

The By-Laws of The Scottish American Society of The Villages

ARTICLE I - NAME

The name of this organization shall be the Scottish American Society of The Villages, hereinafter known as the Society.

ARTICLE II - PURPOSE

The purpose of the Society shall be to encourage and support all members of Scottish lineage or other interested parties in the perpetuation of Scottish history, traditions, education, customs, etc. The Society fulfills this purpose by holding social functions for the members and guests and by supporting activities such as Scottish Country Dancing, Highland Dancing, Pipe and Drum Bands, Scottish athletic events and festivals either run by the Society or other Scottish organizations. The Society is a volunteer organization dedicated to this purpose.

ARTICLE III - MEMBERSHIP AND DUES

Section (a)

Any resident of the Villages who supports the purpose of the Society shall be eligible for membership. Such person shall be accepted into Membership upon completion of an Application Form and payment of initiation fee.

Section (b)

Each member in good standing shall be entitled to one vote on all matters that come before the general membership.

Section (c)

Annual dues shall be established by the Board and announced at the Annual General Meeting. Such dues are payable by February 1st.

Section (d)

All members shall update their membership information annually. Forms are available from the Membership Chairperson and the website.

ARTICLE IV - BOARD OF DIRECTORS

Section (a)

The Society shall be governed by a Board of Directors (hereinafter known as the Board). The Board consists of four (4) Officers, the past president, and a minimum of two (2) Committee Chairs. Job descriptions will be established for each position of the Board and a copy will be provided to each Board member. Copies shall be available to the General Membership upon request.

Section (b)

The Officers shall be the:

(1) President - who shall preside at all Regular and Board Meetings and shall direct and ensure that the Society functions in accordance with the By-Laws. Once the President's term of office is complete, the President will join the Board as the Past President, a member with voice and vote for a 1 year term.

(2) Vice-President - who shall, if the President is unable to carry out his duties, act as the President in all respects until such time as the President can resume his duties or there is an election of new Officers. The Vice-President shall become President upon completion of the President's term.

(3) Secretary - who shall record and maintain minutes of all Regular, Board, and Annual General Meetings. The Secretary shall also maintain the records of Committee Meetings as furnished by the Committee Chairpersons. The Secretary shall be the custodian of all other Society records, documentation and materials. The Secretary shall be responsible for all correspondence between the Society and all other bodies and shall be responsible for maintaining files on all such correspondence.

(4) Treasurer - who shall be the custodian of all funds of the Society, pay all bills approved by the Board and keep itemized records of all receipts and disbursements. The Treasurer shall prepare a financial statement, which shall be presented for approval to the Board at their meetings. The approved statements shall be made available at regular Society functions. The Treasurer shall prepare the Society's books for an annual audit to be conducted in January. The Treasurer, with the cooperation of the Board, shall prepare an Annual Budget for approval by the Board to be presented to the membership at the Annual General Meeting.

Section (c)

Chairpersons of the committees listed in Article VII, Section (a), 1 through 3 shall fill Director positions.

ARTICLE V - MEETINGS

Section (a)

A meeting/event schedule will be prepared by the Board of Directors and presented at the Annual General Meeting.

Section (b)

The December meeting shall be designated the Annual General Meeting for purposes of elections, financial reviews and any other business deemed necessary by the Board or requested by the membership.

Section (c)

The Board shall meet monthly or as needed at the president's discretion, at a time and location agreeable to the Board.

Section (d)

Special Meetings shall be convened by a request from a majority of the membership.

Section (e)

A quorum for all Membership Meetings shall be 10% of the membership as of the Annual General Meeting. A quorum for all Board Meetings shall be a majority 50% of the Board.

Section (f)

The agenda for Board Meetings and Committee Meetings is the responsibility of the President or Chairperson as appropriate.

ARTICLE VI - ELECTIONS

Section (a)

Elections shall be held at the Annual General Meeting.

Section (b)

In October the President shall appoint a Nominating Committee, with approval of the Board. The Committee shall consist of the current Vice-President and two other Society members who will be appointed by the President. The Committee shall present a slate of candidates to the membership at the Annual General Meeting. Then the meeting shall be open for nominations

from the floor. The names of all duly nominated candidates shall be placed in nomination to be voted upon at the Annual General Meeting.

Section (c)

The term of office for the President and Vice-President shall be one (1) year. The term of office for the Secretary and the Treasurer shall be two (2) years with no limit as to the number of terms a maximum of two consecutive terms.

Section (d)

The term of office for Chairpersons shall be one (1) year. There shall be no limit to the number of terms a Chairperson may serve.

Section (e)

The President shall appoint a member in good standing to fill any vacancy on the Board until the next Annual General Meeting. Such appointments shall be approved by the Board.

Section (f)

The new Officers and Chairpersons shall assume their duties on the first day of the month following the Annual General Meeting.

ARTICLE VII - COMMITTEES

Section (a)

The Society's day-to-day business shall be conducted by a number of committees, which are:

1. COMMUNICATIONS - This Committee is responsible for the creation and publication of the Society's newsletter, The Kiltie, and for maintenance of the website. The committee will also be responsible for interface with the communications media and for active promotion of the Society's goals, activities and presence in the area.

2. MEMBERSHIP - This Committee is responsible for maintaining membership records, collecting the collection of membership dues from new and renewing members, forwarding dues to the Treasurer for deposit, and preparing and issuing membership cards. This committee shall also be responsible for preparing and launching membership retention and recruitment programs as well as arranging for hospitality and reception as needed for meetings/gatherings.

3. PROGRAMS – This Committee is responsible for the planning and execution of all aspects of the Society's regularly scheduled monthly meetings, including entertainment, catering, logistics and any special needs.

4. AD HOC - These Committees that may be established to meet special non-recurring needs. The establishment of such committee(s) shall be at the Board's discretion.

Section (b)

Committee Chairpersons for committees listed in Article VII, Section (a), 1 through 3 shall be elected by the membership at the Annual General Meeting. The Chairpersons so elected shall function as Directors serve on the Board of the Society. The Chairperson(s) of Ad Hoc committee(s) shall be appointed by the Board. Ad Hoc Committee Chairpersons will not serve as Directors on the Board.

Section (c)

The Committee Chairperson shall report committee activity to the Board and to the general membership as circumstances dictate or as directed by the President.

Section (d)

The President shall be an ex-officio member of all committees. The Vice-President may represent the President if so directed by him/her.

ARTICLE VIII - FINANCIAL

The Society shall maintain a checking account with a financial institution agreeable to the Board. Checks drawn on the account shall require signatures of two (2) officers of the Society.

ARTICLE IX - PARLIAMENTARY AUTHORITY

The conduct of Society business shall be governed by the Parliamentary Authority of Robert's Rules of Order, latest edition.

ARTICLE X - AMENDMENT OF BY-LAWS

These By-Laws may be amended at an Annual General Meeting by a two-thirds majority vote of those present and entitled to vote, providing that these changes have been sent to membership in writing at least two (2) weeks prior to the Annual General Meeting.

Articles I and VIII Amended November 19th, 1998

Articles IV, V and VII Amended November 19th, 1999

Articles III , IV, V and VI Amended May 8th, 2003

Articles I, II and Heading Title Amended February 12, 2004

Articles I, II, III, IV, V, VI, VII, and VIII Amended May 8, 2008

Article V Amended March 8, 2012

Article III Amended March 14, 2013

Articles III, V, and VI Amended February 13, 2014

BY-LAW CHANGES

Date of Change	Current	Proposed
12/12/2014	<p><u>ARTICLE III - MEMBERSHIP AND DUES</u></p> <p><u>Section (a)</u> Any resident guest of the Villages who supports the purpose of the Society shall be eligible for membership. Such person shall be accepted into Membership upon completion of an Application Form and payment of dues.</p> <p><u>Section (c)</u> Annual dues shall be established by the Society at the Annual General Meeting. Such dues are payable by February 1st.</p> <p><u>Section (d)</u> All members shall update their membership information annually. Forms are available from the Membership Chairperson and the website.</p>	<p><u>Section (a)</u> Any resident guest of the Villages who supports the purpose of the Society shall be eligible for membership. Such person shall be accepted into Membership upon completion of an Application Form and payment of initiation fee.</p> <p><u>Section (c)</u> Annual dues shall be established by the Society at the Annual-General-Meeting Board and announced at the Annual General Meeting. Such dues are payable by February 1st.</p> <p><u>Section (d)</u> All members shall update their membership information annually. Forms are available from the Membership Chairperson and the website.</p>

ARTICLE IV - BOARD OF DIRECTORS

Section (a)

The Society shall be governed by a Board of Directors (hereinafter known as the Board). The Board consists of four (4) Officers and a minimum of two (2) Directors. Job descriptions will be established for each position of the Board and a copy will be provided to each Board member. Copies shall be available to the General Membership upon request.

Section (b)

The Officers shall be the:

- (1) President - who shall preside at all Regular and Board Meetings, and shall direct and ensure that the Society functions in accordance with the By-Laws.

- (2) Treasurer - who shall be the custodian of all funds of the Society, pay all bills approved by the Board and keep itemized records of all receipts and disbursements. The Treasurer shall prepare a financial statement, which shall be presented for approval to the Board at their monthly meetings. The approved statements shall be made available at regular Society functions. The Treasurer shall prepare the Society's books for an annual audit to be conducted in January. The Treasurer, with the

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- (2) Treasurer - who shall be the custodian of all funds of the Society, pay all bills approved by the Board and keep itemized records of all receipts and disbursements. The Treasurer shall prepare a financial statement, which shall be presented for approval to the Board at their **monthly** meetings. The approved statements shall be made available at regular Society functions. The Treasurer shall prepare the Society's books for an annual audit to be conducted in January.

<p>cooperation of the Board, shall prepare an Annual Budget for approval by the membership at the Annual General Meeting.</p> <p><u>Section (c)</u> Chairpersons of the committees listed in Article VII, Section (a), 1 through 5 shall fill Director positions.</p> <p><u>ARTICLE V - MEETINGS</u></p> <p><u>Section (b)</u> The December meeting shall be designated the Annual General Meeting for purposes of elections, financial reviews and any other business deemed necessary by the membership.</p> <p><u>Section (c)</u> Board Meetings shall be held monthly, except for June, July and August, or more often if deemed necessary by the President, at a time and location agreeable to the Board.</p> <p><u>Section (e)</u> A quorum for all Membership Meetings shall be 10% of the membership as of the Annual General Meeting. A quorum for all Board Meetings shall be a majority of the Board.</p> <p><u>Section (f)</u> Committee Meetings shall be held as necessary, as</p>	<p>The Treasurer, with the cooperation of the Board, shall prepare an Annual Budget for approval by the Board to be presented to the membership at the Annual General Meeting.</p> <p><u>Section (c)</u> Chairpersons of the committees listed in Article VII, Section (a), 1 through 3 shall fill Director positions shall sit on the Board with voice and vote.</p> <p><u>Section (b)</u> The December meeting shall be designated the Annual General Meeting for purposes of elections, financial reviews and any other business deemed necessary by the Board or requested by the membership.</p> <p><u>Section (c)</u> Board Meetings shall be held monthly, except for June, July and August, or more often if deemed necessary by the President. The Board shall meet monthly or as needed at the president's discretion, at a time and location agreeable to the Board.</p> <p><u>Section (e)</u> A quorum for all Membership Meetings shall be 10% of the membership as of the Annual General Meeting. A quorum for all Board Meetings shall be a majority 50% of the Board.</p> <p><u>Section (f)</u></p>
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directed by the Committee Chairperson, to handle the business assigned to the committee.

ARTICLE VI - ELECTIONS

Section (b)

In October the President shall appoint a Nominating Committee, with approval of the Board. The Committee shall present a slate of candidates to the membership at the Annual General Meeting. Then the meeting shall be open for nominations from the floor. The names of all duly nominated candidates shall be placed in nomination to be voted upon at the Annual General Meeting.

Section (c)

The term of office for the President and Vice-President shall be one (1) year. The term of office for the Secretary and the Treasurer shall be two (2) years with no limit as to the number of terms.

Section (d)

The term of office for Directors shall be one (1) year. There shall be no limit to the number of terms a Director may serve.

~~Committee Meetings shall be held as necessary, as directed by the Committee Chairperson, to handle the business assigned to the committee.~~

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Section (d)

The term of office for ~~Directors~~ **Chairpersons** shall be one (1) year. There shall be no limit to the number of terms a ~~Director~~ **Chairperson** may serve.

	<p><u>Section (f)</u> The new Officers and Directors shall assume their duties immediately following the Annual General Meeting.</p> <p><u>ARTICLE VII - COMMITTEES</u></p> <p><u>Section (a)</u> The Society's day-to-day business shall be conducted by a number of committees, which are:</p> <ol style="list-style-type: none"> 1. BURN 'S SUPPER - responsible for planning and implementation of the Society's annual Burn's Supper. 2. COMMUNICATIONS - responsible for the creation and publication of the Society's newsletter, The Kiltie, and for maintenance of the website. The committee will also be responsible for interface with the communications media and for active promotion of the Society's goals, activities and presence in the area. 3. MEMBERSHIP - responsible for maintaining membership records, collecting membership dues from new and renewing members, forwarding dues to the Treasurer for deposit, and preparing and issuing membership cards. This committee shall also be responsible for preparing and launching membership retention and recruitment programs. 	<p><u>Section (f)</u> The new Officers and DirectorsChairpersons shall assume their duties immediately on the first day of the month following the Annual General Meeting.</p> <p><u>Section (a)</u> The Society's day-to-day business shall be conducted by a number of committees, the following committees which are:</p> <p>1. BURN 'S SUPPER—responsible for planning and implementation of the Society's annual Burn's Supper.</p> <ol style="list-style-type: none"> 1. COMMUNICATIONS – This Committee is responsible for the creation and publication of the Society's newsletter, The Kiltie, and for maintenance of the website. The committee will also be responsible for interface with the communications media and for active promotion of the Society's goals, activities and presence in the area. 2. MEMBERSHIP - This Committee is responsible for maintaining membership records, collecting the collection of membership dues from new and renewing members, forwarding dues to the Treasurer for deposit, and preparing and issuing membership cards. This committee shall also be responsible for preparing and launching membership retention and recruitment programs as well as arranging for hospitality and
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	<p>4. PROGRAMS - responsible for the planning and execution of all aspects of the Society's regularly scheduled monthly meetings, including entertainment, catering, logistics and any special needs.</p> <p>5. SPECIAL EVENTS - responsible for the planning and execution of any Society special activity such as golf outings, travel, theater outings, picnics or the Society's involvement with the activities of any other organization.</p> <p>6. AD HOC - committee(s) that may be established to meet special non-recurring needs. The establishment of such committee(s) shall be at the Board's discretion.</p> <p><u>Section (b)</u> Committee Chairpersons for committees listed in Article VII, Section (a), 1 through 5 shall be elected by the membership at the Annual General Meeting. The Chairpersons so elected shall function as Directors of the Society. The Chairperson(s) of Ad Hoc committee(s) shall be appointed by the Board. Ad Hoc Committee Chairpersons will not serve as Directors.</p> <p><u>Section (c)</u> The Committee Chairperson shall select an even number of members from the general membership to conduct the</p>	<p>reception as needed for meetings/gatherings.</p> <p>3. Programs – This Committee is responsible for the planning and execution of all aspects of the Society’s gatherings and meetings. This includes working with subcommittees for the Burns Supper, the Annual Picnic, as well as any other ad hoc committees formed to develop and present a program for The Society.</p> <p>5. SPECIAL EVENTS – responsible for the planning and execution of any Society special activity such as golf outings, travel, theater outings, picnics or the Society's involvement with the activities of any other organization.</p> <p>4. AD HOC – These Committees that may be established to meet special non-recurring needs. The establishment of such committee(s) shall be at the Board's discretion.</p> <p><u>Section (b)</u> Committee Chairpersons for committees listed in Article VII, Section (a), 1 through 3 shall be elected by the membership at the Annual General Meeting. The Chairpersons so elected shall function as Directors serve on the Board of the Society. The Chairperson(s) of Ad Hoc committee(s) shall be appointed by the Board. Ad Hoc Committee Chairpersons will not serve as Directors on the Board.</p> <p><u>Section (c)</u> The Committee Chairperson shall select an even</p>
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