

Proposed Amendment to the Constitution

February 2, 1995

1. That the first sentence of Article IV, Section 2, be amended to read as follows:

Officers shall be elected annually at the last regular meeting in the spring and shall assume office immediately after conclusion of meetings and activities for that year. Officers shall serve for a term of one year or until their successors have been duly elected and qualified.

2. That the second sentence of Article V, Section 4, be amended to read as follows:

The slate shall be presented at the last regular meeting in the spring and voted upon by members at this meeting. Should there not be a quorum present at the meeting, the chair of the Nominating Committee shall circulate a ballot to active members by mail. A majority of all ballots returned within one week shall constitute an election.

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Constitution and Bylaws of The SpheX Club

Constitution

Article I. Name.

The name of this organization shall be The SpheX Club.

Article II. Object.

The object of this club shall be, primarily, the intellectual and social culture of its members and, secondarily, the encouragement of philanthropic, educational and civic progress.

Article III. Membership; Meetings.

1. Membership shall be either active or emeritus.
2. The maximum limit of active membership shall be thirty-five (35).
3. The quorum at any meeting of the membership shall be 50% of all active members present in person. If there is a quorum present, then an active member may vote by proxy in writing to the secretary. If there is no quorum, no binding action may be taken at a meeting of the membership.
4. Any member has the privilege of presenting to the membership committee the name of any person for active membership. This committee may consider on its own persons it considers suitable for membership.
5. If such candidate receives the unanimous approval of the committee, his name shall then be presented to the club for election. The vote shall be by secret ballot, and a

candidate must receive an affirmative vote from 75% of the active members present in person or by proxy in writing to the secretary to be elected to membership in the club.

6. No election or dismissal of members shall be held unless previous notice of such election or dismissal shall have been given by the secretary, in writing, to every member of the club.

7. Any active member of long service and advanced years, having made known his desire to the secretary, may, by a majority vote of the members present at any regular meeting, be made an emeritus member continuing with all the privileges of active membership, except the right to vote in the election of new members to the club or the dismissal of members pursuant to Article III. 7. and 8, but free of the obligation to read papers, and to attend meetings regularly; provided, however, that such emeritus member be no included within the constitutional limit provided for active membership.

8. Any member may be dismissed by a majority vote of the active members present at a meeting of the membership.

9. If a member does not attend at least fifty percent (50%) of the meetings of the membership during any year (from October through April), then the secretary shall give written notice to the member that failure to attend at least fifty percent (50%) of the meetings of the membership during the ensuing year may result in dismissal from the club pursuant to Article III. 8. hereof.

Article IV. Officers.

1. The officers of this club shall be a president, vice president, secretary, assistant secretary, and treasurer.

2. Officers shall be elected annually at the last regular meeting in the spring and shall assume office immediately after conclusion of meetings and activities for that year. Officers shall serve for a term of one year or until their successors have been duly elected and qualified.

3. In the event of the death or resignation of any officer, the club shall fill the vacancy for the unexpired term at its next regular meeting, proceeding in the manner prescribed for the annual election.

Article V. Committees.

1. The following committees consisting of three members each, shall be appointed by the president as soon after his election as possible:

- a. Membership Committee;
- b. Program Committee; and,
- c. Nominating Committee.

2. It shall be the duty of the Membership committee to consider for active membership all person proposed by members and those names originating in the committee. If such person receives the unanimous approval of the committee, the committee shall then notify the secretary as to the date upon which it is proposed that the election be held.

3. It shall be the duty of the Program Committee to secure the speaker and make all other provisions for the annual dinner, to assist the secretary when so requested in arrangements of programs or meetings, and to make all necessary provisions for special meetings of any nature.

4. The slate shall be presented at the last regular meeting in the spring and voted upon by members at this meeting. Should there not be a quorum present at the meeting, the chair of the Nominating Committee shall circulate a ballot to active members by mail. A majority of all ballots returned within one week shall constitute an election.

5. It shall be the duty of the secretary with the assistance of the Program Committee to arrange and publish to the members the schedule of speakers for the regular club meetings for the year, beginning in October, to take minutes at the meetings of the membership, and to preserve the records and the papers presented by members of the club.

Article VI. Amendments.

All proposed changes in this Constitution shall be presented in writing to the club for discussion. Such proposed changes shall lie over until the following regular meeting, at which time they may, if duly seconded, be adopted by a majority vote of the members present.

Bylaws

1. The club shall meet, as far as practicable, once every two weeks from October 1 to May 15 at such time and place as may, from time to time, be designated.

2. The annual dues of active members shall be such sum as may be found necessary from year to year.

3. If any member fails to pay such dues and other charges as may be properly assessed against him, his name shall be automatically dropped from the roll of the club six months after the end of the club year during which such indebtedness was incurred; provided, that he shall have been twice previously reminded of this law by the secretary or treasurer.

4. Any emeritus member may, upon his request, be reinstated as an active member by majority vote of the members present at any meeting.

5. Notwithstanding the provisions above stated of these Bylaws, the majority of members at any meeting may, by special resolution, provide for unusual situations or conditions as may be deemed proper.

6. All proposed changes in the Bylaws shall be presented in writing at any regular meeting of the club and may be adopted by a majority of the members present.