

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 of CABS

CABS actively promotes recreational boardgaming through regular meetings and other CABS supported activities including an annual convention. CABS endeavors to establish a Leadership Role in promoting these activities with good fellowship and responsible action and behavior.

ARTICLE II: MEMBERSHIP

1. Non-Voting Members: The group is open to membership by anyone, except a previously expelled member, who pays their dues to the organization. Membership is good from January 1st to the end of December.
2. Voting membership requires a minimum attendance record at regular meetings of the club. This minimum will be as set by the Board of Directors.
3. Quorum of Membership. A quorum for votes of the members shall be 10 members or a majority of the members, whichever is less. 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

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 at the last regular meeting in October.
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, 5 of these may vote during Board of Directors meetings.
 - a. Voting Officers on the Board of Directors will be:
 - Petty Dictator
 - Prime Minister
 - Propaganda Minister
 - Censor
 - Minister of Internal Security

- b. Non-Voting Officers on the Board of Directors appointed by the Board will be:
 - Scribe of the Exchequer
 - Game Warden
5. The Board of Directors will perform the duties of conducting the regular business of CABS.
6. The Board of Directors will bring any issues 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 meetings at least quarterly, or more often to conduct normal operations.
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 meeting schedule and any special 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 Voting 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 member in good standing for a year or more to be eligible for election to the Board of Directors.
13. 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 published in the club newsletter at least quarterly.

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. Petty Dictator, 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.
 - Negotiate any and all contracts for the group.
 - Disperse monies as required with the Scribe of the Exchequer.
 - 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.
 - 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.
 - Shall be considered President for any purpose where a president is required or permitted by law to perform any act with respect to the corporation.
2. Prime Minister duties:
 - Fulfill the duties of Petty Dictator in his absence.
 - Assist in negotiations of any and all contracts for the group with outside parties.
 - Shall be considered Vice-President for any purpose where a vice-president is required or permitted by law to perform any act with respect to the corporation.
3. Censor
 - Maintain Membership and corporation records.
 - Keep record of attendance at regular club meetings
 - Sign Membership cards for members paid and in good standing.
 - Shall be considered Secretary of the corporation for any purpose where a secretary is required or permitted by law to perform any act with respect to the corporation.

4. Propaganda Minister 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.
 - Respond to correspondence addressed to CABS in a manner meeting the approval of the Board of Directors.
 - Send any required notices to members.
5. Scribe of the Exchequer 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.
6. Game Warden
 - 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.
7. Minister of Internal Security duties:
 - Intervene to maintain order and social courtesy in any situation CABS members participate in.
 - Keep the business meetings of the Board of Directors to the business of CABS.
 - Monitor and vet CABS communications outside the organization to maintain the Leadership Role of CABS by keeping such contacts civil, courteous and meeting the goal of advancing CABS in a positive manner.
 - Provide diplomacy and liaison support where communications are external to CABS.
 - Provide support for meetings or events, whether regular or otherwise.
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.
 - Any Voting Officer may sign membership cards for the club, subject to establishing any related dues or fees have been paid.
 - Provide a positive Leadership image for CABS to promote the club and its activities.
 - Have fun gaming and encourage others to have fun while involved with CABS.

ARTICLE V: ELECTIONS

1. Nomination of Candidates
 - a. The Board will present a list of nominations for up to five candidates for Member of the Board.
 - b. Nominations from the floor may be made by any member. Nominations must be seconded by a second member to be included for voting.
2. Elections.
 - a. An Election Committee of 3 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 responsible for count if no Election Committee is required.

- b. Members may cast up to five votes limited to one vote for any individual. The five members with the greatest number of votes will become Board Members.
 - c. Contested elections shall be resolved by secret ballot. They must be reasonably determined contested because a hand vote is close enough to result in error. An election may also be considered contested if 1/3rd of the members request 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 following the October convention in which a quorum is present. If an Election has not been held by the first general meeting in December, the 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 or emailed and received by any officer on the Board of Directors prior to the Election Meeting. All multiple Absentee ballots received from the same member will be discarded.
- 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. Transitions in Administration; A regular or special meeting of the Board of Directors will be held in November 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 Petty Dictator or the Board may set special meetings for boardgaming any any time or place appropriate in his or their discretion. These meetings will be open to the public subject to conditions imposed by the Board of Directors. In their discretion, the Petty Dictator or 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. Regular Board of Director Meetings – These will be conducted once per quarter, or four times a year to conduct the regular business of operations for the club.
- 3. Special Meetings- Special Board of Directors meetings may be called by the Petty Dictator or by the Board of Directors as needed to conduct any CABS business requiring immediate attention.
- 4. Election Meeting- This will be held once per year during the last regular meeting in October, under the rules described in Article V on elections.
- 5. Meeting Procedure- Meetings will be chaired by the Petty Dictator or other officer of the Board in free format, or if the chairperson believes it to be genuinely necessary the rules from Robert's Rules of Order will be imposed to establish order.
- 6. 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 petty dictator calculated to provide reasonable notice. It shall be the duty of members to keep the Minister of Propaganda 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 Minister of Propaganda 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 quarterly meeting for such actions as the Board may take subject to the Constitution of CABS.
- 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 Executive Board.
 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 under suspension 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 2/3 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.

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 7/10/03

1. The Fiscal Year for CABS is presently January 1st until December 31st in the following year.
2. The present dues of the club are \$12.00.

3. To become a voting member, one must show up for 7 or more regular meetings and pay dues. Irregular meetings (such as the Convention and after Thanksgiving meetings) do not count towards this purpose.
4. Members will be responsible to pay dues on the first day of October of each year.
5. Any voting member may nominate any other member for the Board of Directors. Only those persons who have been voting members a minimum of one year are eligible. (For this purpose all members who eligible to vote for ratification are eligible for Board of Directors when this charter is voted on.)
6. Official Meetings will be chaired by the Petty Dictator or the Prime Minister. If necessary to maintain order during the meeting, the common parliamentary rules from Robert's Rules of Order will be adopted. Otherwise the meeting will be run at the discretion of the Petty Dictator or Prime Minister.
7. Official Honorary Officers may be designated at whim for one week by any member of the Board of Directors and will be known as Minions. Minions have no authority, just responsibilities but heck, we mean well.

Definition of majority: more than one-half of total membership, or legal votes cast, of those present.
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