



Olympia Microcomputer Users Group

OMUG Bylaws

In the autumn of 1996, OMUG formed an ad-hoc bylaws committee to examine the existing bylaws, and recommend changes. The committee created these new bylaws, which were passed by a vote of the membership in the February 1997 general meeting. Adopted by the Executive Board February --, 1997; amended by vote of OMUG members April 8, 1999; February 10, 2005, March 13, 2008; and December 2, 2017.

Please note that the bylaws are only half of the process that governs OMUG. The bylaws are the structural foundation on which the club functions and thus are not intended to be amended except upon an emergent situation. The day-to-day operations of the club are managed by a set of [Standing Rules](#), which can be updated by the [Executive Board](#) at any official meeting. We are proud to present these bylaws on our web site as a reference for all OMUG members.

Outline of the OMUG Bylaws

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BYLAWS OF THE OLYMPIA MICROCOMPUTER USERS GROUP As Amended December 2, 2017

ARTICLE I

Name

The name of this organization shall be Olympia Microcomputer Users Group. The Group will hereinafter be referred to as OMUG.

ARTICLE II

Purpose

The purpose of OMUG shall be to provide a nonprofit, educational, self-help organization for users of personal computers and related electronic devices; to cultivate cooperative relationships among computer users in our community; and to promote knowledgeable use of personal computer hardware and software.

ARTICLE III

Members

Section 1. Membership is open to all users of personal computers and those interested in personal computing upon payment of membership dues. Individuals who complete a membership application and pay dues will be designated Primary Members, and are entitled to vote in all elections for club officers and issues put to the monthly general meeting.

Section 2. Spouses, partners, and children residing in the same household as the Primary Member will, when registered, be designated Associate Members. Associate Members may participate in all OMUG activities, except they will not be eligible for elected officer positions, nor will they be eligible for door prizes except in the Primary Member's absence.

Section 3. Annual membership dues are set by the executive board.

ARTICLE IV **Officers**

Section 1. The officers of OMUG shall be President, Treasurer, and Webmaster. These officers shall constitute the Executive Board and will perform the duties prescribed by these bylaws. The Executive Board may be expanded to include additional officers on a temporary basis and until the next April election, such as Vice President, Secretary, immediate past president of OMUG, Newsletter Editor, and up to three Directors At Large by a majority vote of the existing officers at a Board Meeting. At the next April election, nomination and election of persons to fill these additional positions will be performed as outlined in Section 2 and 3 of Article IV of these Bylaws.

Section 2. Nominations for election to the Executive Board shall be provided by the Nominating Committee or accepted from the floor at the February, March, or April general meetings. Persons nominated for office must be Primary Members in good standing and indicate their willingness to serve in the office for which they are nominated at the time their name is placed in nomination.

Section 3. All officers will be elected by ballot for a term of one year by simple majority of Primary Members voting at the April general meeting. The terms of the new officers will commence the first day of the month following the election, usually May 1, and end the following April 30. The next Board meeting following the election shall be a transition meeting with out-going and in-coming Officers expected to attend.

Section 4. All officers must be Primary Members in good standing. If an officer's membership lapses, his or her office will be considered vacated.

Section 5. Sitting officers shall not be barred from running for the same or other office, except that the President and Secretary must not be the same person (Per RCW 24.03.125).

Section 6. Each officer is encouraged to appoint an assistant to assist in the duties of the office. The assistant may vote in the officer's stead at Executive Board meetings when requested by the officer. Officers shall notify one of the other officers 24 hours prior to a general or executive meeting if he or she is unable to attend.

Section 7. Any officer may be removed from office by vote of two thirds of the Executive Board at either a regular or special meeting. Such action may not occur unless the officer has been notified of the pending action and has been given an opportunity to appear before the board in a Special meeting.

Section 8. The Executive Board shall appoint a replacement for the remaining term of any office vacated due to lapsed membership, when an officer resigns, when an officer is not re-elected to that position at the annual election meeting, or is removed by the board.

Section 9. The minimum number of directors may at any time be increased or decreased by amendment of these Bylaws.

Section 10. All vacancies in the Board may be filled by the affirmative vote of a majority of remaining directors or as deemed necessary by the Board.

ARTICLE V

Executive Board

Section 1. The Executive Board shall consist of the elected officers enumerated in Article IV and the immediate past president if he or she wishes to serve.

Section 2. The Executive Board shall adopt and publish standing rules to administer OMUG.

Section 3. The Executive Board shall choose the name of OMUG's registered agent and OMUG's street address and mailing address, by a simple majority vote of existing Officers at a Board meeting. These shall be filed with the Secretary of State's Office by the next required annual filing.

Section 4. The Executive Board shall conduct a board meeting open to the membership at least once per year and as often as deemed necessary to conduct the business of OMUG.

Section 5. Except as otherwise prescribed in these bylaws, motions put before the board will require only a simple majority vote of officers present.

Section 6. A quorum of at least two officers will be required to vote on any motion.

Section 7. The President may call a Special meeting of the Executive Board for the purpose of discussing and voting on personnel issues that will otherwise remain confidential.

Section 6. The Executive Board may approve general and board meeting minutes in person or via electronic means.

ARTICLE VI

Duties of Officers

If a position listed below is vacant, these duties outlined will be performed by other Board members. (Reference OMUG Bylaws Article IV, Section 1)

Section 1. President:

- a. Shall preside at all General and Executive Board meetings.
- b. Shall appoint, with the consent of the Executive Board, Special Interest Group Leaders and other Key Members.
- c. Oversees all special events and new projects in which OMUG is involved.
- d. Has final responsibility for ensuring general and Executive Board meeting locations and availability.
- e. Shall appoint committees as outlined in Article VIII.

Section 2. Vice President:

- a. Shall, in the case of the President's absence or incapacity to serve, assume the responsibilities of President.
- b. Shall be Program Chair and arrange for all General meeting presentations.
- c. Shall perform such other duties as the Executive Board may assign.

Section 3. Secretary:

- a. Shall keep the minutes of all General and Executive Board meetings.
- b. Shall maintain the official copy of the current Bylaws and Standing Rules.
- c. Shall make the approved minutes available electronically to the Newsletter Editor and/or the Webmaster for publication.
- d. Shall make any revisions to the minutes as approved by the Executive Board.
- e. Shall maintain archives of minutes and other club documents, as appropriate.

Section 4. Treasurer:

- a. Shall collect all monies due under authority of OMUG and provide receipts upon request.
- b. Shall make a report at each General meeting concerning the club's finances and provide a written or electronic report to the Executive Board that will be published on the website.
- c. Shall submit to the Executive Board a year-end financial summary report by February 28th for the current fiscal year.
- d. Shall promptly pay all debts incurred by OMUG and authorized by the Executive Board.
- e. Shall provide access to OMUG's financial records for the Audit Committee within 14 days of the assumption of duties of new officers, and at such other times as the Executive Board may direct.
- f. Shall maintain a separate fund for OMUG scholarships.
- g. Shall maintain adequate records to support requirements of the Internal Revenue Service or other governmental agencies.
- h. Shall set up appropriate bank accounts with at least two officers listed as "responsible individuals" (at a minimum the Treasurer and President) with OMUG's banking institution(s).
- i. Upon leaving the office of Treasurer will convey within one month the change of responsible persons with the financial institution, as needed, and give all Treasurer records to the next Treasurer.

Section 5. Newsletter Editor:

- a. Shall collect, edit and format material, relevant to OMUG's purpose, for publication in a newsletter.
- b. Shall be responsible for production and distribution of the newsletter, which may be done electronically.

Section 6. Webmaster:

- a. Shall be responsible for design and maintenance of OMUG's Web page.
- b. Shall collect, edit and format material—relevant to OMUG's purpose—from the Executive Board, and SIG leaders for publication on the Web page.

Section 7. Director At Large:

Shall perform such duties as assigned by the President and approved by the Executive Board.

ARTICLE VII

Possible Key Members, to carry on the work of OMUG, may be appointed from time to time by the President and approved by the OMUG Executive Board.

Section 1. Special Interest Group (SIG) Coordinator

- a. Is appointed by the President and approved by the Executive Board.
- b. Is responsible for coordinating among various SIGs, and for starting new SIGs when sufficient interest is shown.
- c. Be responsible for various SIGS and for closing SIGs when interest wanes.
- d. Will collect and present to the Executive Board the number of attendees for each SIG meeting.

Section 2. Special Interest Group Leaders

- a. Are appointed by the President and approved by the Executive Board.
- b. Must be members of OMUG in good standing unless exception is granted by majority vote of the Executive Board.
- c. SIG Leaders are responsible to work with the SIG Coordinator to arrange for SIG meeting place, required special audio/video equipment, handouts, and other materials that may be required.
- d. May be removed by majority vote of Executive Board members at a board meeting.

Section 3. Membership Coordinator

- a. Is appointed by the President and approved by the Executive Board.
- b. Shall be responsible for maintaining a database consisting of names, addresses, phone numbers, e-mail addresses, and other relevant data of OMUG members and Associate members.

Section 4. Historian

- a. Is appointed by the President and approved by the Executive Board.
- b. Shall research, compile and maintain a written history of OMUG.
- c. Shall collect material for and maintain OMUG archives.

Section 5. Committee Chairs

- a. Are appointed by the President and approved by the Executive Board except when a committee is entirely selected by the Executive Board in which case the committee may select its chair.
- b. Will select committee members and advise the Executive Board of the committee members' names

ARTICLE VIII

Committees to carry on the work of OMUG may be appointed from time to time by the President and approved by the OMUG Executive Board.

Possible Committees:

Section 1. Public Relations Committee

Shall develop and maintain a Public Relations Program, a Publicity Program, and such other similar programs as approved by the Executive Board.

Section 2. Membership Committee

Shall develop and maintain a Member Retention Program, a New Member Program, and such other similar programs as approved by the Executive Board.

Section 3. Special Activities Committee

Shall coordinate special activities for fund raising, membership drives, and OMUG social events.

Section 4. Audit Committee

Shall conduct an audit of the outgoing treasurer's books and accounts each year at the end of his or her term and when required by the Executive Board.

Section 5. Nominating Committee

Shall nominate a slate of candidates for upcoming elections in a timely manner.

Section 6. Elections Committee

Shall administer the election of officers. In the absence of having an Elections Committee, the Executive Board will administer the election of officers.

Section 7. Budget Committee

Shall prepare an annual operating budget each year in a timely manner.

Section 8. Scholarship Committee

Shall administer scholarship activities in accordance with IRS and other governmental regulations for a nonprofit organization.

Section 9. House Committee

Shall coordinate General Meeting locations, set up, and break down meeting room.

Section 10. Other committees, standing or special, deemed necessary to carry on the work of OMUG may be appointed from time to time by the President and approved by majority of the OMUG Executive Board.

ARTICLE IX

Disbursement of OMUG Funds

No disbursements of any funds raised by OMUG, including disbursement upon dissolution, may be made to any member in an amount exceeding expenses incurred by that member on behalf of OMUG.

A checking account shall be maintained by the Treasurer for purposes of paying authorized expenses of the club. The checking account shall require both the President and the Treasurer to be responsible individuals such that either person may issue checks or make necessary modifications to the checking account as the Board may deem necessary. Additional persons may be named as checking account responsible individuals as the board may decide.

Upon dissolution of OMUG, all remaining funds shall be distributed to selected charities or educational institutions as the Executive Board decides and according to relevant laws.

ARTICLE X

Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern OMUG in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any standing rules the OMUG Executive Board may adopt..

ARTICLE XI

Amendment of Bylaws

These bylaws may be amended at any OMUG General Meeting by a two thirds vote of Primary Members present, provided that the proposed amendments have been referred by one of the procedures outlined below,

- a. Bylaws Committee: The President, with approval of the Executive Board, may appoint a committee to review the current bylaws and propose amendments. If accepted by the Executive Board, the proposed amendments will be referred to the General Meeting.
- b. Petition: A petition containing proposed amendments, signed by 10% or more of OMUG's current Primary Members, may be presented to the Executive Board at any Executive Board meeting. Upon verification of the validity of the signatures, the board will refer the proposed amendments to the General Meeting.

Bylaws approved via email (Date): _____ Dec. 14, 2017 _____

Signed by OMUG President: Debra Joqua Date: _____ Dec. 15, 2017 _____