

Columbus Area Boardgaming Society Charter

PREAMBLE

The Columbus Area Boardgaming Society (also known as CABS) as an organization dedicated to promoting boardgaming as a hobby in the Columbus Ohio Greater Metropolitan Area.

ARTICLE I: PURPOSE

CABS actively promotes boardgaming through regular meetings and other CABS-supported activities such as game conventions. CABS endeavors to establish a Leadership Role in promoting these activities with good fellowship and responsible action and behavior.

ARTICLE II: MEMBERSHIP

1. Membership: The group is open to membership by anyone except a previously expelled member, who pays their dues to the organization. The different categories of membership are spelled out in the bylaws.
2. Voting membership requires a yearly membership (from January 1 or when dues are fully paid to December 31) and a minimum attendance record at regular meetings of the club. This minimum will be as set by the Board of Directors and is published in the bylaws.
3. Quorum of Membership. A quorum for votes of the members shall be 30% of the membership roll. Unless otherwise specifically required, issues shall be decided by a majority of voting members present. No quorum shall be required to conduct recreational activities at which no votes are taken.
4. Dues and Fees will be set and determined each year by the Board of Directors for CABS to meet the operating expenses of the club and directly associated activities.
5. Dues and Fees collected are used solely for direct support of the activities the organization.
6. Resignation: A member may resign by giving written notice to a member of the CABS Board of Directors. Membership dues may be refunded at the discretion of the Board.

ARTICLE III: BOARD OF DIRECTORS

The organization's normal operations will be directed by the executive committee known as the CABS Board of Directors (also known as the Board).

1. Members of the Board of Directors will be the Officers of the organization elected once a year under the rules described in Article V.
2. Members are elected for 'Board Member' on the Board of Directors, then the Board when it first convenes after the election will determine the position on the Board filled by each specific individual.
3. Officer Positions within the Board of Directors may change by agreement of the Board of Directors at any time the Board agrees special circumstances call for it.
4. The Board of Directors will be composed of 7 officers.

a. Officers on the Board of Directors will be:

President
Vice President
Secretary
Public Relations Manager
Treasurer
Librarian
Convention Director

5. The Board of Directors will perform the duties of conducting the regular business of CABS.
6. The Board of Directors will bring any issue the Board determines requires a general vote outside of normal operating activities to the Membership at the soonest regular meeting.
7. The Board of Directors will hold regular board meetings as defined under Article VI.
8. The Board of Directors will determine the dues and fees for the club and will determine how funds belonging to the club should be retained or dispersed accordingly.
9. The Board of Directors will establish the regular club meeting schedule and any special club meetings or activities to be run by the organization.
10. A quorum of the Board of Directors will consist of a simple majority of the Board of Directors Members. Unless otherwise specifically required, issues shall be decided by a majority of board members present.
11. Those officers present will communicate the business of any meeting of the Board of Directors to those officers absent as soon as possible.
12. Eligibility: A member must be a voting member for the current and previous fiscal year to be eligible for election to the Board of Directors.

ARTICLE IV: OFFICERS

The Board of Directors will be made up of the following officers of the organization; officer positions are appointed within the Board by vote within the Board:

1. President duties:
 - Preside over official business meetings
 - Set the time, date, and place of Board of Directors meetings.
 - Maintain the operations functions in the absence of the Board of Directors.
 - Signatory for any and all contracts for the group.
 - Call any special meetings of the Board of Directors as required to conduct normal operations.
 - Appoint a member, subject to approval by the remaining members of the Board of Directors, to finish out any incomplete terms of an officer who resigns or is removed for disciplinary purposes or to fill a vacancy on the board.
 - In the event the President is unable to fulfill his duties only an elected board member may assume his role until such a time as the President is able to resume his duties or he is replaced. The line of succession is Vice President – Secretary – Librarian – Public Relations Manager – Convention Director – Treasurer
 - Appoint any committee heads as necessary subject to approval by the Board of Directors.
 - Serve as ex-officio member of any committee except for the Nominating Committee for Elections or Election Committee.
 - Recruit members in good standing to assist in completion of duties
2. Vice President

- Safe transport of the CABS game library to and from conventions
- Transport of CABS property
- Maintain CABS property not under the express jurisdiction of other board members
- Recruit members in good standing to assist in completion of duties

3. Secretary

- Maintain Membership and corporation records.
- Keep record of attendance and minutes at board meetings
- Maintain membership cards for members paid and in good standing.
- Respond to official correspondence addressed to CABS in a manner meeting the approval of the Board of Directors.
- Recruit members in good standing to assist in completion of duties

4. Public Relations Manager duties:

- Distribute the CABS newsletter electronically at least bi-monthly
- Contact and work with game companies or other organizations to promote CABS outside the organization.
- Maintain the club website
- Send any required notices to members.
- Recruit members in good standing to assist in completion of duties

5. Treasurer duties:

- Hold and secure any CABS funds and financial information
- Maintain accounting of the club funds
- Disburse club funds where necessary as directed by the Board
- Collect fees and dues as required by the Board
- Provide reports on the club's financial status at the direction of the Board of Directors, including any governmental filings related to the corporation's finances.
- Serve as ex-officio member of any committee except for the Nominating Committee for Elections or Election Committee.
- Recruit members in good standing to assist in completion of duties

6. Librarian

- Hold and secure the CABS Game Library
- Keep account of the use of Games from the Game Library
- Record and track the donation of Games to the Game Library for recognition of donors.
- Maintain the library in a neat and accessible order
- Recruit members in good standing to assist in completion of duties

7. Convention Director

- Oversee and coordinate all activities related to CABS supported conventions
- Negotiate contract between CABS and convention location
- Promotion of CABS supported conventions
- Recruitment of volunteers and game masters
- Recruit members in good standing to assist in completion of duties

8. Duties of All Officers

- Maintain order and social courtesy at any event CABS members participate in.
- Obtain and retain a copy of the CABS Charter
- Uphold the purposes of CABS
- Make a conscientious effort to attend all Board of Directors meetings.
- Submit any and all privately received CABS correspondence to the Board of Directors.
- Uphold contractual obligations and relations with any parties connected with CABS in a professional and courteous manner.
- Provide a positive Leadership image for CABS to promote the club and its activities.

ARTICLE V: ELECTIONS

1. Nomination of Candidates

- a. All current board members are automatically nominated for the next election unless they decline the nomination.
- b. Nominations from the floor may be made by any voting member. Nominations must be seconded by a second voting member to be included for voting.

2. Elections.

- a. An Election Committee of 3 voting members may be appointed by the Board of Directors on the spot during the election to conduct any contested election. Otherwise the election will be performed by hand count by the Board of Directors, with the ~~Petty Dictator~~ President responsible for count if no Election Committee is required.
- b. Voting members may cast up to ~~five~~ seven votes limited to one vote for any individual. The ~~five~~ seven ~~members~~ candidates with the greatest number of votes will become Board members.
- c. Contested elections will be resolved by a secret ballot.
- d. Any voting member, as determined by attendance requirements being met, may vote in the election of officers for CABS.
- e. The election for CABS Board of Director Member will be held at the first general meeting after October 7th in which a quorum is present. If an election has not been held by the first general meeting in December, the voting members present at that meeting will constitute a quorum for the purposes of electing officers as an emergency election.
- f. Absentee ballots will be accepted if mailed prior to the election meeting. All multiple absentee ballots received from the same member will be discarded.
- g. The board may call a special election to fill vacant board positions. This special election will follow all rules for a normal election other than part V.2.e. A quorum of membership must be present or the election is not considered valid.

3. Terms of Office; Officers of CABS shall be elected for a one year term to serve from the beginning of the club's fiscal year until the beginning of the next fiscal year.

4. Transition in Administration; A regular or special meeting of the Board of Directors will be held at the beginning of the fiscal year which should be attended by all outgoing and incoming officers. Any files, financial information, and other trappings of office are to be turned over to the newly installed officers at that time.

ARTICLE VI MEETINGS

1. Meetings for Members – The club will meet at least twice monthly at times and places set by the Board of Directors. This schedule will be set and published at least one month in advance where possible. The Board may set special meetings for boardgaming at any time or place appropriate in their discretion. These meetings will be open to the public subject to conditions imposed by the Board of Directors. In their discretion, the Board may raise an issue for vote of the membership at any regular meeting, but have no duty to present any issue to the members except as specifically set forth in this charter.

2. Annual General Meeting – As required by our status as a non-profit organization, an annual meeting to inform the membership of the state of CABS will be held during the month of December as designated in the bylaws.

3. Regular Board of Director Meetings – These will be conducted at least once per quarter, to conduct the regular business of operations for the club. The schedule of board meetings will be set by the President.

4. Special Meetings- Special Board of Directors meetings may be called by the President or by the Board of Directors as needed to conduct any CABS business requiring immediate attention.
5. Election Meeting- This will be held once per year under the rules described in Article V on elections.
6. Meeting Procedure- Meetings will be chaired by the President or in his absence another officer of the board according to the line of succession in part IV.1. Board meetings are conducted in free format, or if the chairperson believes it to be necessary the rules from Robert's Rules of Order will be imposed to establish order.
7. Notices – All notices of meetings and all other notices that may be required by this charter, the bylaws or by law shall be given by email at the most recently known email address of the member and by any other means in the absolute discretion of the Board of Directors calculated to provide reasonable notice. It shall be the duty of members to keep the Public Relations Board Member informed of their current email address. If a member does not have an email address, it shall be the member's duty to keep the Public Relations Board Member informed of appropriate means of contacting the member.

ARTICLE VII: DISCIPLINE

1. Charges of conduct contrary to purposes of CABS - Charges of conduct contrary to the purposes of CABS may be presented in a written statement signed by five members. These charges are brought to any CABS Officer who is then required to present it to the Board at the next board meeting for such actions as the Board may take subject to the Charter of CABS. Actions deemed to be contrary to the purpose of CABS include, but are not limited to the following:
 - a. Felony Conviction
 - b. Harassment of others during club activities
 - c. Abuse of CABS property or property under CABS control
2. Members right to defend - Members charged must be notified by mail or email at the address of record in the CABS membership register of the nature of the complaint against them, and be given an opportunity to appear before the Board to make their defense before any disciplinary action can be taken against them.
3. Expulsion of a Member or Impeachment of an Officer - The Board may send a recommendation to the membership a member be expelled from membership or an Officer be removed from office. The expulsion or removal from office shall be confirmed by a vote of a quorum of members. If the expulsion is confirmed, the member's membership is made null and void at the time of the election to expel. If the removal from office is confirmed the Officer is removed from office at the time of the impeachment. A removed officer is still a member of CABS.
4. Membership reinstatement for expelled individual - An individual who has been expelled from membership may be reinstated to membership in CABS if he applies to the Board in writing and his application is approved by a majority of the Board of Directors.
5. An officer who is under indictment for a felony is deemed to have his position suspended until the indictment is resolved without a vote for expulsion. If the indictment is resolved without a conviction the suspension is removed.
6. An officer who is convicted of a felony is deemed to have resigned his position as officer in CABS.

ARTICLE VIII: AMENDMENT OF CABS CHARTER

1. Amendments Submitted by the Board of Directors - proposal to amend the Charter of CABS may be sent by the Board of Directors to the membership for ratification provided the proposal in written form is made available to the membership at a regular monthly meeting at least one month

prior to the ratification vote.

2. Amendments Submitted by Members - A proposal to amend the Charter may be sent to the Board of Directors by written petition signed by 15% of the CABS membership.

3. Ratification Of Amendment - Amendments will be considered ratified with an affirmative vote of a quorum of the Membership.

ARTICLE IX: BYLAWS

The bylaws of the corporation may be established from time to time by majority vote of the directors at a regular or special meeting called for that purpose. The bylaws may supplement, clarify or provide errata for anything in this charter.

The Board of Directors will also maintain and publish the club by-laws, which will contain the current Dues and Fees schedules, the meeting schedules, and requirements of attendance. This set of by-laws will be posted at all regularly scheduled club meetings.

ARTICLE X: DISSOLUTION

If the members of CABS unanimously agree to dissolve or if no member can be found who will serve as an elected officer of CABS the assets of CABS will be sold and all monies obtained from the sale will be donated to any legally registered non-profit organization(s) qualified under Internal Revenue Code Section 501(c) of the Board's choosing. Upon liquidation, the assets of the corporation shall not inure to the benefit of any member.

ARTICLE XI: FISCAL YEAR

The Fiscal year of the club will be set in the By-Laws by the Board of Directors according to the requirements for financial filings, or registration in the State of Ohio.

By-Laws as of 1/1/09

1. The Fiscal Year for CABS is presently January 1 until December 31 of the same year.
2. The Annual General Meeting will be held on the third Friday in the month of December.
2. The present membership structure of the club:
 - a. Yearly Membership - \$50.00 for an individual membership with dues of \$10 per additional household member 18 or older. After July 1, the cost is \$40 for an individual membership with dues of \$5 per additional household member 18 or older.
 - b. Associate Member - \$5.00 per meeting payable at the door
 - c. Youth Member – Under 18 years of age and the legal responsibility of a Yearly or Associate Member.
 - d. Voting Member – A member who has a yearly membership for the current fiscal year and has attended a minimum of 3 meetings during the current fiscal year.

3. Video/Photo Release

Occasionally our staff may wish to take various pictures or video of players in the CABS environment. The photographs and videos are used for documentation of programs, community newsletters, media releases, other publications and some external communications, including the club web page. While we make every attempt to work with the media, they may also take incidental photos and/or videos of CABS members in situations we cannot control. If you wish that you or your child (children) **NOT** be photographed for any reason, please indicate that below by completing the form and returning it to the president.

Note: A child's name WILL NEVER appear with any photograph or work displayed on any media/web site done by CABS.

If you have no problem with an occasional photograph, you do not need to take any action.

Thank you for your cooperation.

I, _____, as the parent/legal guardian for

_____ (child/children), do **NOT** want CABS to use my picture or my child's (children's) picture(s) in any public display.

Parent/Guardian Signature

Date