

# LASFS By-laws

Contributed by Staff  
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The By-laws of the Los Angeles Science Fantasy Society, Inc. As of March 27, 2009

## Article I: Principal Office

The principal office of the Society is in the County of Los Angeles, California. The Board of Directors may change the principal office from one location to another in the County of Los Angeles. Any such change shall be noted by the Secretary, but shall not be considered an amendment to these by-laws.

## Article II: Members.

### Section 1: Classification of Members:

The membership of the Society is classified on four bases: initiation, attendance, activity, and payment.

#### A. Initiation Classes. There are three membership classes: Applicant, Regular, and Honorary.

1. An Applicant Member is one who has applied for membership as described in Section 2, whose application has not yet been approved or rejected by the Board of Directors, and who is not an Honorary Member.

2. A Regular Member is one whose application for membership has been approved by the Board of Directors, or who became a member prior to the incorporation of the Society; and who is not an Honorary Member.

3. An Honorary Member is one who has been elected to this status by affirmative vote of the Board of Directors and, after notification to the membership as for a Special meeting, by a 3/4 majority of those voting at such a meeting. Honorary Members have the same rights and obligations as Regular Members except for the obligation to pay dues and fees. Honorary Membership is intended to reward outstanding service to the Society or to the science fiction field.

#### B. Attendance Classes. There are two membership classes based on attendance: Attending and Non-attending.

1. An Attending Member is one who has attended at least one meeting of the Society since the 13th previous regular Society meeting, inclusive. (Once in three months.)

2. A Non-attending Member is any member who is not an Attending Member.

#### C. Activity Classes. There are two membership classes based on activity: Active and Inactive.

1. An Active Member is one who has either:

- a. attended a meeting of the Society and paid dues since the 13th previous regular Society meeting, inclusive,
- b. paid annual dues for the current year,
- c. paid Lifetime Dues,
- d. paid the annual Voluntary Active Membership Fee for the current year, or
- e. paid the lifetime Voluntary Active Membership Fee;
- f. or who is an Honorary Member.

2. An Inactive Member is any member who is not an Active Member.

D. Payment Classes. There are two membership classes based on payment of dues and fees: Delinquent and Non-delinquent.

1. A Delinquent Member is one who owes the Society any payment of dues or fees.

2. A Non-delinquent Member is any member who is not a Delinquent Member.

E. Voting Class. Standard Member is a Regular Active Non-delinquent Member, or an Honorary Member. Only Standard Members may vote on Society business or participate in Society elections.

### Section 2: Application for Membership.

Membership shall be open to all persons sharing our common interests. Anyone interested in joining the Society may attend three meetings as a guest. Each prospective member shall submit the standard application form to a procedural officer and pay the membership application fee to the Treasurer. The Board of Directors shall consider the status of all current Applicant Members at each regular Board meeting. If the Board approves the application, the Applicant Member becomes a Regular Member. If the Board rejects the application, the Applicant Member ceases to be a member, has his or her application fee refunded, and may not apply again for 90 days.

### Section 3: Termination of Membership.

A. A petition to terminate a membership must be signed by five or more Standard Members and presented to an officer of the Board of Directors. The Board must vote on such a petition no later than the second meeting following a regular Board meeting. A notice of this pending vote shall be sent by certified mail, return receipt requested, to the last known address of the individual whose membership termination is to be voted upon no fewer than five days prior to the Board meeting at which the vote shall take place. Said notice shall include the date, time, and location of the Board meeting at which the vote is to be taken, as well as the grounds for termination, if any, as stated in the petition. If 3/5 or more of the Directors voting approve the petition, it shall be presented to the membership no later than the third following regular meeting of the Society, which shall be notified to the membership as for a Special meeting, and if 4/5 or more of those voting approve, the membership is terminated. A person whose membership is thus terminated may not reapply for membership in the Society for a period of one year from the date of such termination, and may not attend any meetings

or functions, including Loscons.

B. Any member who is 6 meetings or more in arrears in dues, failed to pay for membership at an attended LASFS function, or paid for goods or services from the LASFS or any LASFS function with a check which has subsequently been dishonored, shall be notified of this fact by the Treasurer. His or her membership shall then be reviewed by a committee consisting of the Chairman of the Board, the President, and the Treasurer. Upon the majority recommendation of this committee, the membership of the delinquent member may be terminated by a majority of those voting at any meeting of the Society.

C. A member may resign by tendering his written resignation to the Chairman or Vice-Chairman of the Board of Directors, who shall accept it, effective immediately.

#### Section 4: Dues.

Each Non-Honorary Member shall pay Lifetime Dues, Yearly Dues, Monthly Dues or Meeting Dues, as the member may elect. Yearly Dues are payable only during the months of January, February or March of that year, or December of the previous year. Monthly Dues are payable only at the first two meetings of that month. Lifetime Dues, Monthly Dues and Yearly Dues may be paid in installments. No additional dues shall be assessed members who have fully paid Lifetime Dues

#### Section 5: Meetings of the Society.

Regular meetings of the Society shall be held every Thursday evening at Freehafer Hall, California, unless the membership approves a cancellation.

Special meetings of the Society may be held at other times and/or places as approved by the membership. Notice of each Special Society meeting shall be given to each Standard Member not less than five days before the Special Meeting, by hand-delivering or sending a notice to the postal or electronic address of the member as it appears in the records of the Society. Notice of regular Society meetings shall not be required except in circumstances defined elsewhere in these by-laws.

#### Section 6: Voting.

All Standard Members shall have equal voting and other rights as regards procedural matters. Only those who have been members for at least 52 regular Society meetings shall be eligible to participate in the election of Directors. Any Standard Member who has attended four or more of the last 13 regular Society meetings may vote by proxy. The proxy shall be written, signed, and dated, and shall contain the name of the Standard Member who is to vote on the proxy, and the general nature of the matter to be voted on, but need not specify how the vote is to be cast. Unless otherwise stated, a simple majority of those voting shall be sufficient to decide a vote.

#### Section 7: Quorum.

Twenty-one or more Standard Members of the Society must be present for the transaction of any business at any meeting of the Society.

### Article III: Directors.

#### Section 1: Number and Qualifications.

- A. The authorized number of Directors shall be eleven
- B. When elected, and continuously while serving, each Director shall meet the following qualifications:
  1. Be 18 years of age or over, and otherwise legally competent;
  2. Be an Attending Member, and have maintained such Attending Membership continuously during the previous 52 regular Society meetings and for at least 104 other regular Society meetings;
  3. Meet such additional activity requirements as the Board may establish pertaining to activities of the Board itself; and
  4. Reside within Los Angeles County, or make written statement that the necessary travel will not interfere with fulfilling required duties.

C. A Director who fails to meet the above requirements, as attested by a vote of 2/3 or more of the Directors voting at a regular Board meeting, shall be notified in writing of the fact, and shall be deemed to have resigned.

#### Section 2: Election and Term of Office.

Directors shall be elected annually, at the Regular Society meeting before Thanksgiving. If no such regular Society meeting is held, or Directors are not elected at it, the Directors shall be elected at another Society meeting, with Standard Members notified as for a Special Society meeting. The term of office for Directors shall be three years, with approximately one third of the Board being elected each year. Directors shall take office on the January 1st following their election and shall hold office through December 31st of the final year of their term. Election of Directors shall follow the procedure given in Article X, below.

#### Section 3: Vacancies.

Vacancies in the Board of Directors caused by death, resignation, or removal from office may be filled by vote of the remaining Director or Directors until an election is held to fill the rest of the vacated term or terms. This election shall be held at a meeting of the Society, with Standard Members notified as for a Special Society meeting, by the 13th regular Society meeting, inclusive, after the occurrence of the vacancy or vacancies.

#### Section 4: Meetings.

Meetings of the Board of Directors shall be called and held as may be ordered by the Directors. Regular Board meetings are those for which the time and place are either:

- A. determined at a previous regular Board meeting, or
- B. provided to all Directors at least five days before the meeting. Special Board meetings are those not meeting either of

the above requirements.

#### Section 5: Quorum.

A majority of the authorized number of Directors must be present for the transaction of any business at any Board meeting; unless fewer than this number of Directors remain, in which case all remaining Directors must be present for the transaction of any business at any Board meeting. Every act done by a majority of the Directors voting at a regular Board meeting at which a quorum is present shall be regarded as the act of the Board of Directors unless a greater number is required by law, by the Articles of Incorporation, or by these by-laws. The acts of any Special Board meeting shall be as valid as though they had been done at the regular Board meeting if they are ratified by a majority of the authorized number of Directors either at a regular Board meeting or by dated signature. All such signatures shall be filed with the records of the Society and made a part of the minutes of the Special Board meeting to which they apply.

#### Section 6: Fees and Compensation.

Directors shall receive no compensation for their services, but may receive such reimbursement for expenses as may be determined by the Board.

#### Section 7: Removal from Office.

Any Director may be removed from office for cause, upon petition in writing specifying such cause by 15 or more Standard Members to a meeting of the Society, and affirmative vote of 3/4 or more of those voting at each of the next two Society meetings. The Standard Members shall be notified of the first such voting meeting as for a Special Society meeting, and the notification shall include the text of the petition and the names of its signers. A Director may resign by tendering a written resignation to the Chairman or Vice-Chairman of the Board, who shall accept it effective immediately.

#### Section 8: Corporate Officers.

The Board of Directors shall elect a Chairman of the Board, a Vice-Chairman of the Board, a Secretary, and a Comptroller. They shall be elected from the current Directors at the first Board meeting in each calendar year, and shall serve until the next such election unless they first die, resign, or are removed from office by a vote of 3/4 or more of the authorized number of Directors. Any Board Officer may resign by tendering a written resignation to the Chairman or Vice-Chairman of the Board, who shall accept it effective immediately. In the event of a vacancy in a Board office, a special election shall be held at the next Board meeting to fill the vacancy for the rest of the term.

A. The Chairman of the Board shall conduct the meetings of the Board and speak for it to the Society and to other organizations unless he appoints a representative to do so.

B. The Vice-Chairman of the Board shall, in the absence of the Chairman, perform the duties and assume the rights of the latter.

#### C. The Secretary:

1. shall be responsible for the recording of the minutes of the meetings of the Board of Directors;

2. shall make the minutes of each regular Board meeting available to all of the Directors at least one week before the next regular Board meeting;

3. shall provide a full copy of the minutes of each Board meeting for publication in the Society newsletter as well as on the Society Website;

4. shall keep, at the principal office of the Society, a copy of the minutes of the meetings of the Board of Directors, which shall be accessible to any member on demand, and

5. shall initiate correspondence authorized by the Board. In the absence of the Secretary, the Chairman may appoint a Secretary pro tem.

#### D. The Comptroller:

1. shall direct fund raising, in cooperation with the Treasurer;

2. shall conduct a quarterly informal audit of the Treasurer's records or other Society financial records as needed and make timely reports to the Board on these audits; and

3. shall be responsible for reporting the financial status of the Society to all necessary governmental agencies. In the absence of the Comptroller, the Chairman may appoint a Comptroller pro tem.

E. The Board of Directors may confer more than one of these offices on one person, if it so elects.

### Article IV: Procedural Officers.

#### Section 1: General.

The elective procedural officers of the Society shall be a President, a Vice-President, a Registrar, a Scribe, and a Treasurer.

#### Section 2: Election.

The procedural officers shall be elected from the Standard Membership. The Treasurer shall be elected at the second regular Society meeting of June. The other elective procedural officers shall be elected at the second regular Society meeting of June and at the second regular Society meeting of December. Nominations for President may be made at both the election meeting and the last previous regular Society meeting. Election of the President shall be followed by nominations for and election of the remaining elective procedural officers in the following order: Scribe, Treasurer (in June only), Vice-President, and Registrar. All elective procedural officers shall take office at the first regular Society meeting of the month following their election, and shall serve until they die, resign, or are removed from office, or until their elected replacements take office. Election of Procedural Officers shall follow the procedure given in Article X below.

#### Section 3: Removal and Resignation.

Any elective procedural officer may be removed with or without cause upon petition by five or more Standard Members to a meeting of the Society, and affirmative vote by 3/4 or more of those voting at the next Society meeting. A Procedural Officer may resign by submitting a written resignation to the President or Vice-President, who shall accept it effective

immediately. Vacancies caused by death, resignation, or removal from office of any elective procedural officer shall be announced at the next regularly scheduled meeting; nominations and a replacement election shall take place at the second regularly scheduled meeting following said vacancy.

#### Section 4: President.

##### The President:

- A. shall be the executive officer of the Society;
- B. subject to the Board of Directors, shall have general supervision, direction, and control of the affairs of the Society;
- C. shall preside at all meetings of the Society; and
- D. shall appoint, serve on, and/or disband all committees, and/or appoint and/or remove the Society publication editor(s), sergeant-at-arms, and other appointive officers as he or she finds necessary.

#### Section 5: Vice-President.

##### The Vice-President:

A. shall, in the absence or disability of the President, perform all duties of the latter. When acting in place of the President as described above, the Vice-President shall have all the powers of, and be subject to the restrictions on, the President.

#### Section 6: Registrar.

##### The Registrar:

- A. shall welcome new members and guests;
  - B. shall supply the Secretary with guest attendance information; and
  - C. shall, in the absence or disability of both the President and the Vice-President, perform all duties of the President.
- When acting in place of the President as described above, the Registrar shall have all the powers of, and be subject to the restrictions on, the President.

#### Section 7: Scribe.

##### The Scribe:

- A. shall keep, at the principal office of the Society, a book of minutes of the meetings of the Society, which shall be accessible to any member on demand and shall maintain the minutes section of the archives.
- B. shall provide a copy of the minutes of each Society meeting for publication in the Society newsletter (whose editor may edit and condense them as necessary as long as said editing shall not distort the meaning of said minutes) and to the Society Website.
- C. shall handle the correspondence of the Society.

#### Section 8: Treasurer.

##### The Treasurer:

- A. shall receive, disburse, and account for all funds of the Society;
- B. shall present a statement of the financial status of the Society at each regular meeting of the Society and to each regular meeting of the Board of Directors;
- C. shall keep a record of each member, listing:
  1. name
  2. address
  3. meetings attended
  4. at which meetings dues were paid
- D. shall notify the President when any member is Delinquent and thus ineligible to vote. Financial and attendance records of the Society shall be accessible to any member.

### Article V: Library.

#### Section 1: Holdings.

The library holdings include, but are not limited to: all textual material and audio recordings owned by the Society.

#### Section 2: Librarian.

The Librarian shall be appointed and/or removed by a majority of the Directors voting at any Board meeting.

#### Section 3: Housing.

The Librarian shall have jurisdiction over the room or rooms used principally to house the library holdings, including shelf arrangement, lighting, and environment.

#### Section 4: Policy.

The Librarian shall set library policy, subject to approval by the Board of Directors, concerning hours, circulation, acquisition and/or depletion of the library holdings, and expenditure of library funds.

### Article VI: Video Collection

#### Section 1: Holdings

The Video Collection holdings include, but are not limited to: all recorded video-tapes, LASER discs, DVDs, and other visual media.

#### Section 2: Curator

The Video Collection Curator shall be appointed and/or removed by a majority of the Directors voting at any Board meeting.

#### Section 3: Housing

The Curator shall have jurisdiction over the room or area used principally to house the Video Collection holdings, including shelf arrangement, lighting, and environment. When the Video Collection is housed within the area dedicated to

the Library, the jurisdiction of the Librarian shall be deemed to have precedence in matters relating to the environment.

#### Section 4: Policy

The Curator shall set Collection policy, subject to approval by the Board of Directors, concerning hours, circulation, acquisition and/or depletion of Collection holdings, and expenditure of the Collection funds.

### Article VII: Miscellaneous.

#### Section 1: Finances.

##### A. Budget:

All funds shall be collected and disbursed by the Treasurer. Funds for specific purposes may be established and, if necessary, raised by pledges and donations, and shall be handled and accounted for by a member appointed by the President. The Board of Directors shall approve, at least twice yearly, a budget of expense items. The Treasurer shall be allowed to expend money to meet such expenses. Except for items on the agenda, the expenditure of any sum over a maximum discretionary amount must be approved by the membership; sums not exceeding this amount may be expended by the Board of Directors.

##### B. Donors: Donors to the Society shall be referred to as Friends of the LASFS,

1. a first amount shall make one an Associate Friend of the LASFS;
2. a second amount shall make one a Supporting Friend of the LASFS;
3. a third amount shall make one a Patron Friend of the LASFS;
4. a fourth amount shall make one a Patron Saint of the LASFS;
5. a fifth amount shall make one a Sacred Object of the LASFS.

Patron Friends are entitled to receive all Society publications free of charge. Each Patron Saint may designate a meeting, from the first through the possible 53rd Society meeting of the year, to be set-aside in his honor. Each Sacred Object may select a particular Sacred Object title, and is entitled to another such title for each additional Sacred Object amount he or she donates. Friends of the LASFS classes, amounts, and privileges may be added or changed by joint resolution of the Board and the membership, except that privileges already granted to a Friend may not be reduced.

##### C. Pillars of the LASFS

The LASFS shall recognize as pillars of the LASFS those deceased members in whose name a specific lump sum of money is donated. The specific amount may be changed by a resolution of the Board and the Membership, but may not be made post facto. The name of each pillar of the LASFS shall be engraved on an individual plaque, with dates of birth, death, and becoming a membership of LASFS (or at least as much of these that are known), and up to 40 additional words of description or tribute. Such plaques shall be displayed on interior walls of a LASFS building, and shall be transferred to an interior wall of a building on any new site should LASFS move.

##### D. Discretionary Spending:

Any expenditure over the discretionary amount for the Society set in the Standing Rules of the Society is subject to review and ratification by the Board of Directors.

#### Section 2: Order of Business.

The preferred order of business shall be:

- A. Call to Order,
- B. Introduction of Guests,
- C. Reading of Minutes,
- D. Treasurer's Report,
- E. Committee Reports,
- F. Old Business,
- G. New Business,
- H. Announcements,
- I. Reviews,
- J. Miscellaneous,
- K. Program, and
- L. Adjournment.

New business shall be submitted in writing to the President before the meeting. The President may alter the order of business at his or her discretion. All new business, once it has been submitted in accordance with the by-laws of the Society, and final action is taken by means of a vote of the general membership, resubmission of that business as either new or old business in a form which does not change the general meaning of the business shall be prohibited for a period of six calendar months from the date of final vote by the membership of the Society.

#### Section 3: Publications.

The Society may issue one or more publications, including a newsletter, with editor(s) appointed by the President. The means of financing these publications shall be determined by the Board of Directors. The Society shall be financially responsible for its publications, and any profits from such activities shall be returned to the Society.

#### Section 4: Use of Society Property.

Use of Society property shall be provided for at the discretion of the Board of Directors. In the event of the dissolution of the Society, all Society property shall be placed in the care of the Institute for Specialized Literature, Inc.

#### Section 5: Execution of Documents.

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Society, and such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent, or other person shall have any power or

authority to bind the Society by any contract or engage to pledge its credit or to render it liable for any purpose or to any amount.

#### Section 6: Inspection of By-Laws.

The Society shall keep in its principal office a copy of these by-laws, as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection, at all reasonable times during office hours, by the members.

#### Article VIII: Amendments.

##### Section 1: Amendments to the Articles of Incorporation.

Amendments to the Articles of Incorporation must be proposed in writing by 15 or more Standard members and read to a Society meeting, and must then be the first item of business at the next Society meeting, with Standard Members notified as for a Special Society meeting. Upon approval by 3/4 or more of those voting at the Special meeting, the amendments shall be considered approved, and shall be submitted to the State of California for approval.

##### Section 2: Amendments to the By-Laws.

Amendments to these by-laws must be proposed in writing by 15 or more Standard Members or by resolution of the Board of Directors and read to a Society meeting. Upon approval by 2/3 or more of those voting at the next Society meeting, with Standard Members notified as for a Special Society meeting, they shall take effect immediately.

#### Article IX: Standing Rules.

##### Section 1: Standing Rules of the Society

Standing rules of the Society may be adopted or amended if proposed in writing by 3 or more Standard Members or by a resolution of the Board of Directors and approved by a majority of those voting at two successive regular meetings of the Society.

##### Section 2: Standing Rules of the Board of Directors.

Standing rules of the Board of Directors may be adopted or amended by a majority of the Directors voting at any regular meeting of the Board.

#### Article X: Election Procedures.

The following algorithm shall be used during Society elections of Procedural Officers and members of the Board of Directors.

(Words in all capital letters, like OFFICES and VOTES, represent integer variables.)

##### Step 1.

Set OFFICES = the number of identical offices to be filled by the election.

##### Step 2.

Nominate candidates for the offices. These By-Laws specify the qualifications required for eligibility. Anyone eligible to vote (see below) may nominate any number of potential candidates. Nominations shall not be closed as long as any eligible voter wishes to make an additional nomination. Each nominee who is eligible for candidacy, and who accepts nomination, becomes a candidate. Set CANDIDATES = the total number of candidates.

##### Step 3.

If CANDIDATES = OFFICES: then all of the candidates are elected and cease to be candidates; set OFFICES = OFFICES - CANDIDATES, and CANDIDATES = 0.

##### Step 4.

If OFFICES = 0: then the election is over; stop.

##### Step 5.

If CANDIDATES = 0: go to step 2.

##### Step 6.

Vote. These By-Laws specify the qualifications required for eligibility and proxy voting. Each ballot consists of a list containing some (or none, or all) of the candidates in order of decreasing preference. Non-candidates may be included in the list, but do not effect the results of the election. Obscure references to candidates are acceptable if the voters agree (by simple majority vote, if necessary) in each case as to which candidate is intended; otherwise, they are treated as non-candidate entries.

##### Step 7.

Count the votes. Each candidate received one vote from each ballot on which he or she is the first candidate listed. When the votes are counted manually (as opposed to by computer), any shortcuts in the process are allowed as long as they produce the same result as a complete new count of the ballots. Set ELECTED =  $VOTES / 2 + 1$ , rounding down to the next integer value if necessary.

##### Step 8.

Any candidate with ELECTED or more votes is elected and ceases to be a candidate (there can be at most one). Set OFFICERS = the number of such just-elected ex-candidates. Set OFFICES = OFFICES - OFFICERS, and CANDIDATES = CANDIDATES - OFFICERS.

##### Step 9.

If OFFICES = 0: then the election is over; stop.

##### Step 10.

If OFFICERS > 0: go to step 13.

##### Step 11.

Set LAST = the number of candidates who are tied for having the fewest votes. If LAST = CANDIDATES: go to step 6.

## Step 12.

The LAST candidates who are tried for having the fewest votes cease to be candidates. Set CANDIDATES = CANDIDATES - LAST. Go to step 7.

## Step 13.

All ex-candidates who ceased to be candidates in step 12, and not in steps 8, 14 or 15, since the last execution of step 2, become candidates again. Set RETURNEES = the number of such reinstated candidates, and CANDIDATES = CANDIDATES + RETURNEES.

## Step 14.

Any candidate may withdraw, thus ceasing to be candidates. Set WITHDRAWALS = the number of such just-withdrawn ex-candidates, and CANDIDATES = CANDIDATES - WITHDRAWALS.

## Step 15.

If CANDIDATES = OFFICES: then all of the candidates are elected and cease to be candidates; set OFFICES = OFFICES - CANDIDATES, and CANDIDATES = 0.

## Step 16.

If OFFICES = 0: then the election is over; stop.

## Step 17.

If CANDIDATES = 0: go to step 2.

## Step 18.

If the voters so decide, by simple majority vote: go to step 6. Otherwise, go to step 7.

## Article XI: Emergency Procedures and Powers

A. In the event of a natural and/or man-made catastrophe or emergency which may pose a threat to the life and/or limb of the general membership, or may place the members in violation of governmental laws, ordinance or other "emergency directives," meetings or other scheduled events of the Society may be cancelled for a limited period of time (but no longer than fourteen calendar days from the last regularly-held Society meeting/event.) The authority to "officially" cancel a meeting is restricted to any elected officer or director of the Society, and only in response to an occurrence which a reasonable person would consider a catastrophe or emergency. This article will not be used to cancel any Loscon, although conditions which would force the cancellation of a Society meeting may create similar situations for a Loscon.

B. In an emergency, the welfare and safety of the general membership and its elected officials are the primary consideration that will determine the method used for canceling a Society meeting/event. Although this article lists several preferred options for canceling a meeting, if there is any doubt as to the safety of Society members while delaying action to decide which of the recommended options to implement, the decision to cancel the scheduled Society event using the most expeditious method takes precedence.

C. There are three recommended options that may be utilized for canceling a meeting or other scheduled event and all Society officers and directors must be aware these are only recommended options, the welfare of the general membership is the primary consideration. The recommended options are:

1. A vote by a quorum of the Board of Directors (or a quorum of surviving Board members).
2. A joint decision by the Chairman of the Board of Directors and the Society President.
3. A decision by the senior club official available.

D. If options (1) or (2) are utilized, they are not required to be "face-to-face" meetings. Telephonic discussions and/or votes are authorized for the purposes of this article only. If the telephone is utilized, no proxy votes are authorized.

E. For purposes of this article only, the following is the order of precedence of club officials for canceling a meeting if option (3) is used:

- Chair, Board of Directors
- Society President
- Vice-Chair, Board of Directors
- Society Vice-President
- Comptroller, Board of Directors
- Society Registrar
- Society Scribe
- Secretary, Board of Directors
- Society Treasurer
- Senior Director, Board of Directors (refers to length of cumulative time on the Board, not physical age)
- Any other Director available

F. In the event any club office is occupied by more than one member, only one of these club members holding that office are required to make the decision to cancel Society meetings/events.

G. Once the decision is made to cancel a Society meeting or other scheduled event, the official(s) making the decision must take all reasonable steps to insure the membership is informed of the cancellation. HOWEVER, THIS ARTICLE SPECIFICALLY FORBIDS ANY CLUB OFFICIAL OR MEMBER FROM RISKING INJURY, DEATH OR VIOLATIONS OF THE LAW IN ORDER TO IMPLEMENT NOTIFICATION OF THE SOCIETY OF ANY CANCELLATION.

H. The preferred methods to notify the club that an event has been canceled are:

1. Calling the members at their last known telephone number, using the most current known phone number.
2. Sending an electronic message to the members last known address.

3. Leaving a message on the Society's answering machine, with information on when the meeting was cancelled, why, and how long it is expected to be in effect.

4. Post a note on club house property.

5. Mail notifications to the members at their last known mailing address, using the most current mailing list used to mail the Society newsletter (if available)

6. Announcements to local media outlets. The text of any such announcement must first be cleared through the official canceling the Society meeting/event.

Officers making this notification are encouraged to obtain assistance from other club officials/members to conduct this notification. In the event that a Special meeting is used, or excessive telephone bills are generated from this notification, the Society will attempt to, but is not required to, reimburse the club officials for reasonable costs.

I. Any club member or official who willfully misuses this article of the by-laws of the Society, will, upon a majority vote of the Board of Directors, have their membership in the Society suspended until such times as a motion to terminate the membership of the individual can be brought before the membership as outlined in Article II, Section 3. In addition, the Society legal advisor will be asked to advise the Board if any legal action is either appropriate or required by State or Federal Laws.