

BY-LAWS OF THE BLUE RIDGE TORCH CLUB

ARTICLE 1 – NAME

Section 1. Name

The name of this organization shall be **The Blue Ridge Torch Club of Virginia**, a member of the International Association of Torch Clubs, Incorporated.

Section 2. Charter

This Club hereby ratifies and agrees to be bound by the Constitution of the International Association of Torch Clubs, Incorporated, and the lawful acts of its Board of Directors.

ARTICLE 2 – PURPOSE

Section 1. Purpose

The primary purpose of this Club shall be to give members an opportunity to meet in the spirit of fellowship, expand their knowledge, develop a breadth of thought and culture, and foster civic well-being.

ARTICLE 3 – MEMBERSHIP

Section 1. Qualifications of Members

This Club may admit to membership those who desire fellowship and are interested in life-long learning. Members are encouraged to participate in Torch activities and to contribute to club programs.

Section 2. Number of Members

The number of active members shall not be limited. The Board of Directors shall encourage diversity in the membership.

Section 3. Election to Membership

Each applicant for membership shall be proposed by an active member in good standing, who shall present the applicant's name to the Secretary. The Secretary shall recommend the applicant to the Board of Directors for approval. Each application must be accompanied by the membership fee and the current annual dues.

ARTICLE 4 - FEES AND DUES

Section 1. Membership Fee

The initial membership fee shall be set by and payable to the International Association.

Section 2. Annual Dues

The local and international annual dues (September 1 through August 31) shall be set by the Board of Directors and by the International Association respectively.

ARTICLE 5 - MEMBERSHIP RESPONSIBILITIES

Section 1. Non-Payment of Dues

Any person who shall be in arrears for dues for one year shall cease to be a member of the Club. However, upon application and at the discretion of the Board of Directors, the person in arrears may be reinstated upon payment of all past and current dues.

ARTICLE 6 - OFFICERS AND ELECTIONS

Section 1. Officers

The officers of the Club shall be a President, a Vice-President, a Secretary and a Treasurer. All officers shall be elected for two-year terms. All terms shall begin in September in the year in which they are elected.

Section 2. Board of Directors

The Board of Directors shall consist of the officers and the immediate Past President. They shall meet at such times as the President may find it necessary to call them together.

Section 3. Time of Election

The officers shall be elected at the Annual Meeting, which shall be held in May

Section 4. Nominations

The President shall, no later than the March meeting, call upon the Nominating Committee to make nominations for the offices, their report to be made to the Club members through the Secretary when the notices for the Annual Meeting are sent to Club members. Additional nominations may be made from the floor by members at that meeting.

Section 5. Election

Voting for officers shall take place at the Annual Meeting, upon the nominations made by the Nominating Committee. If there are nominations from the floor, the Secretary shall distribute paper ballots to all members in attendance; otherwise, voting shall be by voice vote. Elections shall be decided by a plurality of members present and voting. Proxies will not be allowed.

Section 6. Vacancies

Any vacancies in the Board of Directors occurring during the year shall be filled by a majority vote of the remaining members of the Board of Directors.

Section 7. Quorum For Board of Directors

Three Directors shall constitute a quorum for the transaction of business not otherwise specified herein.

Section 8. Powers of the Board of Directors

All matters of business pertaining to the Club, except such as may be herein reserved to the membership at large or to the officers, shall be vested in the Board of Directors.

ARTICLE 7 - COMMITTEES

Section 1. Committees

Unless altered by the incoming Board of Directors, the Standing Committees shall be as follows:

- (a) Membership Committee
- (b) Program Committee
- (c) Communications Committee
- (d) Nominating Committee

The Board of Directors may create additional committees as it requires.

Section 2. Functions Of Committees

The Membership Committee shall be responsible for the following activities:

- (a) Keeping track of all active members, including mailing addresses, phone numbers, and email addresses for use by officers only for legitimate Club purposes
- (b) Recruiting new members through appropriate publicity and other means
- (c) Retaining existing members through surveys and other means

The Program Committee shall be responsible for the following activities:

- (a) Recruiting speakers from Club membership
- (b) Scheduling speakers at all regular Club meetings, with the exception of holiday meeting.
- (c) Encouraging presenters of excellent papers to submit their papers for publication in the International Torch magazine.

The Communications Committee shall be responsible for the following activities:

- (a) Publicizing all Club meetings for non-members both within and outside Lansdowne Woods
- (b) Development and maintenance of a Club website

The Nominating Committee shall be responsible for selection of a slate of officers to be presented to the membership at the Annual Meeting. It shall consist of the most recent three Past Presidents who are able and willing to serve, and it shall be chaired by the most recent Past President. If three Past Presidents are not available, the President shall appoint as many members as necessary to have a committee of three members.

Section 3. Committee Officers

The Vice-President shall be the Chair of the Program Committee. The Secretary shall be the Chair of the Membership Committee.

ARTICLE 8 — MEETINGS OF MEMBERS

Section 1. Regular Meetings

The regular meetings of this club shall be held monthly at such a place as the Board of Directors may decide.

Section 2. Annual Meeting

The Annual Meeting for the election of officers, the receipt of yearly reports of the officers and committee chairs, and any other business requiring the attention of the members shall be the regular meeting in May. Prior notice in writing shall be mailed (or emailed) to each member at least 10 days before the meeting.

Section 3. Special Meetings

The President may call a special meeting at any time. Upon written request from at least one fifth of the members, the President must call a special meeting.

Section 4. Quorum

A quorum shall consist of at least one-third (1/3) of the active members of the Club.

Section 5. Rules of Order

The latest edition of Robert's Rules of Order shall govern in all parliamentary practice not otherwise covered by the Constitution of the International Association of Torch Clubs or by these By-Laws.

ARTICLE 9 – AMENDMENT OF THE BY-LAWS

Section 1. Procedure for Amendments

These By-Laws may be amended through the following procedure:

1. The Board of Directors must approve proposing any amendments to the membership by a simple majority of directors present and voting at a meeting of the Board of Directors called for that purpose.
2. The membership must approve any amendments by a simple majority of all members present and voting, provided that 30 days notice (by mail or email) is given that includes the text of the proposed amendments.