

**SARASOTA COUNTY CIVIC LEAGUE
BY LAWS**

(Adopted by vote of membership on October 10, 2001 and
amended by votes of the membership on May 23, 2002 and December 12, 2007)

**ARTICLE I.
NAME**

The name of this organization is Sarasota County Civic League, Incorporated, referred to herein as "Civic League".

**ARTICLE II.
PURPOSE AND POLICY**

The Civic League is organized to encourage civic interest in issues affecting government; to review and discuss these issues; to take a position on specific issues; to conduct interviews with candidates to evaluate the qualifications of the candidates for the offices for which they are running; and, to publicize the results of the candidates' evaluations. The Civic League shall not support or oppose candidates and the evaluations shall not be construed as a statement of endorsement.

It is the policy of the Civic League to comply with all appropriate State and Federal requirements pertaining to non-discrimination on the basis of race, color, gender, religion, creed, and national origin.

**ARTICLE III.
MEMBERSHIP**

- A. Membership is open to all interested citizens of the community, upon the payment of annual dues. Dues shall be set by the Board of Directors.
- B. The Membership Chair, with the cooperation of the Recording Secretary and Treasurer, shall mail to the general membership a membership renewal/dues notice for the following fiscal year no later than the end of January. The Board of Directors, in its discretion, may authorize the mailing of a second membership renewal/dues notice. Members who have not renewed their membership by paying their annual dues for the following fiscal year by March 31, shall be removed from the roster of the Civic League.
- C. Any new members who join the Civic League between October 1 and March 31 shall pay only half the annual dues for that fiscal year as established by the Board of Directors. For the purpose of this Article, "new members" shall mean persons who were not members of the Civic League the previous fiscal year.

**ARTICLE IV.
GENERAL MEMBERSHIP MEETINGS**

- A. The annual meeting will be held in May.
- B. General membership meetings for the purpose of educating members on specific issues will be held monthly, unless deemed unnecessary by the Board of Directors. Written notice shall be mailed to all members stating the date, time, place and purpose of the meeting at least ten days in advance.
- C. The President may call special meetings with at least a five-day notification to all members.
- D. Special meetings can be called for a stated purpose upon written request of fifteen members to the President. The President shall then give members at least five days notice of the meeting.

**ARTICLE V.
BOARD OF DIRECTORS**

- A. The affairs of the Civic League between general membership meetings will be conducted by a Board of Directors. The Board shall consist of fifteen Directors, including Officers, except when the immediate Past President continues as an ex-officio member of the Board as provided below. The term of each Board member shall be three years, or until his or her successor is elected. Terms will be staggered so that one-third of the Board shall be elected each May at the annual meeting. A Director may not be elected to serve more than two consecutive terms. A member may be elected again as a Director after an interval of one year.
- B. In addition to the Fifteen (15) Board Members as set forth above, there shall also be named One (1) Student Board Member per year from the organization known as Students Taking Active Roles (STAR). The Student Board Member may participate in all Board meetings at the invitation of the Board and shall vote on all matters properly before the Board. Notwithstanding the foregoing, no Student Board member's vote shall be the tie breaking vote on any issue properly before any regular or special meeting of the Board.
- C. Any Director may be removed from office by a two-thirds vote of the Board, provided that before a Director is removed he or she shall be given an opportunity to be heard, unless he or she has left Sarasota County. Removal of a Director is appropriate when he or she is absent for three consecutive meetings of the Board.

- D. No one may remain on the Board while holding or running for elective public office.
- E. Upon completion of service as President, an immediate Past President whose term as a Director would otherwise expire shall remain on the Board as an ex-officio member with full voting rights for a term of one year. When this happens, there will be seventeen members of the Board for that year.
- F. The Board may fill vacancies between annual meetings. Directors so appointed will complete the unexpired term of the vacant position. The Director may then be elected to two full terms.
- G. The Board shall have the authority to expend Civic League funds to obtain clerical and other assistance as necessary to meet the needs of the organization. While the payment may be made to outside contractors, these expenditures may also be made to persons who are members of the Civic League who are performing functions beyond those normally expected of volunteers with prior approval of the Board of Directors.
- H. The Board will be responsible for arranging the date, time and meeting place for the annual meeting in May.
- I. The Board shall meet monthly except as it may otherwise determined. Special meetings of the Board may be called by the President or upon written request of five Directors.

ARTICLE VI. OFFICERS

- A. The Officers shall be comprised of the President, not more than two Vice-Presidents, a Recording Secretary, a Membership Secretary, and a Treasurer. The term of each Officer shall be one year, or until his or her successor is elected.
 - 1. **President.** The President shall be the chief executive officer of the Civic League and, subject to the direction of the Board of Directors, shall supervise and control all of the business affairs and property of the corporation, and shall preside at all meetings of the membership and the Board of Directors. The President shall be an ex-officio member of all committees except the Nominating Committee.
 - 2. **Vice-President.** In the absence of the President, or in the event of his or her inability or refusal to act, any Vice President may perform the duties of the President and, in so acting, shall have all

the powers of and be subject to all of the restrictions upon the President. Any Vice-President shall perform such other duties and have such other powers as the President or the Board of Directors may from time to time prescribe. If there are two Vice-Presidents, the Second Vice-President shall act in place of the President only when the First Vice-President is unable to or unwilling to do so.

3. **First Vice-President.** In addition to the duties outlined above, the First Vice-President shall arrange for programs for the monthly membership meetings after consultation with the Board of Directors.
4. **Second Vice-President.** In addition to the duties outlined above, the Second Vice-President shall chair the Candidate Evaluations Committee.
5. **Recording Secretary.** The Recording Secretary will assure that the Civic League maintains a current list of all members and of the Board of Directors and that minutes are kept of all business meetings of the membership and the Board of Directors. The Recording Secretary will also be the custodian of all corporate records, and shall give, or cause to be given, notice of all meetings. The Recording Secretary shall also perform such other duties as may be described by the President of the Board of Directors.
6. **Membership Secretary.** The Membership Secretary shall cooperate with the Recording Secretary and Treasurer to assure that the Civic League maintains a current list of all members and shall, at least, once per year produce a roster of members for distribution to current members of the Civic League. The Membership Secretary shall serve as chair of the Membership Committee, shall send dues statements, shall introduce new members, and shall coordinate membership and recruitment efforts for the Civic League.
7. **Treasurer.** The Treasurer will be responsible for assuring that the Civic League maintains accurate records of all financial transactions. The Treasurer will present a written monthly report to the Board of Directors and make the report available for distribution as deemed appropriate by the Board of Directors. The Treasurer will also be responsible for the filing of all reports and tax returns required by law.
8. All Officers shall perform such other duties as the Board of Directors shall prescribe.

**ARTICLE VII.
ELECTION OF BOARD MEMBERS AND OFFICERS**

- A. The Board Members and Officers will be elected by the general membership at the annual meeting.
- B. A nominating committee will present nominations to the membership and additional nominations may be made from the floor.

**ARTICLE VIII.
QUORUM**

One quarter of the members will be a quorum at each duly called general membership meeting of the Civic League. One-third plus one of the Board members will constitute a quorum.

**ARTICLE IX.
POSITION ON ISSUES**

- A. The Civic League may take a position on a specific issue provided the Board of Directors determines that the organization can take a position consistent with its purpose. If the Board of Directors determines that the Civic League should take a position on an issue, it shall constitute a Study Committee to analyze the issue and to present a summary of the positions on the issue to the membership. The Study Committee's summary shall be mailed to the membership with the meeting announcement giving notice that a vote will be taken on the position. A position on a specific issue may be taken by a two-thirds vote of the membership present at a general meeting duly called and at which a quorum has been established. The Board of Directors shall establish procedures to implement the taking of positions on issues and shall evaluate these procedures on a regular basis.
- B. The Board of Directors may take a position when time constraints make it impractical to follow the procedures set forth in Article IX.A., above. In such case, a minimum of ten members of the Board must agree upon a position to be taken on a specific issue.

**ARTICLE X.
COMMITTEES**

- A. **Executive Committee.** There shall be an Executive Committee which shall consist of the Officers of the Civic League. The President or the President's designee shall serve as the chair of the Executive Committee. During intervals between meetings of the Board, the Executive Committee shall possess and may exercise all of the powers of the Board in the management of the business and affairs of the Civic League, except that

the Executive Committee may not set policy, may not take a position on issues, and may not act contrary to specific directions given to it by the Board. Members may participate in Executive Committee meetings by telephone. All actions by the Executive Committee shall be reported to the Board at its next meeting, and shall be subject to ratification or revision by the Board, provided that no rights of third parties are prejudiced thereby. A meeting of the Executive Committee may be called at any time by the President or a majority of the members of the Executive Committee. A majority of the members of the Executive Committee present at any meeting shall constitute a quorum.

- B. **Nominating Committee.** Not later than February of each year, the Board will appoint annually a Nominating Committee of five members, consisting of at least one but not more than two Directors. The President will appoint an acting chair for the purpose of calling the first meeting and then the Committee will elect its own chair. The duty of the nominating Committee is to nominate candidates for the Board and one candidate for each office. The Nominating Committee shall meet no later than March of each year to select the slate to be presented at the Annual Meeting in May. The slate of nominees shall be included in the notice of the Annual Meeting that is mailed to all members.
- C. **Candidate of Evaluations Committee.** A Candidate Evaluations Committee chaired by the Second Vice-President will be appointed during an election cycle. All members of the Civic League will be given the opportunity to participate on an evaluation panel. At least one Director shall participate on each panel, if possible. The Board of Directors shall review candidate evaluation procedures and file a report after each evaluation cycle.
- D. **Membership Committee.** A Membership Committee chaired by the Membership Secretary will be responsible for recruiting new members and greeting and introducing new members at all general membership meetings.
- E. The President or the Board may appoint additional committees as deemed necessary. The President shall appoint the chair for each.

ARTICLE XI. FISCAL YEAR

The fiscal year of the Civic League shall end on March 31.

**ARTICLE XII.
PROCEDURE**

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern the Civic League in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Civic League may adopt.

**ARTICLE XIII.
AMENDMENTS**

These Bylaws may be amended by a majority vote at any general or special membership meeting, as determined by the Board of Directors. The membership must be mailed notice of any proposed amendments at least two weeks before the required vote. All proposed amendments must be filed with the Secretary in time for mailing to members in order to meet the two-week notice requirement. Amendments may be proposed to the membership by the Board or by ten members of the Civic League. All amendments will be voted upon at the annual meeting only unless otherwise determined by the Board.