

BYLAWS

Article I Membership

Section 1.

Any interested person may apply for membership by completing an application form and tendering the completed form together with one year's annual or prorated dues to the Board of Governors. The Board of Governors shall prepare the application form and may change its requirements from time to time in its sole discretion.

Section 2.

If the Board of Governors finds that the application is properly completed, the Board shall accept the applicant for membership.

Section 3.

Membership dues shall be determined by action of the Board of Governors.

Section 4.

Annual dues become due and payable during the first month of the fiscal year.

Article II Officers

Section 1.

The President shall preside at all meetings of the Board of Governors and the Club, shall be a non-voting member of all committees, and shall perform such other duties as are usual incident to such office.

Section 2.

The President-Elect, in the absence of the President, shall perform the duties of the President.

Section 3.

The Vice President of Programs shall serve as chair of the Program Committee, shall perform the duties set forth in Article III.

Section 4.

The Vice-President of Research shall be the chair of the Research Committee, and shall perform the duties set forth in Article III and V.

Section 5.

The Vice-President of Membership shall be the chair of the Membership Committee, and shall perform the duties set forth in Article III.

Section 6.

The Secretary-Treasurer shall be the chair of the Finance Committee, and shall perform such other duties as are incident to the office or as designated by the Board of Governors.

Section 7.

The Board of Governors shall determine what matters shall be assigned for committee study. The Board shall consider such matters as may be referred to it and shall devise and purpose measures which in its judgment may advance the purpose of the Club. It shall meet regularly, except that by a two-thirds vote of those present it may adjourn to a define date. Special meetings of the Board of Governors may be called by the President or by two members of the Board upon personal or written notice given at least one day in advance.

**Article III
Standing Committees**

Section 1.

The vice-Presidents of Program, Research, and Membership shall appoint members of those committees, attempting to provide political and philosophical balance to avoid prejudice and bias on the Program and Research committees. Other than the Nominating Committee, the President shall appoint members of other committees.

Section 2.

- a. Research: The research Committee shall review proposals for study and make appropriate recommendations to the Board of Governors through its chair. They shall also submit to the Board of Governors with its recommendation, such reports as may be compiled.
- b. Program: The Program Committee shall arrange the programs for the luncheon meetings of the Club.
- c. Membership: The Membership Committee will recruit and propose persons of membership.
- d. Finance: The Finance Committee shall advise the Board of Governors on all financial matters of the Club, and shall prepare the proposed budget for approval by the Board of Governors.
- e. Annual Meeting: The Annual Meeting Committee shall arrange the program and events for the Annual Meeting.
- f. The Public Relation Committee: The Public Relations Committee shall be responsible for publicizing Club programs and activities and for raising community awareness.
- g. The Archives/Historical Committee: The Archives/Historical Committee shall be responsible for preserving Club documents and records.

**Article IV
Staff**

Section 1.

Committee reports shall be submitted to the Board of Governor. Reports shall be published in the Bulletin and submitted to the membership for consideration.

Section 2.

Upon consideration of a report by the membership, only a motion to adopt the report is in order. Such motion is not subject to amendments and is subject only to do the following motions:

- a. A motion to substitute a minority report.

- b. If there is more than one recommendation in the report, then a motion to divide the question and to vote separately on each recommendation before voting the main motion to adopt the report, or,
- c. A motion to refer the report back to the committee for further study.

Section 3.

Committee reports shall include recommendations and conclusions.

Section 4.

In the event a committee appointed to make a study and report, finds that there is no basis upon which it can make a recommendation, the report, if accepted by the Board of Governors, shall be published in the *Bulletin* or as a special report but shall not be submitted to the membership for action.

Section 5.

The Board of Governors in initiating studies and reviewing reports for acceptance or return to committee shall not direct the conclusion to be reached. It shall limit its review to judgment of the thoroughness, accuracy, form, and objectivity of the report.

Article VI Oral Research Report

Section 1.

If in the opinion of the Board of Governors, there is insufficient time for a committee to complete its research and prepare a written report as provided in Article V of these Bylaws or the nature of the study is not appropriate for a written report, the Board may authorize the preparation of an oral report.

Section 2.

Oral reports shall include recommendation and conclusion.

Section 3.

Oral reports may be submitted to the membership for consideration only after such reports have been submitted to and approved by the Board of Governors, unless such approval and hearing is expressly waived as provided in Section 6 of this Article.

Section 4.

Upon consideration of an oral report by the membership, Section 2, 3, and 4 of Article V of these Bylaws shall apply.

Section 5.

A notice of each oral report shall be published in the *Bulletin* prior to its presentation to the membership. The notice shall contain the charge given to the committee and the committee's recommendation.

Section 6.

The Board of Governors may waive its review and approval of an oral report when, in its opinion, much review and approval would delay the presentation of the report to the membership to such an extent that the report and action of the membership on the report would be of no value.

**Article VII
Solicitation of Funds**

The Club shall not endorse or authorize solicitation or collection of funds, at membership meetings or otherwise, for any public or private cause other than the Club itself. This shall not prohibit distribution at membership meetings of materials that are primarily informational that relate directly to that day's program.

**Article VIII
Procedure**

Procedure at all meetings of the Club shall be governed by Robert's Rules of Order, except as otherwise expressly provided for in the Constitution or the Bylaws, or at the discretion of the presiding officer.

**Article IX
Annual Meeting**

The annual meeting date shall be designated each year by the Board of Governors. The meeting shall be held in the first month of the fiscal year, or as close thereto as possible.

**Article X
Fiscal Year**

The Fiscal Year of the Salem City Club shall be from June 1 to May 31.

**Article XI
Distribution of Written Material**

Distribution of pamphlets, political materials, posters, and other materials not related to the program shall be prohibited from meetings of the general membership.

**Article XII
Criteria for Political Debate**

Section 1.

In keeping with the purposes of the Salem City Club as stated in Article II, Section I, candidates for Federal, State and/or local government office may be invited to participate in debates before the membership. Designated spokespersons for recognized groups supporting or opposing qualified ballot measures may also be provided with the opportunity to address the membership.

Section 2.

In order to secure an invitation to speak, candidates for government office shall possess all of the relevant qualifications laid out in the U.S. Constitution, Oregon State Constitution,

and/or local charter. Further, all invited candidates must meet the requirements to appear on the appropriate ballot and shall comply with the election laws of the applicable jurisdiction.

Section 3.

Invitations may be limited only to viable candidates for office. To be considered viable candidates for national or state-wide office shall have campaign offices in at least seven (7) of the ten (10) most populous Oregon counties, or be the official candidate of a recognized major or minor political party under Oregon law. Candidates for state legislative or local office shall be considered viable if they have survived the relevant primary election.

Section 4.

It shall be the prerogative of the Salem City Club to govern the scheduling and format of any debate or presentation. Invitations shall be address to specific individuals and replacement representatives shall not be permitted without the prior approval of the Board of Governors.

**Article XIII
Amendments**

These Bylaws may be amended at any time by a majority vote of the Board of Governors at any meeting. The changed amendment to the Bylaws shall take effect following the second regular meeting after notice of the proposed change has been mailed to all members unless notice of objection is brought to the membership.