

**BY-LAWS**

**of the**

**GEDNEY ASSOCIATION**

Version 1.1  
Effective Date: September 21, 2022

**ARTICLE I**  
**DUES**

**Section I**

The annual dues of the Association shall be established by the Representative Board.

**ARTICLE II**  
**MEETINGS**

**Section I**

The annual meetings of the membership of the Association shall be held in the fall of each year at a place to be designated by the Representative Board (thirty [30] members shall constitute a quorum).

**Section II**

Special meetings of the members may be called on three (3) days' notice by the President or by the direction of the Representative Board. Twenty-five members can petition the Board to call a special meeting.

**Section III**

Regular meetings of the Representative Board shall be held at least once in each two months at such times and places as the Board may determine by resolution.

**Section IV**

Special meetings of the Representative Board may be called at any time by the President and shall be called on the request of any three (3) members of the Representative Board.

**Section V**

A quorum at any meeting of the Representative Board shall consist of five (5) members.

**ARTICLE III**  
**DUTIES OF OFFICERS**

**Section I**

President. The President shall be the Chief Executive Officer and head of the Association and between meetings of the Representative Board, shall have the general management and control of its business and officers. The President shall preside at all meetings of the membership and of the Representative Board and shall appoint all special or other committees unless otherwise ordered by the Representative Board.

The President shall, from time to time, bring before the Representative Board and members in meeting, assembled, such information as may be required touching the affairs of the Association.

The President shall appoint, and shall be ex-officio a member of all standing and special committees of the Association.

## **Section II**

Vice-President: The Vice President shall act in the President's place in the absence or disqualification of the President.

## **Section III**

Treasurer. The Treasurer shall keep full and accurate account of receipts and disbursement in books belonging to the Association and shall deposit all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Representative Board.

The Treasurer shall disburse the funds of the Association as may be ordered by the Representative Board, taking proper vouchers for such disbursements, and shall render to the President and Representative Board at the regular meetings of the Board and the membership, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Association. At the first regular meeting of the Board after the end of the Fiscal Year, the Treasurer will present to the Board for discussion a recap of the income and expenditures during the past Fiscal Year and propose a budget for the coming year, which should be discussed and adopted as a guide for activities and spending for the coming Fiscal Year.

## **Section IV**

Secretary. The Secretary shall be the secretary of the Representative Board and of the membership. The Secretary shall maintain records of the actions and decisions of the Representative Board, annual meetings of the membership, and any special meetings of the membership.

## **Section V**

Information Officer: The Information Officer shall be responsible, along with the President, for communications on behalf of the Association.

**ARTICLE IV**  
**POWERS OF THE REPRESENTATIVE BOARD**

**Section I**

The Representative Board shall have the management of the business of the Association, and in addition to the powers and authority conferred by these By-Laws, expressly, upon them, may exercise all such powers and do all such things as may be exercised or done by the Association, but subject, nevertheless, to the provisions of the statutes and the Constitution and of these By-Laws and to any regulations made from time to time by the members, provided that no regulation so made shall violate any prior act of the Board, which would have been valid if such regulation had not been made.

**ARTICLE V**  
**STANDING COMMITTEES**

**Section I**

There shall be appointed by the President the following standing committees, the chairman of which shall be a member of the Representative Board, the remaining members of which shall be appointed from the membership at large and to consist of such members as the President shall determine: namely: (1) Nominations and (2) Annual Meeting. The President may establish special committees as needed.

**ARTICLE VI**  
**ORDER OF BUSINESS**

**Section I**

1. Reading of the Minutes of Previous Meeting.
2. Report of Treasurer.
3. Reports of Standing Committees.
4. Reports of Special Committees.
5. Unfinished Business

6. New Business.

## **Section II**

The order of business shall follow the agenda, if any, set by the President.

## **ARTICLE VII** **AMENDMENTS**

### **Section I**

These By-Laws may be amended by the majority vote of the Representative Board.