

**LONESTAR MENSA
BYLAWS
2005 July**

ARTICLE I - NAME AND PURPOSE

Section 1. The name of this group shall be Lonestar Mensa.

Section 2. Lonestar Mensa (LSM) is a local group of American Mensa. Ltd., and is subject to the Constitution of Mensa, the Bylaws of American Mensa. Ltd., and the resolutions adopted by the American Mensa Committee.

ARTICLE II – MEMBERSHIP

Section 1. Membership in LSM shall be open to all members of AML (American Mensa. Ltd.) in good standing in the geographic area assigned to LSM by the AMC (American Mensa Committee), or as otherwise assigned by AML.

Section 2. AML members in good standing who are not also members of Lonestar Mensa are welcome to participate in the social activities of LSM, they may not participate in its business activities unless the individual in question is the National Ombudsman or his surrogate, a member of the AMC in the discharge of his/her responsibilities, or at the invitation of the executive committee.

Section 3. Lonestar Mensa shall observe the preferences of members for data suppression and publication, as filed with AML, when publishing a local group roster or membership directory/register.

ARTICLE III - OFFICERS AND DUTIES

Section 1. The elected officers of Lonestar Mensa shall be the president (sometimes referred to by AML as the LocSec, Local Secretary, or similar titles), vice president, and treasurer. In addition to the officers, the LSM membership shall elect one member-at-large, and two additional members-at-large for each two hundred or portion of two hundred members by which the group exceeds four hundred members, as determined by the August membership roster from AML which precedes the election. Elected officers must be members in good standing of Lonestar Mensa and AML and may serve no more than two full consecutive terms in any given office.

Section 2. At a minimum, the appointed officers of Lonestar Mensa shall be: a newsletter editor, newsletter circulation manager, membership officer, publicity officer, scholarship chair, program officer, webmaster, testing coordinator, ombudsman, and arbitrator. Section 3. The president, vice president, treasurer, and member(s)-at-large shall comprise the voting members of the LSM Executive Committee (ExComm), the governing body of Lonestar Mensa. No single member may hold more than one voting office. Any LSM members who wish to do so may attend ExComm meetings as non-voting members.

Section 4. The president shall be the chief executive officer of Lonestar Mensa. The president shall:

- (a) Call and conduct ExComm and LSM general membership meetings.
- (b) Be final authority for implementing the decisions of the ExComm.
- (c) Preside over local functions or, if unable to attend and in the absence of the other officers, appoint another member to act in the president's place.
- (d) Appoint the officers named in Section 2 above, along with such others as he/she deems necessary.
- (e) Be charged with being the chief point of contact between Lonestar Mensa and AML, AMC, and any local media or other organization. By agreeing to be president, the president agrees to pass along information to and from the group in a timely fashion.
- (f) Be charged with notifying AML (through the national office) and the Regional Vice Chairman for the local group within two weeks of the results of elections, and of changes in the officers of the local group.

Section 5. The vice president shall assist the president in administering the business of the organization, shall preside in the absence of the president, and shall succeed to the office of president if the president is unable to serve out his/her term. The vice president will:

- (a) Attend ExComm meetings and LSM general membership meetings.
- (b) Keep the minutes of the ExComm meetings and supply them to the newsletter editor.
- (c) Conduct procedures to amend these bylaws, as described in Article VI below.
- (d) Fulfill any other duties assigned by the president.

Section 6. The treasurer shall maintain the financial records of Lonestar Mensa and assist the president and vice president in administering the business of the organization. The treasurer shall act as the vice president in the absence of that officer, and shall preside in the absence of both the president and vice president. The treasurer shall succeed to the office of vice president if that officer is unable to serve out his/her term, and to president if both officers are unable to serve out their terms. The treasurer will:

- (a) Attend ExComm and LSM general membership meetings.
- (b) Submit a financial report to the ExComm not less than twice each year (at approximately six month intervals). The report shall contain totals of income and expense categories, and balances for all accounts under the control of LSM, including RG, scholarship, and other special funds.
- (c) Facilitate the annual financial review in the month officers take office.
- (d) Provide the president (or designee) original statements from banks and other financial institutions at least quarterly.
- (e) Maintain a list of equipment owned by the local group.

Section 7. Each member-at-large will be a voting member of the ExComm, and will represent the LSM general membership at the ExComm meetings. The member(s)-at-large may not be the newsletter editor.

Section 8. The newsletter editor shall edit LSM's newsletter, which will include: notices of meetings and programs, required ballots, results of business meetings and elections, amendments to bylaws and related discussions and ballots, and the semiannual financial reports. Together

with the newsletter circulation manager, the editor shall prepare and publish U.S. Postal Service forms and arrange for printing/duplication of the newsletter.

Section 9. The newsletter circulation manager, in addition to the duties specified in Section 8 above, shall be responsible for distributing the local group newsletter.

Section 10. The membership officer shall be in charge of membership development, including but not limited to contacting all members new to the group and contacting recently lapsed members.

Section 11. The publicity officer shall be responsible for promoting the group and its activities through the local media.

Section 12. The scholarship committee, under the direction of the scholarship chair, shall be in charge of the LSM scholarship program, to include solicitation of entries for scholarship competitions, making recommendations to the executive committee as to scholarship award winners, and raising funds for scholarships.

Section 13. The program officer shall be responsible for scheduling speakers or other activities for the monthly LSM general membership meetings and shall coordinate with and advise the officers and the newsletter editor of these activities.

Section 14. The webmaster shall be responsible for maintaining the web site and updating it at least six times a year.

Section 15. The testing coordinator shall be responsible for arranging testing sessions at least three times a year.

Section 16. The ombudsman shall pursue local resolution of disputes by mediation or other means. The ombudsman shall have authority to make binding decisions only in case of prior agreement by the disputants.

Section 17. The arbitrator shall pursue resolution of dispute within other groups as required by the Regional Vice Chair and/or AML.

Section 18. The term of office of the elected officers shall be one year commencing on January 1 or until installation of a properly qualified successor, except in the case of resignation, death, or removal from office as provided in Article III, Section 23, below. The appointive officers shall serve until the newly elected president announces his/her new appointees which should be within 15 days of the election.

Section 19. Within 15 days of leaving office for any reason whatever, all outgoing officers and appointees shall turn over their successors all records, files, office equipment, and any other materials pertaining to their office. If for any reason this is impractical, the items should be placed in the care of another member of the ExComm using the same time criterion.

Section 20. Elected and appointed officeholders must remain members in good standing of AML and LSM. Failure to maintain good standing shall be construed as immediate resignation from office.

Section 22. All appointed officers serve at the discretion of the ExComm, and may be removed or replaced by a simple majority vote of the ExComm at any time.

Section 23. Elected members of the ExComm may be removed by majority vote of the other members for missing four consecutive meetings (General Meetings and ExComm meetings), by unanimous vote of all other voting members of the ExComm, or by recall election. Such recall election may be called by a petition citing the reason for such action and signed by 10% of the LSM membership as listed on the most recent membership roster provided by AML. The balloting provisions of a regular election shall apply except that a recall election must be held within sixty days of presentation of a properly qualified petition at either a regular or special meeting of the local group and the date set forth in Article VI shall be adjusted appropriately.

ARTICLE IV – PUBLICATION OF FINANCIAL REPORT

Section 1. The financial report described in Article III, Section 6(b), shall be published in the newsletter, along with a notation stating that the report was/was not approved by the ExComm. If the report is not approved, the ExComm will provide for the publication of a summary of the reasons for non-approval.

Section 2. The financial review described in Article III, Section 6(c), shall be conducted by someone who was not involved in the collection or disbursement of money during the period being reviewed, and shall include viewing actual statements from banks and any other institutions where the group's money is deposited.

ARTICLE V – MEETINGS

Section 1. LSM general membership meetings, which should include business meetings when necessary, shall be held monthly except for December. Notice of meetings and other activities shall be published in the newsletter. Section 2. Special business meetings may be called at any time by the president, by a majority vote of the ExComm, or by any ExComm member upon receipt of a petition stating the purpose of the special meeting and signed by ten percent of the LSM membership. For this purpose, the most recent LSM membership roster from AML shall be used as a measure of membership count. The date, time, place, and purpose of the special meeting shall be announced in the local group newsletter or by direct mail. No business other than that indicated in the notice may be acted upon.

Section 3. Executive Committee meetings shall be held whenever required, but at a minimum once per calendar quarter, including a meeting in December. The first quarter meeting should include establishment of goals for the chapter and the second quarter meeting should include budget approval. The December meeting should be attended by incumbent as well as newly

elected ExComm members, and new officer appointments should be announced. The results of each of the above special topics should be published in the next issue of the local newsletter. The duties and responsibilities of the ExComm, in addition to those specified elsewhere in these bylaws, include all financial, policy, and planning matters affecting LSM not reserved specifically for resolution by the membership. When a majority of the ExComm finds it appropriate or expedient, it may ask the general membership to resolve, by any stated means, any issue otherwise under its own authority.

ARTICLE VI - ELECTIONS

Section 1. No later than the September LSM general membership meeting of each year, the ExComm shall appoint a Nominating Committee from the LSM membership consisting of two members and a chair. The Nominating Committee shall, no later than the October LSM general membership meeting, nominate one or more candidates for each elective office. Additional nominations will be allowed from the floor at the October meeting. The Nominating Committee Chair shall certify that nominees are members of AML and LSM in good standing and notify the general membership of the nominations in the November newsletter, or by direct mail posted no later than November 1.

Section 2. No later than the October LSM general membership meeting of each year, the ExComm shall appoint an Election Committee of two members and a chair, who shall be responsible for conducting the election, receiving and counting the ballots, and certifying the results. Certification must be within five days of the election, and delivered to the previously incumbent president. The Election Committee shall determine, and cause to be published, those election rules and regulations not covered by these bylaws.

Section 3. No member of the Nominating Committee or the Election Committee may be a voting member of the ExComm or a candidate in the upcoming election.

Section 4. Ballots shall be printed in the November newsletter. Mail ballots must be returned to the Chair of the Election Committee and received not later than November 15, or the date of the November LSM general membership meeting, whichever is later. Ballots received after that date shall be void. Mail ballots must be sealed in a blank envelope, placed inside a second mailing envelope on the outside of which the member's name, address, and Mensa membership number must be clearly legible. Ballots may be presented in person to the Chair of the Election Committee by the beginning of the November meeting.

Section 5. A plurality of votes cast for each office shall constitute election. Votes which are tied shall be determined by the Chair of the Election Committee by a flip of a coin.

Section 6. If an elected officer's position should become vacant due to resignation, accession, or other reasons, the vacancy will be filled by succession as defined in Article III or by the President with the approval of the ExComm in the case where there is no defined successor.

ARTICLE VII – AMENDMENTS

Section 1. Amendments to and revisions of these bylaws may be proposed either by the ExComm or by a petition signed by twenty or more LSM members, presented to any voting member of the ExComm. The ExComm must then submit such proposed amendment(s) to the American Mensa Committee for its approval, following which the proposed amendment(s) or revision(s) shall appear in the next issue of the LSM newsletter.

Section 2. A mail ballot shall appear in the issue of the LSM newsletter that follows publication of the proposal. The mail ballots must be returned by mail or in person to the LSM Vice President, who shall be responsible for their tabulation. The balloting deadline shall be noted on the ballot, and will be not less than 90 days following the first publication of the proposed amendment(s) or revision(s).

Section 3. To become effective, amendments shall require an affirmative vote of a simple majority, of those casting valid ballots, following the above required approval of the American Mensa Committee.

Section 4. After passage by the local group membership, the revised bylaws must be given final approval by the American Mensa Committee after filing of the revised bylaws with the Bylaws Committee. The Bylaws Committee will notify Lonestar Mensa of the effective date of the bylaws as amended.

ARTICLE VIII - MENSA LOGO AND NAME

Section 1. American Mensa, Ltd. (AML) has granted a royalty-free, non-exclusive license to Lonestar Mensa for the use of the mark "M" and a logo, consisting of a globe over a stylized "M" within a border, in connection with the non-commercial uses of Lonestar Mensa. AML retains full ownership of the mark and logo and all statutory and common law rights in the mark and logo.

ARTICLE IX - PARLIAMENTARY PROCEDURE AND RULES OF ORDER

Section 1. The rules contained in Robert's Rules of Order, Newly Revised, latest edition, shall govern those portions of Lonestar Mensa regular and special business meetings to which those rules of order are applicable and not inconsistent with these bylaws.

Section 2. Rules of order for the ExComm and for those matters concerning Lonestar Mensa which are not specified in these bylaws may be adopted by the ExComm.