and operated exclusively for charitable or educational purposes, as the Membership shall determine.

Article 11 Parliamentary Authority

ASCIi will follow Robert's Rules of Order Revised, 1915, Fourth Edition.

§ 11.1 Prohibited Activities

Notwithstanding any other provision of these Bylaws, ASCIi shall carry on only activities permitted by applicable state and federal laws.

Article 12 Miscellaneous

§ 12.1 Seal

The seal of the group shall consist of the name of the group, and the state and year of its incorporation.

§ 12.2 Registered Agent

The Executive Board shall designate a registered agent for the purpose of

service of process and any other act required by law.

§ 12.3 Affiliation with Other Organizations

The Steering Committee may decide at a regularly scheduled meeting, by a majority vote of those in attendance, to affiliate with, join, or leave other organizations.

§ 12.4 Advertising Policies

All advertising submitted for publication shall be controlled by the Executive Board or the designated committee.

Article 13 Amendments

These Bylaws may be amended at the ASCIi General Meeting by a two-thirds (2/3) vote of members present, provided that the proposed amendment(s) have been mailed to the Membership no less than five days prior to the first of three consecutive General Meetings at which the proposals may be discussed. They will be voted upon at the third such General Meeting.

§ 13.1 Effective Date of Bylaws

These Bylaws were approved by a two-thirds majority of Members present and voting on December 8, 2007 and will take effect on January 1, 2008.