

BYLAWS OF THE SAN JOSE IBM PC CLUB

ARTICLE I - Name

The name of this organization shall be The San Jose IBM PC Club, hereinafter referred to as the CLUB.

ARTICLE II - Purpose

To provide information and services to its members

ARTICLE III - Indemnification

The CLUB may purchase and maintain insurance on behalf of any person who is or was an officer, director, or agent of the Corporation, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such.

ARTICLE IV - Organization

The operation of the CLUB is the responsibility of its board of directors, which consists of its elected officers and their appointees.

Each board member will agree to the CLUB's conflict of interest policy annually.

ARTICLE V - Elected Officers

The elected officers are:

President

Vice President

Secretary

Treasurer

Election of officers shall be held at the December general meeting. A simple majority of votes cast is required for election.

Officers shall be elected for a term of one year.

The duties of the elected officers are:

a. President

1. To be the primary representative of the CLUB
2. To conduct meetings and manage the agenda to insure that all CLUB business is conducted efficiently
3. To act as chairperson of the board of directors and preside over its meetings.
4. To appoint chairpersons of standing committees.

b. Vice President

1. In the absence of the President, assume the duties of that office.

c. Secretary

1. Record the minutes of CLUB business transacted at both general and board of directors meetings. The minutes must contain, at a minimum, a record of each motion and the disposition of the motion.
2. Keep a record of all correspondence between the CLUB and outside groups.

d. Treasurer

1. Maintain a record of all financial transactions conducted by the CLUB.
2. Deposit dues paid by members.
3. Be responsible for all CLUB funds. Expenditure of funds may only be by a check signed by two elected officers.
4. Make financial reports to the CLUB at least semiannually

ARTICLE VI - Committees

The board of directors shall create and dissolve committees and appoint chairpersons.

ARTICLE VII - Membership

Membership is open to all IBM employees, former employees, contractors, their families, and friends.

ARTICLE VIII - Dues

The amount of dues to be charged will be determined by the board of directors.

ARTICLE IX - Meetings

The board of directors will meet at least annually, with special meetings as necessary. Meetings of the board of directors may be called by any elected officer. Board members must be given at least 48 hours notice of any meeting. A quorum for a meeting of the board of directors shall be two or more elected officers.

General meetings of the membership will be held at least annually. The membership must be given at least 48 hours notice of any general meeting. A quorum for a general meeting shall be four or more members including at least one elected officer.

ARTICLE X - Amendments to These Bylaws

Members must be notified of a proposed amendment at least one month prior to voting on it. For an amendment to be approved, it must receive a two-thirds (66.7%) majority vote of the members present at a general meeting.