

UNIVERSITY CLUB OF INDIANA UNIVERSITY CONSTITUTION AND BYLAWS

ARTICLE I - Name

The name of the organization is the University Club of Indiana University (herein referred to as the U Club).

ARTICLE II - Purpose

The purpose of the organization shall be to promote the social and intellectual interest of its members through lectures, gatherings, trips and other events that provide education, enhance communication, and foster networking.

ARTICLE III- Officers and Directors

Section 1. Officers

The officers of the U Club shall be a President, Vice President/President-Elect, Secretary, and Treasurer. The Vice President/President-Elect shall automatically become President. The term of office of the President and Vice President/President-Elect is one year in each office, a combined total of two years. The term of office of the Secretary and Treasurer is two years and these officers are elected in even numbered years. Each officer's term coincides with the fiscal year (see Article IX, Section 1) and they shall serve until a successor is elected. The officers are the Executive Committee.

Section 2. Board of Directors

The Board of Directors includes elected members, appointed members, and other members as detailed below

A. Elected members of the Board of Directors are:

1. the officers/executive committee (see Article III, Section 1)
2. the president and first vice-president of each constituent club (see Article VI).

B. Members of the Board of Directors who are appointed by the President are:

1. an academic representative, i.e. an IU graduate, serving for one year. This board member will serve on the membership and publicity committees to represent the interests of IU related individuals including faculty, staff, and graduates as well as other academic related individuals.
2. a community representative, serving for one year. This board member will serve on the membership and publicity committees to represent the interests of community members and assist with communications with all sectors of the community.
3. chairs of the standing committees (see Article VIII), serving for one year.

C. Other members of the Board of Directors are:

1. past President of the U Club, for the year following the year served as President and additional terms if the previous president is unable to serve as past President.
2. chief executive of the Indiana Memorial Union
3. the Club webmaster
4. U Club Manager.

Section 3. Nomination and Election of Elected Members of the Board of Directors

The President shall appoint a Nominating Committee of five including a board member from each of the constituent clubs. The President shall designate the chair. The Nominating Committee shall present at least 10 days before the annual business meeting of the U Club, a nominee for each office. The listing of nominees shall be provided on the U Club web site and may also be provided by postal or e-mail. Election of officers shall be conducted at the annual membership business meeting (see Article VII, Section 1). Additional nominations may be made from the floor at the meeting. If there is more than one candidate for an office, the candidate receiving a majority of votes cast is elected. If no candidate receives a majority of the votes cast, the candidate with the least number of votes is dropped and a new

vote is taken. This process is repeated until a candidate receives a majority of the votes cast. The period between nomination, election, and installation provides time for thorough orientation, transition, and planning by new board members.

Section 4. Removal

The removal of any member of the board shall be considered upon petition of three or more board members for reasons such as excessive absence from meetings, failure to complete assigned tasks, or law violation convictions. Such petition will be considered at any board meeting when this purpose is announced in an agenda posted on the U Club web site for at least 10 days in advance of the meeting and the board member being considered for removal has been notified by personal contact, e-mail, or telephone/voice mail of the impending removal action. A majority of votes of board members attending the meeting is required to remove a board member.

Section 5. Vacancies

Any vacancy, except in the presidency, shall be filled by appointment by the Board of Directors. Such an appointment is for the remainder of the unexpired term of the position. If the office of President becomes vacant, the Vice President shall immediately become President. The resultant vacancy in the position of Vice President shall be filled by appointment by the Board of Directors. Provisions of Article III, Section 3, are followed for nomination and election of the President since the appointed Vice President is not eligible to succeed to the office of President unless elected to that position.

Section 6. Powers and Duties

- A. Officers shall perform customary duties including the duties specified in Articles VIII and IX.
- B. The Executive Committee by majority vote may enter into contracts and incur obligations for the U Club as authorized or directed by the Board of Directors. (the duties of the Executive Committee are described in Article VIII, Section 1.)
- C. The Board of Directors shall:
 1. establish dues and fees,
 2. establish rates for rental of U Club, rooms, facilities, and services.
 3. have general supervision and management of the funds and properties of the U Club,
 4. guide and direct the officers and committees in conducting the business of the U Club, and
 5. receive and act on committee recommendations.
- D. The President shall, at the annual membership business meeting, present: a report of activities during the year, plans for the future, and the financial status of the club.
- E. The Club Manager operates the club on a day-to-day basis, assisting the leadership of the club, its constituent organizations, and special interest groups in planning and executing organizational activities. The club manager duties include but are not limited to maintaining all membership records including distribution of dues invoices and processing dues payments; maintaining all financial records including banking and disbursements; preparing and distributing all membership communications including the newsletter and e-mail bulletins; managing all aspects of rental of the rooms including scheduling, reservations, and collections; and recruiting, training, and scheduling hosts/hostesses.
- F A majority of the Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE IV – Membership

Section 1. Categories of Membership

Dues paying member categories shall include a single and family rate. A spouse, widow, or widower member shall hold the same membership category as that of the other living or deceased family member.

- A. University members are non-retired faculty, librarians, staff, and other employees of IU and its affiliates.
- B. Community members are graduates of IU and other interested individuals.

- C. Life members are retired IU faculty, staff, and others who qualify for IU retirement benefits and who annually fill out a form requesting IU to pay their dues in accordance with the university's established retirement benefit program.
- D. Meadowood members are residents of Meadowood who are not qualified to receive IU retirement benefits and who annually fill out a membership form per agreement 07/10/08 with Meadowood for as long as such agreement lasts.
- E. Honorary members are:
 - 1. members of the IU Board of Trustees during the term of their membership on the Board and
 - 2. others who have served IU or the U Club with distinction (such as former U Club managers) and are selected by action of the U Club's Board of Directors.

Section 2. Privileges of Membership

All categories of members shall enjoy all privileges of membership.

Section 3. Expulsion from Membership

The expulsion of any member of the U Club shall be considered upon petition of five or more U Club members for reasons such as willful damage to U Club property, inappropriate abuse of membership privileges, or offenses against other members. Such petition will be considered at any board meeting when this purpose is announced in an agenda posted on the U Club web site for at least 10 days in advance of the meeting and the U Club member being considered for expulsion has been notified by personal contact, e-mail, or telephone/voice mail of the impending expulsion action. A majority of votes of board members attending the meeting is required to expel a member.

ARTICLE V – Dues

Section 1. Amount

Honorary members and Meadowood members shall pay no dues. University and Community members shall pay dues set by the U Club Board of Directors. IU pays the dues of life members at the university member rates. (see also Article VIII, Section 2 regarding fees for special membership services.)

Section 2. The Dues Year

The Dues Year is the Fiscal Year (see Article IX Section 1)

Section 3. Time Payable

The yearly dues notice for university and community members is sent in May and must be paid by July 15. New university and community members joining after December 1 will not have to pay dues again until the following year. The notice to life and Meadowood members concerning completion of the membership qualifying form is sent in July; completion by September 15 is requested. (see Article VI, Section 3 regarding distribution of notices.)

Section 4. Delinquency

Members are delinquent if dues are not paid or the membership qualifying form is not submitted by the dates specified in Article V, Section 3. Delinquent members will not be included in the membership directory and must pay the guest rate if attending functions. Delinquent members are not eligible to reserve U Club facilities.

ARTICLE VI - Constituent Clubs

Section 1. General Rules

The Board of Directors may authorize the formation and operation of constituent clubs that:

- 1. adopt bylaws that identify the name of the club and the club's governing structure,
- 2. elect and install their officers as provided by the constituent club governance documents,
- 3. are subject to the financial policies (such as the budget, prices, and collections) of the U Club; separate dues for a constituent club are not permitted, interest group activity fees are permitted,
- 4. do not have exclusive use of any portion of the U Club, and
- 5. permit all members of the U Club to participate in all its programs and activities.

ARTICLE VII - Meetings

Section 1. Annual Membership Business Meeting An annual membership business meeting shall be held in March or April of each year.

Section 2. Special Meetings

Special meetings of the U Club membership may be called by the Board of Directors and shall be called upon petition by 20 members.

Section 3. Notice

Notices for meetings, dues, and other purposes are sent by e-mail and posted on the U Club web site. Notices of meetings are sent at least seven days in advance. Distribution by e-mail to members with an e-mail address of record is sufficient. (see also Article VIII, Section 2 regarding notice by additional means.)

Section 4. Quorum

The members present at a membership meeting shall constitute a quorum.

Section 5. Rules of Order

All meetings shall be conducted according to *Robert's Rules of Order, newly Revised*.

Section 6. Method of Meeting

Any meeting other than the annual membership business meeting (such as meetings of the board of directors or committees) may be held in person, by e-mail, or by conference call and votes may be taken by e-mail unless any member of the group meeting objects to this procedure. Minutes of every meeting must be prepared and all minutes must be reviewed and approved at the next meeting of the group.

ARTICLE VIII - Standing Committees

All members of Standing Committees serve for one year beginning June 1. The President shall be an ex-officio member of each Standing Committee.

Section 1. Executive Committee

The Executive Committee consists of the four elected officers. The duties of this committee are to function on behalf of the U Club Board of Directors between board meetings, reporting all actions to the Board of Directors at their next meeting. The Executive Committee will also handle all personnel matters including hiring, firing, supervision, and compensation of the U Club Manager and other staff.

Section 2. Membership Committee

The Membership Committee shall consist of at least five members, including a Chair appointed by the president, the U Club manager, the academic and community board members, and other members appointed by the chair in consultation with the President. The duties of this committee are to promote membership among IU faculty, staff, and graduates and among other members of the community through collaboration with the Program Committee on planning programs of appeal to a broad range of potential members and through collaboration with the Publicity Committee and Club Staff on promoting club programs to diverse audiences. The membership committee will arrange for appropriate sharing of membership information among members to promote collegiality and devise methods to meet information needs (such as newsletters, announcements, and notices) of members who do not use the internet, determine how these methods are implemented, and recommend to the board any fees required for these special member services.

Section 3. Program Committee

The Program Committee shall consist of at least six members, including the Vice-President, who serves as Chair and other members appointed by the Vice-President, in consultation with the President. The duties of this committee are to plan, promote, and direct the social, cultural, and educational activities of the Club. To allow timely dissemination of information about programs, all programs should be planned as early as possible; the absolute deadline for completion of fall programs is July 15. November 1 is the deadline for spring programs. The Program Committee shall collaborate with the constituent clubs and

the Membership Committee to insure that programs have broad appeal and to minimize duplication. The Program Committee shall also collaborate with the Publicity Committee to assure that members and non members know of club activities through the newsletter and other means.

Section 4. House Committee

The House Committee shall consist of three members appointed by the President; the President designates the committee chair. The duties of this committee are to oversee the general management of the U Club rooms, to supervise the care and maintenance of the rooms and their furnishings, and to formulate House Rules for action by the Board of Directors.

Section 5. Finance Committee

The Finance Committee shall consist of: Treasurer, who serves as chair; Vice President in the role as chair of the Program Committee; Chair of the House Committee; and Treasurer of each constituent club. The duties of this committee are to provide fiscal control (see Article IX), oversee the financial management of the U Club, recommend banking relationships and procedures, assure the long-range financial viability of the U Club, and deal with delinquent accounts receivable.

Section 6. Publicity Committee

The Publicity Committee shall consist of a Chair appointed by the president, the academic and community board members, and at least three additional members chosen by the chair in consultation with the President. The duties of this committee are to coordinate publicity of U Club activities including through press releases and other means. Publicity must be diverse and carried out in consultation with the Membership Committee to assure that it reaches the diverse membership and potential membership.

Section 7. Scholarship Committee

The Scholarship Committee shall consist of a Chair appointed by the president and at least three additional members chosen by the chair in consultation with the President. The duties of this committee are to set the criteria for scholarship applicants, publicize the availability of scholarships, receive and judge applications received, determine the number and size of each year's scholarships, select the scholarship winners, arrange the presentation of scholarships, solicit funds for scholarships through contributions, benefits, and other means, and oversee the IU Foundation management of scholarship funds.

ARTICLE IX - Fiscal Control

Section 1. Fiscal Year

The U Club's fiscal year shall be from June 1 to May 31.

Section 2. Budget

The Finance Committee shall prepare a budget for the ensuing year based on estimated revenues and expenditures required to carry out programs expected to occur in the budget year and other necessary club operations. The budget shall include recommended dues and rental rates for the ensuing year. The budget is to be presented to the Board of Directors at the last meeting of the fiscal year for the Board's approval or revision.

After the beginning of the new fiscal year, the Finance Committee may recommend, and the new Board of Directors may make changes in the budget, provided that the revised budget honors definite commitments duly made by the previous Board of Directors. The Finance Committee may also recommend and the board may also direct revisions of the budget reflecting significant changes in program and operating plans with ongoing attention to maintaining the fiscal soundness of the club.

Section 3. Financial Statements

The Board of Directors shall regularly receive and review financial statements with comparison to the budget, directing corrective action if appropriate.

Section 4. Audit

The Board of Directors shall periodically arrange for an independent review of the financial records, procedures, and statements of the U Club.

Section 5. Member Information

On request, any member will be provided a copy of the annual budget, financial statements, and/or report of the independent review of the financial records.

Section 6. No Private Benefit

No U Club resources may benefit any member, individual, or entity except in exchange for goods and services provided to the club in accord with an arm's length transaction approved by the Board of Directors. The Finance Committee will assure that procedures and controls are in place to enforce this provision.

ARTICLE X - Amendments

Section 1. Method of Proposing

An amendment to the Constitution and Bylaws may be proposed by the Board of Directors or by twenty members in good standing. Members shall be notified (see Article VII, Section 3) in writing at least two weeks prior to the meeting at which the amendment will be voted on. The proposed amendment shall be available in the U Club and shall be mailed/transmitted to an individual member on request. After these provisions for notification and distribution have been met, the amendments may be voted on at the U Club annual membership business meeting or at a special membership meeting called for that purpose.

Section 2. Approval

A two-thirds majority of those voting shall be necessary for adoption of an amendment of the Constitution and Bylaws.

This Constitution and Bylaws were adopted at the 3/21/12 annual membership business meeting.