

Bylaws of

The Right Angle Club

(As amended ~~16th January 2009~~ 1st July 2016)

ARTICLE I

Meetings

Section 1. Regular meetings of the ~~Club~~members shall be held on Friday of each week at 12:33 o'clock P.M., except on the Friday of the annual meeting or when otherwise provided by ~~Resolution of~~ the Board of Control. Special meetings of the members may be called only by the Board of Control, either on its own initiative or upon written request to the Board of Control of any member, which request the Board may in its absolute discretion reject and its rejection shall be final. Written ~~or printed~~ notices of every special meeting of the members shall be ~~mailed~~delivered to each member at least one (1) week before the time set for the ~~said~~such meeting. Robert's Rules of Order shall govern the procedure at all regular, special and annual meetings of the members and of the Board of Control.

Section 2. Regular meetings of the Board of Control shall be held on the second ~~Tuesday~~Friday of each month except July and August ~~and special~~. Special meetings of ~~said~~the Board of Control may be called by the President at any time on delivery of one (1) week's written notice ~~in writing or by telephone, or the~~. The President shall call a special meeting of the Board of Control upon the written request of a majority of the Board and within forty-eight (48) hours after the ~~mailing~~delivery of such request ~~addressed~~ to the President. Special meetings of the Board of Control may be held without notice when all members of the Board are present and sign waivers of notice.

Section 3. Seven (7) members of the Board of Control shall constitute a quorum at the Board of Control meetings, and twenty (20) members of the Club shall constitute a quorum at the meetings of the members.

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ARTICLE II

Board of Control

Section 1. ~~Officer~~Officers and members of the Board of Control shall be elected at the annual meeting of the Club by voice vote ~~and shall serve for a term of one (1) year of the full members.~~ All officers and members, except for the Treasurer, Recording Secretary, and Membership Secretary shall serve for a term of one (1) year. The Treasurer, Recording Secretary, and Membership Secretary shall serve for a term of two (2) years. Each at-large member of the Board of Control may not serve more than three (3) consecutive annual terms in his elected position

unless extension of his term is approved by two-thirds vote of the full members of this organization.

Section 2. ~~Section 2.~~ No member may hold more than one Officer position at the same time, nor may any member elected to the Board of Control at large simultaneously hold a position as an Officer.

Section 3. A vacancy in any office or in the Board of Control shall be filled by the Board of Control for the unexpired term.

ARTICLE III

Annual Meetings

The annual meeting of the Club, at which officers and members of the Board of Control shall be elected and reports from the President, Recording Secretary, Membership Secretary and Treasurer received, shall be held on the first Friday in January of each year on which there ~~is~~ would otherwise be a regular meeting, or such other date as may be fixed from time to time by the Board of Control. Newly elected officers and members of the Board of Control shall assume their duties on the day after the President's Dinner ~~which is held on the last Friday in January, or on such other date as may be fixed from time to time by the Board of Control.~~

ARTICLE IV

Dues and Fees

Section 1. Membership dues shall be payable in such amounts as shall be determined from time to time by the Board of Control and shall be regulated by the charges for regular ~~Club Luncheons. There may be meetings. The Board of Control may from time to time impose~~ extra charges for additional meetings or entertainment ~~as the Club may from time to time provide. No initiation fee shall be imposed on any class of membership.~~

Section 2. The Treasurer shall, at the beginning of each quarter, render to each member a bill covering the quarterly dues, and such other charges or assessments as shall be made by the Board of Control.

Section 3. Members in arrears for one-quarter, in payment of dues and such other charges or assessments as shall be made in accordance with these Bylaws, may be dropped from membership by a two-thirds (2/3) vote of the Board of Control at any meeting of the Board.

Section 4. Guests of members may be admitted to regular or special meetings by payments of such charge or charges as may be from time to time determined by the Board of Control.

Section 5. Resignations of membership shall be made in writing to the ~~Recording~~ Membership Secretary and shall be accepted by the Board of Control, providing the member resigning is not indebted to the Club.

ARTICLE V

Election of Active Members

Section 1. Proposals of candidates for active membership shall be made in writing, each proposal to be signed by at least one member of the Club and one member to second.

Section 2. A member ~~making a proposal~~ proposing a candidate for membership shall have introduced the candidate at a recent weekly meeting before furnishing such information regarding the person proposed as the Board of Control may require.

Section 3. A proposal of a candidate for active membership, in any membership class, shall be filed with the ~~Recording~~ Membership Secretary and by him referred to the Board of Control for action. If the Board of Control approves ~~such~~ the proposal, ~~he~~ the candidate shall be deemed to be provisionally elected as a member. The Board of Control shall vote on membership proposals at its regular monthly meetings. During months in which there is no scheduled Board of Control meeting, proposals of candidates for active membership may be voted on via e-mail at the discretion of the President.

Section 4. It shall be the duty of the President to notify the proposed member of ~~this~~ his provisional election. If the person so elected fails to qualify within thirty (30) days from the date of the ~~notice of such proposed member's name to the general membership effective date of his election (as determined by the Treasurer with the approval of the Board of Control)~~ by paying the membership fees provided for in Article IV, Section 1, the election of such proposed member ~~automatically becomes~~ shall be null and void ~~and the said proposed member shall not be permitted to qualify.~~

ARTICLE VI

Inactive Membership

There shall be established an Inactive Membership Roll. All Past Presidents shall, upon written request, be qualified members. In addition, at the discretion of the Board of Control, active members may be transferred to ~~said roll~~ the Inactive Membership Roll. In making such determination, the Board shall be guided by length of active membership, contributions and service rendered to the Club, geographical transfer or permanent physical disability making it difficult to attend weekly meetings on a regular basis and similar factors. Inactive members shall be excused ~~from~~ from paying annual dues, shall receive notice of Club activities, and shall be welcome to attend luncheons and special events by payment of appropriate charges as shall be established by the Board.

Affiliate Membership

There shall be established an Affiliate Membership Roll. The amount of members permitted on the Affiliate Membership Roll shall be determined by the Board of Control, but the number shall not exceed one-quarter of the permissible full membership of the club as stated in Article III of

the club constitution. Dues for Affiliate Members shall be determined by the Board of Control. Affiliate members shall be allowed to attend one regular meeting per month, and shall be invited to attend any other club activities with any fees for attendance determined by the Board of Control.

Additional Classes of Membership

The Board of Control may from time to time establish additional classes of membership with such rights and obligations as the Board may determine, provided that the full members have received notice thirty (30) days in advance of the creation of any such class. Any class of membership created by Board action under this paragraph may subsequently be terminated by the Board upon thirty (30) days' notice to the full members.

ARTICLE VII

Duties of Officers

Section 1. The President shall preside over the Board of Control and shall perform all the customary duties of the chief executive officer of an organization and such other duties as may be assigned by the Board of Control.

Section 2. The First Vice President shall have charge of special assignments designated by the President; the Second Vice President shall have charge of entertainment and social functions other than the regular meetings; the Third Vice President shall have charge of obtaining the speakers for the regular meetings; the Fourth Vice President shall have charge of the weekly raffles for the benefit of Club charities;

Section 3. The Recording Secretary shall take and transcribe the minutes of all Board of Control meetings, the Annual Meeting, and special meetings of the Club and shall record the Club's entertainment and social activities for the year.

Section 4. The Treasurer shall be responsible for the funds of the Club and shall keep full and accurate accounts of all receipts and disbursement in the books and records of the Club. Without limitation of the foregoing, the Treasurer shall perform all duties incident to the office of the chief financial officer of an organization and such other duties as may be assigned by the President or the Board of Control.

Section 5. The Archivist shall have overall charge of all the Club's permanent records including, but not limited to, the Club's entertainment and social activities records and the Club's financial records

Section 6. The Membership Secretary shall be responsible for coordinating the admission of new members to the club – which shall include: attracting potential new members, collecting and presenting applications for membership to the Board of Control, maintaining a supply of club regalia for presentation to newly elected members, and chairing the Membership Committee

ARTICLE VII

Committees

Section 1. The Nominating Committee and the Membership Committee shall be the standing ~~committee~~committees of the Club.

Section 2. The Nominating Committee shall consist of a Chairman and two other members of the Club. ~~If The immediate Past President shall be the duty of Chairman of the Nominating Committee, if the immediate Past President is unable, or unwilling to appoint~~fulfill this position the members of the Nominating Committee immediately after his election. He~~President~~ shall appoint, ~~as another Past President to the position. The~~ Chairman of the Nominating Committee, ~~a past President of the Club. He~~ shall choose and appoint the two other members of the Nominating Committee from the ~~general~~full membership of the Club including those who may be currently members of the Board of Control. The President shall fill all subsequent vacancies occurring in ~~said~~the Nomination Committee.

Section 3. The Membership Committee shall be responsible for maintaining and growing the active membership of the club. The Membership Secretary shall be the Chairman of the committee and shall appoint four other full members to sit on the Committee at the beginning of each year. Regular meetings of the Committee shall be held throughout the year at times determined by the Committee. The Membership Secretary shall deliver reports to the Board of Control of the activities of the Committee at each Board of Control meeting.

ARTICLE VIII

Insignia

~~**Section 1.**~~ The insignia of membership shall be a rosette, bearing the colors orange, white and black or one of the Club ties, either a bow or a four-in hand style, bearing the background of navy blue, green or maroon, on which is woven the R.A. dining shield.

~~**Section 2.**~~ ~~The Club stationery shall be in the form attached and made a part of these Bylaws~~

ARTICLE IX

President's Dinner

The President's Dinner of the Club shall be held on the night of the last Friday in January, or at such other time as the Board of Control shall designate.

ARTICLE X

Communications

Delivery by e-mail, to the pre-registered e-mail addresses of the membership, of any notification or communication required by these by-laws shall be considered sufficient, and the delivery date and time shall be considered to be the sending date and time of the e-mail transmission.

ARTICLE XI

Amendments

These Bylaws may be amended by a majority vote of the full members present at any regular meeting, provided that the substance of such proposed Amendment or Amendments shall have been stated in the notice of such meeting.