

# PRIME TIMERS OF CENTRAL IOWA

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## Prime Timers Of Central Iowa

A Chapter of Prime Timers World Wide

# Constitution and By-Laws

## ARTICLE I Name

### Section 1: Definition.

- A. The name of this organization shall be known as Prime Timers of Central Iowa (PTCI).

## ARTICLE II Objectives

### Section 1: Objects.

- A. PTCI is a not-for-profit, noncommercial, nonsectarian, and nonpartisan social organization open to all mature gay and bisexual men (singles and couples) and their friends, who subscribe to our purposes of socialization and fellowship in a safe and supportive environment.
- B. PTCI sponsors educational, service oriented and cultural activities; and promotes social welfare among gay and bisexual men.

## ARTICLE III Participation

### Section 1: Participation.

- A. To promote the growth of PTCI, members are encouraged to actively participate by serving as an Officer, member of the Board of Directors, Committee Chair, or becoming an active member of a PTCI committee.
- B. The group is wholly dependent upon members for its activities.
- C. It is suggested that each member take his turn in hosting an event or activity, sponsor and promote a group event, and/or assist in planning or hosting an event or activity.

## ARTICLE IV Governance

### Section 1: Governance.

- A. Governance of PTCI shall be under a Board of Directors composed of total of seven members: the President, Vice President, Secretary, Treasurer and three additional Directors.
  - B. Each year, nominees shall be elected to the Board of Directors for a two year term (unless
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otherwise specified) by a majority of PTCI members in attendance at the January Monthly Membership Meeting.

- C. The Board of Directors shall then elect their President, Vice President, Secretary, and Treasurer for a one year term at a special meeting immediately following the January Monthly Membership Meeting or shortly thereafter.
- D. The President shall be the Chairman of the Board of Directors.
- E. The Board of Directors shall have the right to fill interim vacancies.
- F. Each Board member has one (1) vote on any issue, and a vote of the majority of the Board of Directors will enact the issue.

## **ARTICLE V Election of the Board of Directors**

### Section 1: Nominations.

- A. Nominations for candidates for the Board of Directors will be solicited from members beginning in November at the Monthly Membership Meeting.
- B. Nominations will be accepted from the floor, telephone, electronic mail, or postal mail, as long as they are received in time to be recorded at the December Board of Directors meeting.
- C. Self-nominations will be accepted.

### Section 2: Publication of Nominees.

- A. The names of the nominees will appear in the subsequent PTCI newsletter, which may be in either electronic / web or print format.

### Section 3: Election.

- A. An election of the Board of Directors by PTCI members in good standing shall take place at the January Monthly Membership meeting.
- B. Election results will be announced at this meeting.

### Section 4: Voting.

- A. Each PTCI member in good standing may vote for up to seven Board members.
- B. The Board of Directors shall consist of the seven candidates receiving the highest number of votes.

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## ARTICLE VI Duties of Officers

### Section 1: Officers.

#### A. President.

1. The President shall preside at general Monthly Membership Meetings of the Organization and the Board of Directors and enforce the By-Laws and Policies & Procedures.
2. The President or his designee shall represent the Organization as necessary.
3. The President shall be responsible for all valuable documents and archives of the Organization.

#### B. Vice President.

1. The Vice President shall serve as President in that officer's absence or disability.
2. The Vice President shall also serve as Coordinator of Social Events including: developing an annual and a monthly calendar of events, planning and budgeting of special events, organizing a variety of small group events and promoting all PTCI sponsored events.

#### C. Treasurer.

1. It shall be the duty of the Treasurer to receive all monies of the organization and deposit same in the name of Prime Timers of Central Iowa, in a bank or trust company approved by the Board of Directors.
2. The Treasurer shall act as custodian of all financial documents and shall pay all bills of the organization approved by the Board of Directors.
3. The Treasurer shall keep a book belonging to the organization showing all monthly receipts and disbursements.
4. At the meeting of the Board of Directors the Treasurer shall submit a detailed report showing a summary of receipts and disbursements and the financial condition of the organization.
5. All checks shall be signed by the Treasurer.
6. The Treasurer shall also receive all membership forms and maintain a list of members and their addresses and perform other related duties as requested by the Board of Directors.
7. The Treasurer shall also preside at general Monthly Membership Meetings in the absence of both the President and Vice President.

1. The Secretary shall keep records of all meetings, minutes of general membership meetings, and meetings of the Board of Directors.
2. The Secretary shall keep reports; correspondence; official documents and procedures of the Organization, and shall conduct correspondence.

### Section 2: Board of Directors.

- A. The Board of Directors shall be responsible for the management and general control of the organization's property, finances and affairs.
- B. The Board of Directors cannot contract for the spending of more than the amount of uncommitted funds budgeted for, from the treasury.
- C. A quorum of the Board of Directors shall be met if 4 of 7 members are in attendance.

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1. When physical presence is not possible, members will be considered as present and in attendance if they participate via electronic means (such as a conference call over a speakerphone, or by videoconference, etc.)
- D. The Board of Directors shall have the power to warn and/or suspend a member for violation of the by-laws, rules, regulations, and Policies & Procedures in accordance with Article X.
- E. Vacancies on the Board of Directors, except for term expiration, will exist only when one of the following conditions apply:
  1. A Board member is absent without reasonable excuse for three Board meetings.
    - a. Any member of the Board of Directors having been absent for two meetings without reasonable excuse shall be notified by the Secretary that upon the third such absence the office will be declared vacant by the Board of Directors, who shall fill such vacancy.
  2. A Board member dies.
  3. A Board member tenders his resignation in writing.
  4. A Board member is expelled by a two-thirds or more vote of the remaining Board.
- F. If a vacancy occurs on the Board of Directors, the Board shall name a member to serve until the next annual election by the general membership.
- G. If a vacancy occurs among the officers, the Board of Directors will fill the vacancy by offering it to a Board member to fill.

## **ARTICLE VII Meetings**

### Section 1: Meetings.

- A. Meetings of the Board of Directors shall be held regularly on a date set by the Board.
- B. The regular meetings of the general membership (Monthly Membership Meetings) shall be held at a time and location established by the Board of Directors.
- C. The President shall call a special meeting at the written request of ten percent of members in good standing or of a majority of the Board of Directors.
  1. No regular business shall be transacted at the special meeting, only that stated as the purpose of the meeting.
  2. All Board of Directors must be invited to a special meeting.
  3. All members in good standing shall be invited to attend a special meeting.
- D. Upon request, members in good standing may request published meeting(s) minutes.

## **ARTICLE VIII Order of Business**

### Section 1: Order of Business.

- A. The order of business at Monthly Membership Meetings shall be detailed and documented in the Policies & Procedures document.
- B. The Monthly Membership meeting shall include at a minimum:

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1. Introduction of new members.
2. Old business.
3. New business.

## ARTICLE IX Membership

### Section 1: Membership.

- A. Prospective members shall submit to the Treasurer a completed membership form with his dues.
- B. Prior to submitting an application for membership, prospective members may attend two monthly meetings as a guest of PTCI excluding special events.
- C. Each applicant must be a gay, ~~or~~-bisexual or questioning male or a self-identified male transgender over the age of 21 years.
- D. Anonymity shall be maintained, if requested, by not including his name on the PTCI membership roster.
- E. Dues and fees shall be set annually by the Board of Directors.
- F. Individuals must have paid their annual membership dues to be considered current PTCI members in good standing.
- G. No other assessments shall be levied on the general membership except by a two-thirds vote of the members present at any monthly meeting.
- H. An annual report shall be made available to all members indicating the assets, liabilities, revenues and disbursements of the organization.

## ARTICLE X Discipline

### Section 1: Discipline.

- A. Investigation into allegations of misconduct shall be conducted by the Board of Directors upon written complaint of one or more members.
- B. To maintain the privacy of all members, the membership roster must not be shared with any non-members. Violators will be subject to disciplinary action by the Board of Directors.
- C. PTCI does not tolerate discrimination based on race, color, sexual orientation or marital status, belief or non-belief, national origin or disability.
- D. A member who speaks or acts in a discriminatory manner contrary to PTCI By-Laws or Policies & Procedures may be subject to disciplinary action by the Board of Directors.
- E. A member may be censured, suspended, or expelled for conduct injurious to the character and welfare of the organization by a majority vote of the Board of Directors.

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## **ARTICLE XI Property Title**

### Section 1: Property Title.

- A. The title and ownership of all property, effects, and assets of the organization shall be in the name of Prime Timers of Central Iowa, in trust for the benefit and enjoyment of the members.
- B. A resignation, death or forfeiture of membership, for any cause, shall be considered an assignment and release to the Board of Directors, as trustees of the organization, of all rights, title, and interest of such members in and to the property and assets of the organization.

## **ARTICLE XII Private Property**

### Section 1: Private Property.

- A. The organization shall not be held responsible for the loss of or damage to property belonging to members.

## **ARTICLE XIII Amendments**

### Section 1: Amendments.

- A. Amendments to these by-laws may be proposed by the Board of Directors or by a petition to the Board of Directors by ten percent of PTCI members in good standing.
- B. Proposed amendments will be published in the newsletter at least 45 days before brought to a vote.
- C. Only members in good standing and in attendance at a meeting may vote on an amendment
- D. Before an amendment is accepted as valid, it must be accepted by a majority vote of members in good standing and present at a monthly meeting who cast their votes in favor of the amendment.

## **ARTICLE XIV**

### **Adoption:**

### Section 1: Adoption.

- A. The Constitution and By-Laws shall take effect when accepted by the majority of the members in good standing.
- B. A copy of the Constitution and By-Laws shall be distributed to all current PTCI members.

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- C. A copy of the Constitution and By-Laws shall be given to all subsequent PTCI members upon request.

## **ARTICLE XV Policies and Procedures Document**

### Section 1: Policies & Procedures.

- A. A separate Policies and Procedures Document shall exist as a supplement and a less formal addendum to these by-laws.
- B. The Policies & Procedures document may be changed, amended, altered, or rewritten as needed by a majority vote of the Board of Directors.
- C. The Policies & Procedures document shall not conflict with the governance designated by Prime Timers World Wide.
- D. The Policies & Procedures document shall not conflict with the governance designated by the Constitution and By-Laws document of Prime Timers of Central Iowa.

This document was modified and approved by a majority of the members in good standing on June 01, 2015.