

The Games Club of Maryland By-Laws

November 15, 2014



ARTICLE I - Name

The name of this organization shall be the Games Club of Maryland, hereinafter referred to as GCOM.

ARTICLE II - Purpose

The purpose of GCOM shall be:

1. To have fun, learn, share, grow, and play.
2. To provide open gaming environments for the general public throughout the State of Maryland and beyond.
3. To provide services for and to promote the playing of games of all kinds, including but not limited to the following: board games, card games, role-playing games, and miniatures games.
4. To promote the games hobby by providing a communication network for gaming enthusiasts, sponsoring and supporting events, and raising public awareness of the hobby.
5. GCOM shall be operated in a manner that is free from discrimination based on race, color, religion, sex, or national origin.

ARTICLE III - Membership and Dues

1. There are four (4) classes of membership: Associate, Supporting, Patron, and Honorary.
2. Applications for membership are made in writing in the manner established and approved by the Board of Directors.
3. Any person who desires membership after attending a minimum of three (3) GCOM Events, within any twelve (12) consecutive month period may become an Associate Member.
4. Supporting Membership shall be open to any person who pays Supporting Membership dues as prescribed by the GCOM Board. Supporting Members in good standing will be entitled to participate in all activities of the club, including voting and holding office. Supporting Members who allow their dues to lapse will be considered Associate Members.
5. Patron Membership shall be open to any person who pays Patron Membership dues as prescribed by the GCOM Board. Patron Members in good standing will be entitled to participate in all activities of the club, including voting and holding office. Patron Members who allow their dues to lapse will be considered Associate Members.
6. Honorary Membership shall be offered to any person upon approval of five (5) members of the GCOM Board.
7. Any member may resign upon surrender of any club property, including monies. Any person resigning from membership will not be entitled to any refund of dues.
8. Membership in the club is not transferable or assignable.
9. The Board of Directors may suspend or expel a Member for cause by an affirmative vote of three-quarters (3/4) of the entire Board. Grounds for expulsion include, but are not limited to, failure to adhere to these bylaws, or any other policies and procedures established by the Board of Directors. The decision of the Board of Directors with respect to the suspension or expulsion of a Member is final.

ARTICLE IV - Board of Directors

1. GCOM shall be governed by a Board of Directors (hereinafter referred to as the "Board").

2. ELIGIBILITY: To be eligible to serve on the Board, a member must be a current Supporting or Patron Member in good standing, must be elected or appointed according to the procedure in Article VI (Elections), and must agree to pay Supporting or Patron Membership dues in advance for the entire term of office.

3. OFFICERS AND THEIR DUTIES:

- a. The Board shall consist of a President, a Vice-President, a Secretary, a Treasurer, and a number of "at large" directors not to exceed five (5). Each office is to be served in two (2) year terms. Board officers shall receive no remuneration for serving in such capacities. Reimbursement for any expenses incurred in connection with their duties shall be as authorized by the Board and paid by the Treasurer.
- b. The President shall (i) preside at all business meetings of the Board of Directors, (ii) recommend appointments of chairpersons and committees, (iii) represent GCOM in all matters of importance to GCOM, (iv) authorize special expenditures of GCOM for operation of GCOM and in keeping with the resolutions of the Board and its budget, and (v) prepare agendas and communicate with the members of the Board.
- c. The Vice-President shall (i) serve as acting President, Secretary, and Treasurer to the maximum extent possible when any of those officers are temporarily unable to serve, (ii) assist the President in any presidential duty as requested by the President, and (iii) automatically assume the office of President in the event that office is vacated.
- d. The Secretary shall (i) keep a record of all GCOM meetings and other Board activities, and facilitate communications with members, (ii) prepare a ballot to be provided to the membership in accordance with the stipulations in Article VI (Elections), (iii) record duly enacted changes to these bylaws, (iv) provide each Board member with a copy of the minutes from each meeting, (v) provide each GCOM member with a current copy of GCOM's bylaws upon request, and (vi) maintain membership records.
- e. The Treasurer shall (i) establish accounts, bank or otherwise, of GCOM, as approved by the Board, (ii) establish procedures for the depositing of funds and the maintenance of GCOM properties, (iii) receive and disburse all funds of GCOM as authorized by the Board of Directors whether authorized individually or as part of a budget, (iv) maintain a record of all financial transactions, make all financial records available to all Board Members, and provide a financial report at every meeting in such detail and form as approved by the Board, and (v) provide additional financial reports as directed by the Board or as required by law.
- f. All Officers and Directors-at-Large shall (i) be present at all Board meetings as much as possible, discuss present matters and vote their conscience in accordance with the best interests of GCOM, and (ii) be responsible for assisting with duties, promotions, and tasks to further the causes of GCOM.

4. RULES OF ORDER:

- a. The Board shall conduct itself according to the most recent edition of Robert's Rules of Order, specifically the rules pertaining to Small Assemblies.
- b. In all Board votes, a majority is defined as a number more than one-half of the total votes cast, excluding abstentions.

5. AUTHORITY:

- a. The Board has the authority to represent GCOM to other organizations, handle GCOM business duties, call meetings, approve GCOM expenditures, appoint committee chairpersons, remove Board members by three-quarters majority vote and adopt resolutions consistent with carrying out the purposes of GCOM set forth in Article II. The Board shall take only those actions and make only those representations delegated by these bylaws or authorized by GCOM Resolution.
- b. The Board has the authority to enter into contracts on behalf of GCOM. Contracts must be approved by the Board, and signed by either the President or Vice-President.
- c. The GCOM Board shall set, approve, and review standards for any official GCOM locations or events.

ARTICLE V - [*Obsolete; combined with Article IV*]

ARTICLE VI - Election of Board Members

1. All Supporting and Patron Members are eligible to vote in GCOM Elections.
2. Elections for all positions on the Board of Directors shall be held every even numbered year.
3. In order to run for a position on the Board, a candidate must be nominated. Any Supporting Member may be nominated by any other Supporting Member. Nominations may be submitted to the GCOM President during the month of September of each Election Year.
4. Upon accepting the nomination, each nominee shall submit to the GCOM Secretary a list of Board positions for which he or she is running by October 15 of the Election Year. Along with this submission, nominees may include written statements of 300 words or less to be distributed with the ballots.
5. The method of election shall be the "Approval Method," whereby voters may vote for each candidate in any or all of the positions sought. A suitable ballot shall be made available to the membership by November 1 of the Election Year. The ballot design should, as much as practical, ensure confidentiality such that individual voter preference is concealed. Each qualified voter may submit only one ballot. The ballot shall provide instructions for return to the Secretary.
6. If the slate of nominees is such that there is only one possible outcome regardless of vote totals, balloting shall not be necessary, and the nominees shall be appointed to their respective offices.
7. Ballots shall be counted during an Election Meeting scheduled by the Board, between November 15 and December 15. The Board shall schedule the Election Meeting at least 30 days in advance. All ballots returned to the Secretary shall remain sealed until after the Final Call for ballots, at which time they shall all be unsealed and counted.
8. In the order of President, Vice-President, Secretary, Treasurer, Directors at Large, the Board positions are evaluated as follows:
 - a. If the candidate winning the highest approval count for the office has not won any other office, the candidate shall be awarded that office.
 - b. In the event two or more candidates are tied for a single office, the winner shall be determined by having a die rolled for each tying candidate in view of all attendees at the Election Meeting. The candidate credited with the higher value shall be considered the winner of the highest approval count for that office. Ties shall not be resolved until the disposition of one of the involved candidates is being considered.
 - c. If the candidate winning the most votes for an office has been previously awarded a different office, that candidate shall be disqualified from that office, and the next highest vote winner shall be considered the candidate winning the most votes for the office.
 - d. The award process shall be repeated for each office until it is awarded to a candidate.
 - e. In the case of Directors at Large, candidates (the number of which correspond to the number of available positions) with the highest approval counts shall be awarded the office.
9. Preexisting officers shall retain their positions on the Board until 12:01 AM of the first day of January, at which time the newly elected Board Members shall assume office.
10. Any vacant Board position except President shall be filled by appointment approved by a simple majority vote of the Board. The appointee must be a Supporting Member and be willing to accept the appointment. Such appointments shall take effect immediately upon appointment and acceptance.

ARTICLE VII - Meetings

There shall be four (4) types of meetings: Board, General, Committee, and Election. For all meetings, either posted notice on the GCOM website, or written notice sent by e-mail or first class mail to each member's most recently provided mailing address, the requisite time in advance, shall constitute sufficient notification.

1. Board Meetings. Only Board Members may vote at Board Meetings. Supporting and Patron Members may attend. Others may attend if the Board allows. A quorum consists of a majority of the Board, including a minimum of two (2) officers. The Board shall decide the time, place, and manner of all Board Meetings. Notice of Board Meetings must be given to all Board Members at least seven (7) days in advance.

2. General Meetings. All Supporting and Patron Members may vote at General Meetings. All members may attend General Meetings. Others may attend if the Board allows. A quorum consists of a majority of the Board, including a minimum of two (2) officers. The Board shall decide the time, place, and manner of General Meetings. Notice of General Meetings must be given to all Supporting and Patron Members at least thirty (30) days in advance. Each year, a General Meeting called the Annual Meeting shall be held; in addition to Supporting and Patron Members, all Associate and Honorary Members may attend the Annual Meeting. If the Annual Meeting is held at a GCOM event, all event attendees may also attend the Annual Meeting.

3. Committee Meetings. Only members of the meeting Committee may vote at a Committee Meeting. Others may attend and speak if the Committee Members allow. A quorum consists of a majority of the Committee Members. Committee Members shall decide the time, place, and manner of Committee Meetings. Only business appropriate to the Committee may be discussed at Committee Meetings.

4. Election Meetings. All Supporting, Patron, and Honorary Members may attend Election Meetings. No business other than the election itself may be conducted at an Election Meeting. The Election Meeting must be attended by a majority of the board, including a minimum of two (2) officers. The place, time, and manner of Election Meetings are specified in Article VI.

ARTICLE VIII - Parliamentary Authority

The most recent edition of "Robert's Rules of Order, Newly Revised" shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any other special rules of order the Club may adopt.

ARTICLE IX - Dissolution & Distribution of Assets

Dissolution of the club shall require an affirmative vote of a majority of Supporting and Patron members, entitled to vote thereon, who are present at a General Meeting called exclusively for such purpose, provided a quorum is present. In the event of dissolution, all of the property and assets of the club, or the proceeds thereof, shall be given to a suitable organization selected by the members present at the meeting.

ARTICLE X - Amendment of By-Laws

1. The GCOM Board may propose changes to these bylaws. Notice of the proposed changes shall be provided to Supporting and Patron Members by the Board not less than thirty (30) days in advance. These changes shall be adopted if approved by a 2/3 majority vote of Supporting and Patron Members, voting either in person, or by absentee ballot, or by proxy as specified by the board. Either posted notice on the GCOM website, or written notice sent by e-mail or first class mail to each member's most recently provided mailing address, the requisite time in advance, shall constitute sufficient notification.

2. Exception: The GCOM Board may approve changes to these by-laws by 2/3 majority vote before June 30, 2005.