

SMOKY MOUNTAIN MENSA BYLAWS

Article I. Name and Definitions

1. The name of this organization is Smoky Mountain Mensa, and the group may be referred to as SMM.
2. Smoky Mountain Mensa is a local chapter of American Mensa Ltd. and is subject to the Mensa Constitution and American Mensa, Ltd., Bylaws, and the resolutions adopted by the American Mensa Committee, provided these resolutions comply with the Mensa Constitution and the American Mensa Bylaws. The purpose of Smoky Mountain Mensa conforms with the purpose and policies of American Mensa, Ltd.
3. The following definitions are used in these by-laws:
 - a. 'Member' means any member of Smoky Mountain Mensa, as specified in Article II.
 - b. 'Newsletter' means the newsletter of Smoky Mountain Mensa.
 - c. 'Executive Committee' means the elected officers of Smoky Mountain Mensa and includes replacements to fill vacancies.
 - d. 'Consent of the executive committee' means a favorable vote by a majority of the executive committee, except in cases of appointment of nonvoting officers by the local secretary. Appointed officers and committee members are assumed to have the consent of the executive committee and will continue to serve unless or until the executive committee votes unfavorably on an appointment.
 - e. 'Percentage of membership' means the percentage of the members listed on the most recent roster received from American Mensa, Ltd.

Article II. Membership

1. Membership in Smoky Mountain Mensa is open to all Mensa members in the geographic area assigned by American Mensa, Ltd., or as otherwise assigned by American Mensa, Ltd.
2. Although other Mensa members may not vote or participate generally in Smoky Mountain Mensa business, members in good standing are welcome to join in social activities. The Ombudsman of American Mensa, Ltd. may participate in business as required to discharge his or her duties, and other Mensa members in good standing may participate in business at the invitation of the Smoky Mountain Mensa Executive Committee.

Article III. Officers and Duties

1. The elected officers of Smoky Mountain Mensa are:
 - a. a local secretary, or chairman,
 - b. a deputy local secretary, or vice chairman,
 - c. a treasurer,
 - d. a membership officer, and
 - e. a recording secretary, or scribe.

2. The local secretary is the chief executive officer of Smoky Mountain Mensa and has the following duties:
 - a. to administer the business of Smoky Mountain Mensa in accordance with these by-laws,
 - b. to preside at meetings of the executive committee and other business meetings of Smoky Mountain Mensa members,
 - c. to appoint and to replace appointed officers, with the consent of the executive committee, and to delegate appropriate duties to them,
 - d. to appoint and to replace committee members and committee chairmen, as needed and with the consent of the executive committee,
 - e. to nominate--or ensure the nomination of--qualified candidates for vacancies on the executive committee.
 - f. to maintain liaison with other local groups and with American Mensa Ltd., and
 - g. to provide advice and counsel to group officers during and in preparation for audits of local-group activities and publications.
3. The deputy local secretary has the following duties:
 - a. to assist the local secretary in administering the business of the Smoky Mountain Mensa,
 - b. to serve as program chairman for the local chapter, and
 - c. to preside in the absence of the local secretary and to succeed to the office of local secretary if that officer is unable to serve out his or her term.
4. The treasurer's duties are the following:
 - a. to assume responsibility for the financial matters of the chapter,
 - b. to disburse funds as directed by the executive committee,
 - c. to administer the budget, and
 - d. to provide semiannual financial reports to the executive committee and for publication in the newsletter. The financial report includes schedules of income, expenses, and balances for all funds (including regional-gathering funds, scholarship funds, and other special funds) under the control of the local group.
5. The membership officer has the following duties:
 - a. to provide information to new members,
 - b. to maintain membership lists,
 - c. to make periodic membership reports, and
 - d. to support officers and members in recruiting new members.
6. The recording secretary's duties are:
 - a. to keep minutes of business meetings and executive-committee meetings and
 - b. to prepare and submit summaries of those minutes within one month for publication in the newsletter.
7. The term of elected officers is one year from January 1 to January 1 of the following year. An office may be vacated by resignation, death, inability to serve, or removal as provided in paragraph 4 of Article V.
8. The executive committee of Smoky Mountain Mensa consists of the elected officers. Its responsibilities and authority include directing disbursements of chapter funds, conducting the chapter's business, appointing non-voting officers and committee heads, and providing

for the effective functioning of Smoky Mountain Mensa. The executive committee may fill vacancies in elective offices, except for succession to the position of local secretary as provided in paragraph 3, section c, of this article.

9. All appointed officers, committee heads, and committee members, except the nominating committee and the election committee, serve at the pleasure of the executive committee. After their appointments, members of the nominating committee and members of the election committee may not be discharged or replaced except for failure to comply with these by-laws. The terms of appointed officers expire at the first business meeting after an annual election of officers and falling on or after January 1 following the election; however, the executive committee may set earlier expiration dates when making appointments. An appointed editor continues in office if the executive committee does not remove him or her.
10. The office of editor is the only required continuing office. The duties of the editor are:
 - a. to edit the newsletter and to mail each issue before the first day of the month of issue,
 - b. to publish notices of meetings and programs,
 - c. to publish results of elections, other balloting, and business meetings,
 - d. to publish semiannual financial reports,
 - e. to publish slates of candidates for local offices and ballot issues, as requested by the chairman of the nominating committee,
 - f. to publish proposed amendments to the SMM bylaws and any related discussion, as requested by the executive committee, and
 - g. to comply with requirements of the United States Postal Service.
11. All elected and appointed officers and all committee heads shall be current members in good standing of American Mensa Ltd. and Smoky Mountain Mensa.
12. All elected and appointed officers and committee heads must turn over (or make satisfactory arrangement for turnover of) all files, office equipment, and materials pertaining to their offices to either their successors, the current local secretary, or other member(s) of the executive committee no later than four weeks after leaving office.

Article IV. Removal of Elected Officers

1. An elected officer may resign from office for any reason, either verbally at a business meeting or by letter to the local secretary, or to the assistant local secretary if the resignee is the local secretary.
2. An office may be vacated by inability to serve (article V, paragraph 4) or by death.
3. An elected officer may be removed by recall election. A petition signed by at least ten percent of the membership of record of Smoky Mountain Mensa and citing the reasons for the recall forces a recall election.
 - a. Upon presentation of a properly qualified petition to any elected SMM officer, the executive committee holds a business meeting within 30 days for the purpose of considering the recall petition. If a regular business meeting is not scheduled within 30 days, the executive-committee member receiving the petition calls a special meeting.
 - b. If any SMM member presents a properly-qualified recall petition at a regular or special business meeting, the executive committee appoints an election committee and committee chairman to conduct a recall election with balloting to close within 60 days of the business meeting.

- c. The election committee may have the recall ballot printed in the Smokies Signal or may mail ballots to the membership of SMM. Balloting closes on the twentieth day of the month of issue of the newsletter or 20 days after the mailing of the ballots. Ballots received by the chairman of the recall election after more than 20 days are not valid. Counting, reporting, and verification procedures of regular elections apply.
- d. If the executive committee fails to appoint an election committee when required by these bylaws, the American Mensa Committee Regional Vice-chairman for Region 5 may appoint an election committee from SMM members to conduct a recall election.

Article V. Meetings and Business of Smoky Mountain Mensa

1. The executive committee must schedule and hold regular business meetings in the local-membership area no less often than quarterly. The editor must, as requested by the local secretary, announce the meetings in the monthly calendar of events in the newsletter.
2. The local secretary or any three elected officers (one officer in the case of a special meeting to consider a recall election) may call a special business meeting. The membership of Smoky Mountain Mensa, by signed petition of 10% of the members of record, may call a special business meeting. In either case, the call must state the time, place, and purpose of the special meeting, and no other matters may be acted upon during the meeting, except a member of SMM may present a properly-qualified recall petition at any business meeting. If executive committee members present at a petitioned meeting do not constitute a quorum, SMM members in attendance may act as a committee of the whole with a member of the executive committee presiding in the following succession: local secretary, deputy local secretary, treasurer, membership officer, and recording secretary. If no elected officer is present, members in attendance may elect a presiding officer, *pro-temp*, to conduct the meeting. The presiding officer, *pro-temp*, will notify the local secretary and the Regional Vice Chairman, in writing, of business conducted.
3. Three members of the executive committee constitute a quorum for transacting business at any regular or special business meeting, and motions carry by a simple majority of the executive committee present and voting.
4. A four-fifths (4/5) affirmative vote of the executive committee may remove any elected officer who misses three consecutive business meetings by declaration of the inability of that officer to serve, provided the committee votes removal at the next regularly scheduled business meeting following the three consecutive absences.

Article VI. Elections

1. No later than September 15 each year, the executive committee appoints a nominating committee consisting of at least three members with one member designated as chairman. No later than October 15, the nominating committee nominates at least one candidate for each elective office. No member of the nominating committee may currently be an elected officer or a candidate for elective office in the forthcoming election. The chairman of the nominating committee notifies SMM members of record of these nominations in the November issue of the newsletter or by mail posted not later than November 1.
2. No later than November 15, members may present petitions with additional nominations to the chairman of the nominating committee. The petition must contain valid signatures of ten percent of the members of record. The chairman of the nominating committee presents the

list of candidates and any nominating petitions to the chairman of the election committee and informs the local secretary of the nominations.

3. No later than November 1, the executive committee appoints an election committee of at least three members who conduct the election, receive and count the ballots, and certify the results of regular and special elections on the ballot. A member of the election committee may be neither a member of the executive committee nor a current candidate for elective office.
4. The election committee must establish voting procedures that permit a voter's identity to be secret if the voter desires. This requirement applies to all balloting.
5. The chairman of the election committee delivers ballots to the editor of the newsletter in time for printing in the December issue of the newsletter, or the chairman mails ballots to all members of record no later than December 1.
6. Members must return ballots by mail or in person to the chairman of the election committee by December 20. The election committee will not count ballots received after December 20. A plurality of votes cast for each office constitutes election, and the election-committee chairman resolves tie votes by a coin toss.
7. The chairman of the election committee maintains a list of persons voting and keeps the ballots cast until the close of the first business meeting following the close of balloting. The chairman provides the list of voters and the voting tally for examination by any requesting SMM member or any requesting member of the American Mensa Committee. After the close of the first business meeting, the election-committee chairman may destroy the ballots and list of members voting.
8. The chairman of the election committee certifies the winners of the election to the local secretary and provides the list of newly elected officers to the editor for publication in the newsletter.
9. If any office has only one candidate after the close of nominations by petition, the chairman of the election committee may declare that candidate elected. If there are no opposed candidates, the chairman declares all candidates elected, and no balloting is required.

Article VII. Amendments.

Amendments to these bylaws may be proposed by the executive committee or by a petition signed by at least ten percent of the members of record of Smoky Mountain Mensa. The executive committee sends the proposed amendments to the American Mensa Committee for approval and appoints an election committee to conduct the balloting. After American Mensa Committee approval, proposed amendments shall be published in the next possible issue of the newsletter. (This must be the next issue unless that issue has gone to press.) The committee establishes procedures for balloting in compliance with these bylaws and publishes a ballot in the newsletter at least one month following the publication of the proposed changes. The deadline for return of mail ballots or hand-delivery of the ballots is at least 90 days after the first publication of the proposed amendment(s) and at least 30 days after the mailing of the newsletter containing the ballots. To become effective, amendments to the bylaws require approval by the American Mensa Committee and a two-thirds (2/3) affirmative vote of the ballots cast. The election-committee chairman reports the results to the local secretary and maintains documentation of balloting until the close of the first business meeting following the election.

Article VIII. Mensa Logo and Name

American Mensa, Ltd., has granted a royalty-free, nonexclusive license to Smoky Mountain Mensa for the use of the mark 'Mensa' and a logo, consisting of a globe over a stylized 'M' within a border, in connection with the services and purposes of Smoky Mountain Mensa. American Mensa, Ltd., retains full ownership of the mark and the logo and all statutory rights and common-law rights in the mark and the logo.

Article IX. Parliamentary Procedures and Rules of Order

The rules contained in Roberts' Rules of Order, latest edition issued at least one year previously, governs business of the local group in all cases in which the rules are applicable and are not inconsistent with these bylaws.