

South Bend Transportation Club, Inc. Constitution and Bylaws

ARTICLE I-NAME

The name of the organization shall be the "South Bend Transportation Club, Inc."

ARTICLE II-PURPOSE

Its purpose shall be to establish relationships and good fellowship between those directly interested or participating in transportation by air, motor vehicle, rail and water, to promote the best interest of carriers and users and to create interaction.

ARTICLE III-MEMBERSHIP

SEC.1 Any person over 18 years of age, who in some manner is interested in, or identified with, the transportation of persons or property shall be eligible for membership in this club, subject to limitations as adopted by the Board of Directors.

SEC.2. The membership shall be divided into two classifications, regular and honorary.

- a) Regular: all dues paying members
- b) Honorary: granted lifetime free membership, by Board of Directors
- c) The rights and privileges of this club may be enjoyed equally by both classes of membership

SEC.3. Application for membership shall be in writing and shall include name, address, business connection, business address and due as set by the Board of Directors.

SEC 4. Any member may be suspended or dropped from the membership for cause after due hearing has been accorded said member by the Board of Directors, the President or his/her alternate must notify the member of their suspension.

SEC.5 Suspended or forfeited memberships can only be restored by the Board of Directors and only upon payment of all back indebtedness.

SEC.6 Resignations shall be in writing to the secretary and to be acted upon by the Board of Directors, but shall not be accepted until all indebtedness to the club has been discharged.

SEC.7 A member in good standing as referred to in these by laws shall be determined as a good member who has paid his/her dues up to and including current year and has not been suspended from this club during the current year.

ARTICLE IV-DUES

SEC.1 Annual dues shall be set by the Board of Directors and due on or before December 31 of current fiscal year.

SEC.2 On the recommendation of the Board of Directors due may be increased, decreased and an admission fee charged.

SEC.3 Any member in arrears three months shall forfeit his/here membership, the member must be notified in writing of his/her suspension, however should a member be unable to pay his/her dues because of ill health or by reason of unemployment the Board of Directors by a majority vote of those present may waive payment of dues and carry said member indefinitely at it's discretion, according said member the full privileges of the club.

ARTICLE V-FISCAL YEAR

The fiscal year for any transaction of business of the club and for the purpose of determining the term of office for all officers and board members shall be the 1st of January to the 31st of December inclusive.

ARTICLE VI-OFFICERS

SEC.1 The officers of this club shall be President, a First Vice-President, a Second Vice-President, and a Third Vice-President, who shall be elected annually, and serve for a period of one year of until their successors are duly elected.

- (a) The Board of Directors shall select an Executive Secretary/Treasurer to serve each term of office. This person need not be a member of this club nor will voting rights be accorded. The numeration shall be set by the board at the beginning of each term of office.
- (b) The duties of the Executive Secretary/Treasurer shall be as directed by the Board of Directors in accordance with those stated in the constitution.

SEC.2

- (a) The Board of Directors shall consist of the officers of this club, the immediate past president, and at least three others with at least one new member added each fiscal year. (new member is any person who has not held an elected office.)
- (b) The President shall automatically become Chairman of the Board of Directors during his/her tenure in office.
- (c) The President shall retain their membership on the Board of Directors for one year following their term as President.
- (d) Any officers or other members of the Board of Directors who, except for good cause shown to the satisfaction of the said Board of Directors, may fail to attend three consecutive regular scheduled meetings of the said board after receiving due notice of the call of said meeting, shall be deemed to have resigned as member of said board.

ARTICLE VII-DUTIES OF OFFICERS BOARD CHAIRMAN

SEC.1 The President shall preside at all meeting of the Board of Directors.

SEC.2 PRESIDENT

- (a) The president shall perform the duties usually assigned this office he/she shall preside at all the club's regular or special meetings and shall appoint the chairman of all committees and assign approved chairman to the Vice-President's as necessary.
- (b) In the absence of the President, the ranking Vice-President shall preside at all the regular or specially called meetings, including meetings of the Board of Directors.
- (c) In the absence of the President, and Vice-Presidents, the presiding officer shall be chosen by the members present.

SEC.3 FIRST VICE-PRESIDENT

- (a) The First Vice-President shall perform such duties as may be assigned to him/her by the President, and shall take an active part in the general affairs of the club.
- (b) He/She shall preside at all meetings of the club and Board of Directors in the absence of the President.
- (c) He/She shall assist the committee chairman assigned to him/her in selecting his committee, offer guidance to those committees and make their report at any meeting in the absence of the committee chairman.

SEC.4 SECOND VICE-PRESIDENT

- (a) The Second vice-President shall perform such duties as may be assigned to him/her by the President, and shall take an active part in the general affairs of the club.
- (b) He/she shall preside at all meetings of the club and the Board of Directors, in the absence of the President and the First Vice-President.
- (c) He/she shall assist the committee chairman assigned to him in selecting his committee, offer guidance to those committees and make their report at any meeting in the absence of the committee chairman.

SEC.5 THIRD VICE-PRESIDENT

- (a) The Third Vice-President shall perform such duties as may be assigned by president, and shall take an active part in the general affairs of the club.
- (b) He/She shall preside at all meetings of the club and the Board of Directors, in the absence of the First and Second Vice-Presidents.
- (c) He/she shall assist the committee chairman assigned to him in selecting his committee, offer guidance to those committees and make their reports at any meeting in the absence of the committee chairman

SEC.6 EXECUTIVE SECRETARY/TREASURER

- (a) The Treasurer shall be responsible for all funds belonging the club.
- (b) He/she shall keep all the records and accounts of the club in books furnished by the organization and such records and accounts of the club shall be open for inspection at all reasonable times by any member of the Board of Directors.
- (c) He/she shall prepare the books for examination by the auditing committee at least ten (10) days prior to the annual installation of officers.

- (d) The duties as Executive Secretary shall be to keep and preserve a record of the proceeding of meetings of the club and the Board of Directors, issue notices of meetings and conduct the general correspondence of the club. The Executive Secretary/Treasurer shall draw all vouchers and have them approved the President or in writing by at least three members of the Board of Directors.
- (e) The club printing and purchasing shall be under the jurisdiction of the Executive Secretary/Treasurer and subject to the approval of the Board of Directors.
- (f) The Executive Secretary/Treasurer will be compensated by an annual salary to be set by the Board of Directors.

SEC.7 BOARD OF DIRECTORS

The Board of Directors shall manage the general affairs of the club, and shall determine all matters affecting its welfare and policy.

ARTICLE VIII-ELECTION OF OFFICERS

SEC.1

- (a) A nominating committee will consist of all Vice-Presidents and the President who shall act as chairman of such committee. The purpose of this committee shall be to submit name of suggested candidates for office to be filled at the annual election as called by the Board of Directors.
- (b) The Third Vice-President shall automatically become a candidate for Second Vice-President, the Second Vice-President for the First Vice-President and the First Vice-President for the Presidency.
- (c) At the regular meeting held prior to the annual election meeting the President shall request the nominating committee to read names of candidates selected and shall hold meeting open for nomination from the floor after which nominations will be closed.

SEC.2 The Presidents First, Second and Third Vice-Presidents and Treasurer shall be elected for terms of one year each. No President, Vice-President or Vice-Presidential office shall be held by one individual for two consecutive terms.

SEC.3 Directors shall be elected to serve a three (3) year term.

SEC.4 Only members in good standing shall have the privilege of taking part in any election.

SEC.5 Standing vote is permissible when no opposing candidates have been nominated for any office otherwise, voting shall be by ballot. The Executive Secretary/Treasurer shall provide a ballot box and must see that ballots cannot be placed in box before members' eligibility is beyond question.

- (a) Members shall be provided with suitable voting facilities protecting the secrecy of their ballot.
- (b) Ballots cannot be handled by other than the Executive Secretary/Treasurer or those delegated by the President to assist in facilitating the voting for tabulation of votes.

SEC.6 Elected officers shall assume office as of January 1st, and shall be formally inducted at the regular meeting.

ARTICLE IX-VACANCIES

SEC.1

- (a) In the event a vacancy occurs in any of the offices by the First Vice-President, in the office of the First Vice-President the Second Vice-President shall fill the vacancy, and in the Second Vice-by the Third Vice-President, and for the unexpired term.**
- (b) When vacancies in the office of the Third Vice-President, Treasurer, Executive/Treasurer, of any member of the Board of Directors occurs the remaining officers shall form a committee to determine if and when such vacancy will be filled. In the event it is decided to fill such vacancies before the next regular election the President shall call for a special election along the guidelines set for regular elections.**
- (c) Officers moving up or elected under section 1 of this article shall be eligible to run for that office in the annual elections.**

SEC.2 In the event an unopposed candidate for office withdraws prior to or at the annual election, the President shall again open nomination from the floor.

ARTICLE X-MEETINGS

SEC.1 General membership meetings shall be called by the President or a majority of the Board of Directors when deemed necessary.

SEC.2 Board of Directors meetings shall be called by the President or a majority of the Board of Directors when deemed necessary.

- (a) In reference to sections 1 & 2, if a general membership or a Board of Directors meeting is called by a majority of the Board of Directors they must notify the President or a Vice-President of their decision to call a meeting.**
- (b) Any Vice-President may call a special meeting in the absence of the President when requested by a majority of the Board of Directors.**
- (c) At least a two-day notice is required for Board of Directors meeting and a five-day notice by a majority of the Board of Directors.**

SEC.3 The annual meeting for which nominations and elections will take place will be determined by the Board of Directors.

SEC.4 There will be annual dinner of this club each year.

SEC.5 Three board members shall constitute a quorum for the transaction of business at any meeting called by the President.

- (a) Five board members shall constitute a quorum for the transaction of business at any special meeting called by the Board of Directors.**

ARTICLE XI-ORDER OF BUSINESS

SEC.1 Except as exempted by the Board of Directors, all general membership and Board of Directors meetings will proceed as follows:

- (a) Reading of the minutes of preceding meeting
- (b) Report of Executive Secretary/Treasurer
- (c) Report of special and standing committees
- (d) Unfinished business
- (e) New business

ARTICLE XII-COMMITTEES

SEC.1 Except as noted or as agreed to by the Board of Directors the officers shall act as chairmen of standing committees as follows:

- (a) First Vice-President; auditing, finance, annual awards and entertainment
- (b) Second Vice-President; attendance/membership, reception, and publicity
- (c) Third Vice-President; constitution, editorial, education and golf

SEC.2 The President is automatically ex-officio member of all committees.

SEC.3 The expenditures of all committees shall be subject to the approval of the Board of Directors after recommendation of the finance committee.

SEC.4 The Executive Secretary/Treasurer shall act as welfare chairman.

ARTICLE XIII-AMENDMENTS

These by-laws may be amended by a two-thirds vote cast by the members present at any meeting of the club provided notice of such amendments is specified in the call for such meetings.

ARTICLE XIV-PARLIAMENTARY AUTHORITY

Roberts rules of order, revised, shall govern the procedure of meetings, so far as they be consistent with the articles of incorporation and by-laws.

ARTICLE XV-OTHER INFORMATION AND GUIDELINES FOR OFFICERS, DIRECTORS AND CHAIRMAN

The Board of Directors shall manage the general affairs of the club and shall determine all matters affecting its welfare and policy.

SEC.1 The Honorary Membership and Person of the Year award Chairman/committee shall determine each year those eligible for honorary membership and also select candidates to receive the "Person of the Year" award.

Committee Chairman shall appoint a committee of not less than four (4) and not more than six (6) men, and shall call meeting at least four (4) times per year, to decide on the course which is best to pursue to make their committees function properly: They shall look over schedules of meetings for the year and be prepared to handle assignments given to them, for assistance, if needed, they are to refer to their Vice-President or, if necessary, to the President.

Committee Members shall receive all reservation cards; they shall call local members who have not sent in their reservation card, advise them of the meetings and take their reservations: They shall, in turn make proper reservations at the hotel or place of meeting, notifying it of the attendance expected so as to enable it to plan accordingly.

The Auditing Chairman shall be responsible for the examination and verification of the financial status of the club as recorded and presented by the Treasurer. An audit of the books of the club shall be made at least ten (10) days prior to the annual installation of officers. A report of the findings of the auditing chairman shall be prepared and distributed at the installation night of the club.

The Banquet Chairman shall supervise all arrangements for regular and/or special meetings, such as the selection of foods, seating arrangements, etc., and shall decide the location for all specially called meetings. It shall work in close harmony with the attendance, entertainment and reception committees, or any other committee approved by the Board of Directors for specially called meetings.

The Constitution and By-Laws Chairman shall study the effective By-Laws and constitution of the club, and be prepared to recommend whatever changes are necessary to handle various problems that may confront the club. After such changes are recommended, it shall then present them to the Board of Directors and to the membership for approval. See By-Laws for proper procedure.

The Editorial Chairman and their duties shall be activated as deemed necessary by the Board of Directors, or the President or the Third Vice-President.

The Education Chairman and their duties shall be activated as deemed necessary by the Board of Directors, or the President or the Third Vice-President.

The Entertainment Chairman shall secure and select entertainment for all regular and/or special meetings, in accordance with the type of meetings called and work with the banquet committee on meeting arrangements.

The Finance Chairman shall study the past, present, and future financial plans of the club and make recommendations and budgets covering financial expenditures for approval of the Board of Directors.

The Golf Chairman shall arrange for, supervise, all golf outings with the approval of the Board of Directors, such as location, tournament conduct, prizes and dinners. He shall cooperate with the attendance, banquet, entertainment and reception chairman.

The Membership Chairman shall approve application for membership and shall work with the Secretary in an endeavor to retain old members and secure new members.

The Nominating Chairman shall submit names of candidates for election as officers and directors of the club.

The Reception Chairman shall attend all regular and or special meetings and welcome visitors, new members and any members who have not been in regular attendance, introducing them to our regular members. Its members shall wear badges, ribbons, or some mark of identification denoting their status.

The Welfare Chairman shall be alert for any news that might involve a member, or a members close family, in sickness, death, or other unfortunate circumstances. In cases of sickness or death the Executive Secretary shall be notified at once, and token of respect submitted. In the case of death or unfortunate circumstances, a committee member shall be assigned to call at the members' home, offering condolences and/or assistance. The token or respect which their spouses, children and parents of said members. Ordinarily childbirth will not be considered as an occasion for a token of respect, but should be set up for a congratulatory notice to appear in the monthly bulletin.

The Honorary Membership and "Person of the Year award" Chairman shall determine each year those eligible to receive the "Person of the Year" award. This committee should be given certain guidelines to follow and facts to consider. Honorary members must be regular active due payers as elsewhere stated. Person of the Year recipients must have actively been associated with the operation of the club in official capacity. This does not mean to imply they must held an elective office in the club, but their efforts in other ways must be without reproach.