



BYLAWS OF CENTRAL INDIANA MENSA

EFFECTIVE September 10, 2016

ARTICLE I. NAME AND PURPOSE

1. The name of this organization shall be Central Indiana Mensa, abbreviated in these bylaws as "CIM".
2. Central Indiana Mensa 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 governing board of American Mensa, Ltd., known as the American Mensa Committee. American Mensa, Ltd. is abbreviated in these bylaws as "AML" and the American Mensa Committee as "AMC".

ARTICLE II. MEMBERSHIP

1. Membership of CIM shall be open to all members of AML in good standing in the geographic areas assigned to CIM by the AMC, or as otherwise assigned by AML. Members of CIM residing outside this area but who are assigned to CIM by AML ("members by preference") are full members of CIM for all purposes, including but not limited to voting and holding elected or appointed office.
2. Mensa members in good standing, including those who are not also members of CIM, are welcome to participate in the social activities of the local group at the discretion of the host or hostess. The National Ombudsman, his or her surrogate, and members of the AMC shall be permitted to participate in the business affairs of the local group in the discharge of their official duties.
3. Central Indiana 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 & DUTIES

1. The governing body of CIM shall be an Executive Committee (ExCom), which conducts the business of the local group. The ExCom consists of 7 or 9 elected officers, depending on the needs of CIM at the time. These officers, regardless of their positions, shall be the voting members of the ExCom. No member of the ExCom shall have more than one vote, no matter how many positions he or she holds. All officers other than those elected are non-voting. All local group officers, whether elected or appointed, must be current members in good standing of AML; an officer is defined as any person who is given a title with specific responsibilities. All voting members of the ExCom must also be current

members in good standing of CIM. The conflict of interest rules stated in the Bylaws of American Mensa for the AMC shall also be applicable to the local group and the ExCom.

- a. The Membership of CIM shall elect one of its members to serve as Local Secretary (LocSec, or President), who shall be the chief executive officer of CIM and the liaison with other local groups. He or she shall preside at ExCom meetings and shall be the chief point of contact between AML and the local group. The LocSec shall endeavor to pass information to and from the local group in a timely fashion, and shall notify AML (through the National office) and the Regional Vice Chairman (RVC) for the local group within two weeks of the results of elections, and of changes in the officers of the local group. The ExCom shall publish, at least quarterly, a printed newsletter that shall be the official printed publication of CIM.
- b. The ExCom of CIM shall, at their first meeting after taking office, select an ExCom member to be Vice Local Secretary (Vice LocSec, or Vice President) who shall assist the LocSec in administering the business of the organization, preside over meetings in the absence of the LocSec, and immediately and automatically succeed to the office of LocSec if that office becomes vacant.
- c. The ExCom of CIM shall, at their first meeting after taking office, select an ExCom member to be Treasurer who shall be responsible for financial matters of CIM, including the finances of the newsletter, and shall submit to the ExCom a semi-annual financial report that shall also be published in the newsletter. The financial report shall contain schedules of income, expenses, and balances for all funds under the control of the local group, including Regional Gathering, scholarship, and other special funds. The Treasurer shall ensure that the local group complies with all federal financial reporting requirements. The Treasurer shall also maintain a listing of all equipment owned by the local group. The Treasurer shall, if necessary, assist the Editor in the preparation and submission of any postal forms that might be required. At least quarterly, the Treasurer shall submit to the LocSec or his or her designee, statements from banks and any other institutions where the group's money is deposited, or shall cause a statement to be sent directly to the LocSec or his or her designee (who must also be a voting member of the ExCom). All accounts must be separate accounts in the name of the local group, and shall have more than one signatory so that funds can be accessed in the temporary absence of the Treasurer. The Treasurer shall be one of the signatories on all accounts.
- d. The ExCom of CIM shall, at their first meeting after taking office, select an ExCom member to be Secretary (Recording Secretary) who shall be responsible for taking and maintaining of minutes of regular or special ExCom meetings and for the maintaining of a list of ExCom actions still in effect. Minutes of actions taken at ExCom meetings shall be published in a subsequent issue of the newsletter.
- e. The ExCom of CIM shall, at their first meeting after taking office, select each of the remaining ExCom members to serve in other unfilled officer positions in accordance with these bylaws, Article III, sections 1 and 2.
- f. The ExCom of CIM shall, at their first meeting after taking office, appoint an Editor who shall have editorial and budgetary responsibility for the newsletter. The Editor may be, but is not required to be, an elected member of the ExCom. The Editor shall publish, at least quarterly, a printed newsletter that shall be the official printed publication of CIM. If an electronic version of the newsletter is created, the local group shall observe the preferences of members regarding how their newsletters are to be delivered (electronically or printed), as filed with

AML. The ExCom may, at its discretion, send printed copies of the newsletter in addition to the electronic version to members who would otherwise get only the electronic version. The newsletter shall, at a minimum, include notices of meetings and programs, required ballots, results of ExCom meetings and elections, amendments to the bylaws and related discussions and ballots, and the semi-annual financial reports; and shall prepare and publish Post Office forms if required. The LocSec shall be entitled to one unedited page in each edition of the newsletter. The outgoing Editor must turn over all files, materials, computer software, passwords, and equipment in good order to the incoming Editor no later than 15 days after the outgoing Editor leaves office.

- g. The ExCom of CIM shall, at their first meeting after taking office, appoint an Ombudsman, who shall pursue local resolution of disputes and shall be an arbitrator available to serve as a representative to a Regional Hearings Committee. The Ombudsman shall also perform such duties as may be required of all local group ombudsmen by American Mensa. The Ombudsman may not be a member of the ExCom. The Ombudsman, and the National Ombudsman, may submit material to the Editor marked "for publication" that relates to his or her official duties; anything so marked shall be given the highest practicable priority for publication in the newsletter.
 - h. All elected members of the ExCom of CIM shall be responsible for conducting the business of CIM; overseeing the financial stability of CIM; and facilitating the interests of the members of CIM in accordance with the principles of Mensa.
2. The ExCom may appoint other officers and committees it deems necessary. Appointed officers may be, but are not required to be, elected members of the ExCom. All appointed officers and committees shall serve at the pleasure of the ExCom. Appointed officers, positions, and committees, including the position of committee chair, are appointed by the ExCom, and may be removed from office by majority vote of the ExCom unless stated otherwise in these bylaws. Appointed positions may include but are not limited to:
- a. A Program Coordinator, who shall be responsible for arranging for local group activities, and shall coordinate with and advise the officers and the Editor of these activities. In particular, the Program Coordinator shall select, schedule, and ensure the selection of programs for the CIM Monthly Gatherings.
 - b. A Membership Coordinator, who shall be responsible for recruitment programs, and shall have the primary interaction with new members.
 - c. A Testing Coordinator, who shall be responsible for planning and scheduling local Mensa admissions testing.
 - d. A Publicity Coordinator, who shall be responsible for publicity and public relations.
 - e. A Volunteer Coordinator, who shall recruit and schedule members to fill the organization's need for volunteers.
 - f. Specific events coordinators, who shall have planning and budgetary responsibility for specific events (e.g., Regional Gathering, Outdoor Gathering).
 - g. A Gifted Youth Coordinator, who shall develop and lead activities for youth members of CIM, and provide support to gifted youth and their families. The Gifted Youth Coordinator, although a local position, is appointed by the AMC upon recommendation by the CIM ExCom.
 - h. A Service of Information, Guidance, and Hospitality to Travelers (SIGHT) Coordinator, who shall serve as liaison between visitors to the area and local prospective hosts, area attractions, or other accommodations. The SIGHT

- Coordinator, although a local position, is appointed jointly by the AMC and the ExCom upon recommendation by the CIM ExCom.
- i. Area Coordinators for outlying groups of members.
 - j. Coordinators for other activities as deemed necessary.
3. The terms of office of elected officers shall be two years from October 1st through September 30th of even-numbered years, or until installation of a properly qualified successor, except in the case of resignation; succession to higher office as provided in Article III, section 1b; failure to maintain membership; or removal from office as provided in Article III, sections 5 or 6.
 4. The term of office for all appointed officers and positions expires at the end of the term of office of the current elected officers, unless stated otherwise in these bylaws.
 5. Elected members of the ExCom may be removed from office for cause by unanimous vote of all other members of the ExCom or by recall election. A recall election may be called by a petition citing the reason for such action, signed by at least 10% of the membership of the local group as listed on the most recent membership roster provided by AML, and presented at a regular or special meeting of the ExCom. The balloting provisions of a regular election shall apply, except that a recall election must be held within 60 days of presentation of the petition, and the dates set forth in Article V shall be adjusted appropriately.
 6. Any member of the ExCom may be removed from office for three consecutive unexcused absences from ExCom meetings, by a majority vote of the remaining members. A majority of the remaining members may excuse an absence.
 7. The ExCom shall select a replacement for any ExCom member, other than the LocSec, who resigns, or is removed, or is recalled, or moves up to the position of LocSec in accordance with Article III, section 1b, or creates a vacancy in any other way. A replacement for an elected officer is considered to be an elected officer whose term of office ends with the next regular election.
 8. All elected and appointed officers shall turn over all files, equipment, computer software, passwords, and materials pertaining to their offices to either their successor(s), to the current LocSec, or to another member of the incoming ExCom no later than four weeks after leaving office unless stated otherwise in these bylaws.
 9. An annual financial review shall be conducted each year at approximately twelve-month intervals. The ExCom shall appoint someone to conduct the review who was not involved in the issuing or collecting of money during the period being reviewed. The review shall include viewing statements from banks and any other institutions where the group's money was held during the period being reviewed.

ARTICLE IV. MEETINGS AND ACTIVITIES

1. Regular meetings or activities may be held at such times as may be appropriate; however, a regularly scheduled meeting of the ExCom and a membership activity must be held at least once a quarter. Notice of meetings and activities shall be published in the newsletter or otherwise sent to each member, the RVC, and the National Office.

2. Special ExCom meetings may be called at any time by the LocSec or by a majority of the ExCom, and shall be called upon receipt by any member of the ExCom of a petition made in writing signed by at least 30 (thirty) members of the local group as listed on the most recent membership roster provided by AML. The date, time, place, and purpose of the special meeting shall be announced in the newsletter (or by direct mail to each member, the RVC, and the National Office) if practicable, and shall be reported in the newsletter afterward. No business other than that indicated in the notice calling the meeting may be acted on.
3. For both regularly scheduled and special meetings of the ExCom, a simple majority of all voting members of the ExCom constitutes a quorum to transact business. A simple majority of the quorum is required to pass a motion; tied votes are considered not passed.
4. Any one or more members of the ExCom may participate in a meeting of the ExCom by means of telephone, on-line conference, or similar communications equipment allowing all persons participating in the meeting to communicate with each other at the same time; participation by such means constitutes presence in person at the meeting.

ARTICLE V. ELECTIONS

1. No later than April 1st of even-numbered years before the election, the ExCom shall appoint a Nominating Committee consisting of a chair plus two additional members who shall, no later than the deadline for the June issue of the newsletter, nominate one or more candidates for LocSec and for each of the remaining seats on the ExCom. The number of seats on the ExCom for the upcoming election (7 or 9, including the LocSec) shall be determined by the current ExCom, depending on the needs of CIM at the time. The Nominating Committee shall cause the names of the candidates they have nominated to be either (a) published in the June issue of the newsletter, or (b) mailed by post or electronically to all members of the local group no later than June 1st.
2. No later than April 1st before the election the ExCom shall appoint an Election Committee consisting of a chair plus two additional members who shall be responsible for conducting the election, creating the ballot, receiving and counting the returned ballots, and certifying the results. The term of the Election Committee chair expires on January 1st following the election; the term of the remainder of the Election Committee expires October 31st following the election. The Election Committee shall determine those election rules and regulations not covered by these bylaws, and shall cause them to be either (a) published in the June issue of the newsletter or (b) mailed by post or electronically to all members of the local group no later than June 1st. The Election Committee shall strive to maintain the anonymity of voters.
3. No member of the Nominating Committee or Election Committee may be a voting member of the ExCom or a candidate in the upcoming election. The Nominating and Election committees may comprise or include the same members; however, they must have different chairs.
4. No later than July 1st before the election, additional nominations may be made by petition signed by ten (10) members of the local group and delivered to the Election Committee chair.

5. The names of the nominees for the final ballot shall be submitted to the Editor no later than the submission deadline for the August newsletter. Ballots shall contain the names of all nominated candidates in random order, whether nominated by the Nominating Committee or by petition. Ballots shall be printed in the August issue of the newsletter, including in the electronic version of the newsletter if such is available, or mailed by post or electronically to all members of the local group, but in any case posted no later than August 1st. Ballots may be returned to the Election Committee chair by mail, electronically if such option is available, or in person; but all members must be allowed to participate by postal mail at all stages of the election process if they so choose. Ballots must be received by the Election Committee chair no later than the date of the September Monthly Gathering to be valid; in the event that there is no September Monthly Gathering, ballots must be received by September 15th to be valid. The Election Committee shall meet in public at the September Monthly Gathering to count the ballots; in the event that there is no September Monthly Gathering, the Election Committee shall meet in public no later than September 30th to count the ballots. If a voter does not follow the rules for submitting ballots in such a way as to compromise confidentiality, but the ballot is otherwise acceptable, the ballot shall be accepted and the voter shall be deemed to have waived confidentiality. A plurality of valid votes cast for each ExCom position shall constitute election. Votes that are tied shall be determined by the Election Committee chair by a flip of a coin. The Election Committee chair shall certify the results of the election to the LocSec and shall have the election results published in the next feasible issue of the newsletter. The Election Committee chair shall preserve the ballots for inspection by any member of CIM until January 1st following the election.
6. In the event there is exactly one candidate for LocSec and exactly one candidate identified for each of the other ExCom positions as of the closing of petitions, those candidates shall be declared elected without balloting.
7. Any challenges to the election must be made in writing to the Election Committee chair and received by October 15th following the election. Any such challenges must be ruled on by October 31st following the election. Any actions by the ExCom while a challenge is pending are not affected by the outcome of any such challenge.

ARTICLE VI. AMENDMENTS

Amendments to these bylaws may be proposed by the ExCom or by a written petition signed by twenty (20) members of the local group and received by any member of the ExCom. Such proposals shall be submitted first to the AMC for its approval to ballot. After approval to ballot has been received, the proposed amendment(s) shall be published in the next feasible issue of the newsletter. A ballot shall be published in the issue of the newsletter that follows publication of the proposal and shall be sent to every member of the local group. Ballots may be returned by mail, electronically if such option is available, or in person, but all members must be allowed to participate by postal mail at all stages of the amendment process if they so choose. The balloting deadline shall be no less than 90 days following the first publication of the proposed amendment(s) in the newsletter. To become effective, an amendment to these bylaws shall require an affirmative vote of a simple majority of those casting valid ballots, as well as final approval of the AMC and filing of revised bylaws with the Bylaws Committee. The Bylaws Committee will tell the local group the effective date of the bylaws as amended.

ARTICLE VII. MENSA LOGO & NAME

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

ARTICLE VIII. AUTHORITIES

1. The Minimum Standard Bylaws for Local Groups of AML are implicitly included in these bylaws. The minimum requirements are enforceable even if they are not explicitly contained in these bylaws. If there is a conflict between these bylaws and the Minimum Standards, the Minimum Standards take precedence.
2. The rules contained in Robert's Rules of Order, Newly Revised, latest edition, shall govern the local group in all cases to which they are applicable and not inconsistent with these bylaws.