

IL CIRCOLO ITALIANO BY-LAWS

ARTICLE I. NAME

The name of the organization shall be “Il Circolo Italiano”. Its principal office shall be in the City and County of Denver, State of Colorado.

ARTICLE II. PURPOSE

The purpose of this organization shall be to present the best phases of Italian life and culture; to offer and obtain instruction in the Italian language; and to provide scholarships.

ARTICLE III. OBJECT

The object of this organization shall be to foster activities which will maintain understanding and lasting friendship between the people of Italy and the people of the United States.

ARTICLE IV. POLICIES

This organization shall be non-commercial, non-sectarian, non-partisan and non-political.

ARTICLE V. MEMBERSHIP AND DUES

Sec. 1. Eligibility: Any person who is interested in the object and purpose of this organization is eligible for membership.

Sec. 2. Applications: Membership shall take effect upon receipt of dues by the Treasurer.

Sec. 3. Classes of Membership: There shall be three (3) classes of membership:

(a) **Active Membership:** Actives members shall be entitled to participate in all general functions and/or enroll in the language classes upon payments of dues and fees set by the Board of Directors.

(b) **Honorary Membership:** Honorary membership may be extended at the discretion of the Board of Directors and will entitle the recipient to full membership for two (2) years.

(c) **Courtesy Membership:** (1) Courtesy membership for the current year shall be extended to the teachers of the Italian classes who do so without reimbursement. (2) Courtesy membership shall be extended to persons who perform valuable services to the organization without compensation. It shall be extended for one (1) year.

Sec. 4. Club Year and Delinquency: The Club Year shall be from June 1st to May 31st. Dues shall be payable on or before September 30th. A member's name shall be dropped from the Club roster, if dues have not been paid by September 30th providing he

or she has been duly notified by mail at least (15) days prior. The Board of Directors may use reasonable discretion in granting an extension of this time limit.

ARTICLE VI. OFFICERS AND THEIR ELECTION

Sec. 1. The officers of this organization shall be president, president-elect, 1st vice-president, 2nd vice-president, 3rd vice-president, recording secretary and treasurer.

Sec. 2. Election: The president-elect, 1st vice-president, 2nd vice-president, 3rd vice-president, recording secretary, and treasurer shall be elected for a two (2) year term by ballot at the Annual Meeting. If there is but one candidate for any office, the election may be by voice vote.

The president, immediate past-president, president-elect, the vice-presidents, recording secretary, and treasurer shall comprise the Executive Committee, which shall advise the president and make emergency decisions.

The president-elect shall automatically assume the office of the president at the end of the term of the preceding president. All other officers shall assume their respective duties at the close of the Annual Meeting at which they are elected.

Sec. 3. Nominations for officers shall be made by a Nominating Committee elected by the Board of Directors. This committee shall be composed of the following: the immediate past-president,

who shall serve as a chair of this committee, and three (3) elected members. One (1) shall be from the membership-at-large and two (2) from the Board of Directors. This committee shall be announced at least sixty (60) days prior to the Annual Meeting. The Nominating Committee shall then report to the Annual Meeting the name of one (1) candidate for each office to be filled. The consent of each candidate must be obtained before his or her name is placed in nomination. Nominations may be made from the floor. The consent of each candidate being nominated from the floor must also be obtained. Each active member shall be entitled to one (1) vote.

Sec. 4. Vacancies in Office, except that of president and president-elect, may be filled by a majority vote of the Board of Directors. The Executive Committee may make temporary appointments to fill vacancies in Office, except that of president and president-elect. The president-elect shall succeed to the office of the president in case of vacancy in this office, and shall continue as president through the term normally served. A vacancy in the office of the president-elect shall remain unfilled and an election for the president shall be held at the next Annual Meeting.

ARTICLE VII. DUTIES OF THE ELECTED OFFICERS

Sec. 1. The president shall preside at all meetings of the club and of the Board of Directors, shall be a member ex-officio of all committees except the Nominating Committee, and shall perform all other duties usually pertaining to that office.

Sec. 2. The president-elect shall succeed to the office of the president. In case of the resignation, death, or incapacity of the president, the president-elect shall become president for the unexpired term. The president-elect shall (a) be member ex-officio of all the committees except the Nominating Committee, and (b) perform other duties as may be delegated by the president or Executive Board.

Sec. 3. The 1st vice-president shall assist the president as Ways & Means Chair and shall supervise moneymaking projects as they are selected by the Board of Directors for the benefit of the Scholarship Fund.

Sec. 4. The 2nd vice-president shall assist the president as Hospitality Chair at the social functions, making the necessary arrangements for social functions, entertainment and all programs which are not moneymaking projects.

Sec. 5. The 3rd vice-president shall be in charge of scholarships and of all matters pertaining to scholarships.

Sec. 6. The recording secretary shall keep a correct record of all meetings of the organization of the Board of Directors.

Sec. 7. The treasurer shall receive all monies of the organization; shall keep an accurate record of the receipts and expenditures; and shall pay out funds over and beyond the budget only as authorized by the Board of Directors. A separate account shall be maintained for the Scholarship. The treasurer shall have all sets of books audited at the end of the fiscal year and make sure the Bureau of Internal Revenue receives such reports as it may require. The fiscal year shall be from June 1st to May 31st.

ARTICLE VIII. DUTIES OF APPOINTED OFFICERS

Upon recommendations of the Nominating Committee, the president shall appoint the following chairs whose term shall be for two (2) years and who may be reappointed: Corresponding secretary, membership, class coordinator, historian, parliamentarian, newsletter editor, and press and publicity chair.

Sec. 1. Duties of appointed Chairs:

- (a) The corresponding secretary shall be responsible for notifying Board members of Board meetings and shall handle correspondence as the president and Board of Directors may designate.
- (b) The membership chair shall keep a record of all members whose dues are paid and be responsible for notifying those members whose dues are about to become delinquent at least thirty (30) days before such delinquency becomes final. Membership chair is responsible for forwarding the monies collected to the treasurer. The membership chair shall be responsible for compiling the bi-annual membership roster and giving updated lists to the corresponding secretary and president.
- (c) The Class coordinator shall establish and supervise the Italian classes and shall establish and maintain the classrooms for such classes.

- (d) The historian shall keep a current history of the organization.
- (e) The parliamentarian shall assist the president as required and interpret the By-laws.
- (f) The newsletter chair shall be the editor of “La Voce del Circolo” and be responsible for publishing throughout the year.
- (g) The press & publicity chair shall be responsible for overseeing all the press and publicity for the organization. This chair shall be responsible for all press and publicity notices, pictures, radio, television and whatever other publicity may be necessary for successful notices for all functions of the organization. All other chairs and officers shall submit information to this chair for release.
- (h) Appointed chairs are expected to attend the regular Board Meetings.

ARTICLE IX MEETINGS

Sec. 1. The Annual Meeting of this organization shall be held at the end of the club year, the exact date to be set by the Board of Directors. At this meeting, annual reports shall be received, officers elected and installed, and scholarships awarded.

The privilege of holding office, making motions, debating and voting shall be limited to members of the organization whose dues are not in arrears.

Members present shall constitute a quorum. Business may be discussed at these meetings.

Sec. 2. Lessons in Italian shall be provided for members and non-members upon payment of fees from October through April and from June through August. Children of members, up to and including eighteen (18) years of age may attend one language class upon payment of the fee set by the Board of Directors.

ARTICLE X. BOARD OF DIRECTORS

Sec. 1. The Board of Directors shall consist of the elected officers of this organization, the active past-presidents, and the appointed chairs of any Standing Committees. Each of these offices is entitled to one (1) vote. The elected and appointed members of the Board of Directors shall serve for a term of two (2) years.

Sec. 2. The Board of Directors shall carry forward the work of the organization and handle the details of business referred to it by the organization as a whole.

Sec. 3. Meetings of Board of Directors shall be held monthly during the fiscal year. The president or a majority of the members of the Board may call a special Board of Directors' meeting. Members present shall constitute a quorum.

ARTICLE XI. STANDING COMMITTEES

Standing Committees shall be created by the Board of Directors as may be required. The president shall appoint the chairs of such committees. Their term of office shall be for two (2) years.

ARTICLE XII. AMENDMENTS

These By-laws may be amended at any meeting of the members by a two-thirds (2/3) vote of the members present and voting, provided a thirty (30) day written notice of the proposed amendment has been given to the members by mail and the members present shall constitute a quorum at the meeting.

ARTICLE XIII. AUTHORITY

Roberts Rules of Order, newly revised, shall govern all deliberations in cases not covered by the By-laws of the club.

ARTICLE XIV. DISSOLUTION OF CLUB

Sec. 1 In the event of the dissolution of the club, the portion of the assets made up of the funds provided by the Italian Ministry of Foreign Affairs, shall be transferred to other non-for-profit organizations that pursue the aims of promoting Italian language and culture within the Consular jurisdiction or in its absence, within the Diplomatic jurisdiction or, beyond that, within

neighboring countries. The non-for-profit selected to receive such funds shall be approved by the Consulate Office of the corresponding jurisdiction, with a prior approval by the Italian Ministry of Foreign Affairs.

Sec.2 The assets of this corporation, not provided by the Italian Ministry of Foreign Affairs, shall upon dissolution or winding up of the corporation be irrevocably dedicated to:

1. Paying all debts and liabilities of the corporation.
2. Transferring all funds from the General Account to the Scholarship Account.
3. Maintaining the major goal of this corporation, which is to encourage the teaching of Italian in Colorado colleges and Colorado high schools.
4. Forming a volunteer Scholarship Committee of three (3) to five (5) persons, from the Board of Directors and/or the general membership of Il Circolo Italiano.
5. Awarding scholarships to Colorado high school students **CONTINUING** their study of Italian in a Colorado college and to Colorado college students to study the language and culture of Italy in Italy.
6. Taking from the available funds, an amount of up to \$5000.00 per year for these scholarships and, in addition, the necessary amounts needing for operating expenses.

Sec. 3 In the event that this committee must terminate, any remaining funds, will be donated to an organization which provides assistance to students studying Italian in Italy, such as The Study Abroad Program at the University of Colorado.

STANDING RULES

1. After March 1st, any dues will be applied to the new fiscal year.
2. Membership lists are for the use of the Board and committee members only. All other use must be cleared through the Board. Other organizations using this mailing list, for purposes approved by the Board, must pay the postage.
3. Approval of the Board should be sought for solicitation of merchandise or gifts for Il Circolo.
4. The official title of Il Circolo Italiano's newsletter shall be **"La Voce del Circolo"** as of November 1976.