

**ROGUE AREA SENIOR COMPUTER ASSISTANCE LEAGUE
BY-LAWS**

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November 13, 2007 REVISION

**ARTICLE I
PURPOSE**

- A. The purpose of the organization known as Rogue Area Senior Computer Assistance League, (hereinafter known as RASCAL), is to encourage the use and knowledge of computers among the senior population in the community. RASCAL is a volunteer, nonprofit corporation, is registered as a non-profit corporation in the State of Oregon and has been granted tax-free status under IRS Section 501 [c][3].**
- B. This corporation is organized exclusively for the charitable and education purposes within the meaning of Section 501 [c] [3] of the Internal Revenue Code. Notwithstanding other provisions of these articles, the organization shall not carry on any other activities not permitted to be carried on**
- 1. by an organization exempt from Federal Income Tax under Section 501[c][3] of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), or**
 - 2. by any organization, contributions to which are deductible under Section 170 [c][2] of the Internal Revenue law).**

ARTICLE II MEMBERSHIP

There shall be three categories of membership in RASCAL:

Regular, Participating and Community Members. Membership shall be for one calendar year. A Regular Member may purchase a Lifetime Membership.

A. REGULAR MEMBERSHIP is open to all who:

- 1. Are age 55 or over and their spouse, regardless of age.**
- 2. Pay the annual dues. The annual dues for all Classes of Regular Membership will be recommended by the Board and presented to the General Membership for approval. In the event an Honorary Lifetime Membership is awarded for extraordinary service, upon the recommendation of a regular member of RASCAL, the Board may approve the recommendation. Approval by the General Membership is not required.**
- 3. Abide by these by-laws.**
- 4. Are interested in becoming computer literate or enhancing their existing knowledge of computers.**
- 5. Are willing to volunteer their individual expertise and time for the benefit of this organization and the community.**

B. PARTICIPATING MEMBERS:

Shall be individuals who participate in voluntary supportive activities of RASCAL such as teaching, advising and consulting, but may not be eligible for regular membership because of age requirements.

Participating membership shall be offered to individuals approved by the Board.

C. COMMUNITY MEMBERS:

Shall be individuals and educational, corporate, business and professional organizations that support the purposes of RASCAL.

Community membership shall be designated by the Board.

NOTE: Participating and Community Members are encouraged to attend and participate at RASCAL meetings but do not have voting privileges, and are not required to pay dues.

**ARTICLE III
BOARD OF DIRECTORS**

- A. The Board of Directors (hereinafter known as "The Board") shall be the Directors of RASCAL.**

The Board shall consist of seven members, which may be increased by the Board under extenuating circumstances. The Board is authorized to conduct the business of RASCAL and is responsible for communicating to the General Membership the actions of the Board.

The offices of the Board shall be:

- 1. PRESIDENT:**
Shall preside at all Board and General Membership Meetings or appoint a designee to do so.
Shall be an ex officio member of all standing and special committees.
Shall vote only in the case of a tie vote.
Shall have power to defer any Board action until the next scheduled Board meeting.
Shall overview each of the other members of the Board and assist these members in their tasks.
Shall be responsible for maintaining the General Policies and Procedures Manual.
Shall be responsible to oversee that all activities of RASCAL are in accordance with the By-laws.
- 2. VICE-PRESIDENT:**
Shall preside in the absence of the President.
Shall fulfill other administrative duties as requested by the President.
- 3. SECRETARY:**
Shall maintain all pertinent records during the term of office.
Shall act as corresponding secretary.
Shall appoint assistants when needed.
- 4. TREASURER:**
Shall provide a budget for Board review and approval by the first meeting in October of the current year.
Shall keep a true and faithful record of all transactions of monies for RASCAL, and report same to the Board and to the membership as appropriate.
- 5. The balance of the Board shall consist of Education Director, Membership Director, Communications/Facility Director, and others determined by the Board.**

All Board members have the authority and responsibility to recruit from the General Membership any help that is required in carrying out their responsibilities.

- B. Each member who is an elected officer of the RASCAL Board shall be elected to the Board for a term of one year with the option of being elected or appointed for three additional consecutive one-year terms. A member may be re-elected or appointed to the Board after a one-year interval of not serving on the Board.**
- C. Committees, as required, shall be designated by the Board.**
- D. Board meetings shall be held on an as-needed basis but shall be held at least once monthly.**
- E. A quorum of the Board shall be four of the elected Members of the Board. A quorum shall be necessary to vote on any action.**
- F. A majority vote of the Board members present is required approving any action taken.**
- G. Board meetings are open to all members who wish to attend for the purpose of observing Board activities. In the event that a non-member wishes to address the Board on any issue, at least two weeks prior notice must be given unless the President waives that time.**
- H. A member of the Board may be recalled by a simple Majority vote of the members present at a General Membership meeting.**
- I. All Board members are volunteer positions and serve without compensation.**

ARTICLE IV NOMINATING COMMITTEE

- A. Annually a nominating committee shall meet no later than the last meeting in July so that a slate of officers is ready for election at the annual business meeting in October. The nominating committee shall be chaired by the President and shall include one other officer and at least two members of the club who are in good standing.**
- B. The Nominating Committee is required to previously contact all persons under consideration to inform them of their possible nomination and election to the Board. Candidate's acceptance is mandatory before they can be nominated.**
- C. Board members who are unable to complete their term of office, for any reason, will be replaced by Board appointment. The replacement member for that position shall serve**

only to the end of the original term of office but may be nominated for a Board position at the end of their appointment.

D. ANNUAL BUSINESS MEETING:

The Annual General Membership Business Meeting shall be held on the third meeting of October. At that time, in addition to any other business that may be transacted, there shall be a report of the Board, an up-to-date financial statement from the Treasurer, election of officers and the introduction of the new Board.

Installation of the newly elected officers will be the first meeting in January subsequent to their election.

ARTICLE V MEETINGS

- A. GENERAL MEMBERSHIP MEETINGS shall be held weekly except when an assigned meeting day falls during a holiday period or special exceptions determined by the Board.**
- B. SPECIAL BOARD MEETINGS may be held at a time to be fixed by the President or at the request of two or more members of the Board. The time and place of such meetings shall be announced sufficiently in advance to allow attendance by all members.**

ARTICLE VI FINANCES

- A. CROSS-REFERENCE: Annual dues for all classes of Regular Membership and Lifetime Membership will be recommended by the Board and presented to the General Membership for their approval.**
- B. Classes and computer lab usage may require additional Fees.**
- C. Expenditures in excess of \$250 require the approval of the Board.**
- D. The Treasurer shall inventory all assets. In the event that RASCAL should be dissolved, the following is required by IRS under Section 501 [c][3]: "Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 [c][3] of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the Federal Government, or to a State or Local Government for a public purpose. Any such assets**

not so disposed, shall be disposed of by the Court of Common Plea of the County in which the principal office of the organization (or organizations) is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized exclusively for such purpose."

**ARTICLE VII
AMENDING BY-LAWS**

- A. These By-laws may be amended by an affirmative vote of the majority of the General Membership in attendance at a General Membership meeting.
- B. The General Membership must be notified thirty days prior to voting and adoption of any proposed amendments to these By-laws.

**ARTICLE VIII
ADOPTION OF BY-LAWS**

IT IS HEREBY DOCUMENTED that these By-laws have been revised and approved by the General Membership of RASCAL on the 13th day of November 2007 and signed by the elected Board of RASCAL.

(s) William J. Porter

William J. Porter, President

(s) Robert W. Booth

Robert W. Booth, Vice President

(s) Velma Gustafson

Velma Gustafson, Secretary

(s) Naomi Carlson

Naomi Carlson, Treasurer