



SOROPTIMIST

Best for Women

*Rocky Mountain Region
Bylaws*

April 16, 2020

Rocky Mountain Region Bylaws

Soroptimist International of the Americas

These revised Bylaws supersede all prior and existing Bylaws of the Rocky Mountain Region, Soroptimist International of the Americas and were adopted on April 16, 2020.

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ARTICLE I – NAME AND TERRITORIAL LIMITS

Section 1.01 NAME. The name of this Region shall be Rocky Mountain Region, Soroptimist International of the Americas.

Section 1.02 TERRITORIAL LIMITS. The territorial limits of this Region are established by the Federation and currently consist of Colorado; Idaho south of the Washington state line or 46 degrees latitude; Utah; Wyoming; the counties of Sioux, Dawes, Sheridan, Scotts Bluff, Morrill, Garden, Banner, Kimball, Box Butte, Cheyenne and Deuel in Nebraska; and Malheur County in Oregon.

Section 1.03 TERRITORIAL LIMITS OF THE DISTRICTS. The territory of this Region shall be divided into districts. Districts shall be contained within the territorial limits of the Region. The territory to be contained in each district is determined by the Region Board of Directors. Any change in the number of Districts shall be approved by the voting delegates at a Region Conference.

Section 1.04 TERRITORIAL LIMITS OF CLUBS. The territorial limits of each club within the Rocky Mountain Region shall be contained within the territorial limits of the Rocky Mountain Region.

ARTICLE II – PURPOSE OF REGION

Section 2.01 PURPOSE. The purpose of this region shall be to promote the projects and fulfill the purposes of Soroptimist as defined in the Federation laws. The Region is formed to administer to the Clubs in the Rocky Mountain Region. These Clubs and the Region are formed exclusively for charitable, scientific, literary, and educational purposes, within the meaning of Section 501(c) (3) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law (the “Code”), particularly to:

- a) promote the advancement of women through volunteer service to the Community;
- b) serve as a global voice on issues of importance to women; and
- c) engage in any other lawful activities that further the exempt purpose of the Region.

Section 2.02 RESTRICTIONS. On Activities as a Result of Region’s Charitable Status. No part of the net earnings of the Region shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the Region shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Except as otherwise provided by Section 501 (h) of the Code no substantial part of the activities of the Region shall consist of carrying on propaganda, or otherwise attempting, to influence legislation. The Region shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these articles, the Region shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(a) of the code as an

organization described in Section 501(c) (3) of the Code, or (b) by an organization contributions to which are deductible under Section 170 (a) of the Code as being to an organization referred to in Section 170(c) (2) of the Code. The Region shall be nonprofit, noncommercial, nonsectarian, and nonpolitical.

ARTICLE III – MEMBERS AND CLUBS

Section 3.01 CLUBS. Soroptimist International clubs located within the territorial limits of the Region shall be considered members of the Region.

Section 3.02 MERGING OF EXISTING CLUBS. Two or more existing clubs may merge with the approval of the Region Board. Prior to requesting approval, the merging clubs shall agree upon such matters as a name for the merged clubs, option of requesting a new charter or of retaining one or all of the original charters, transfers of assets and/or liabilities, officers and procedures for the emerged clubs, and other issues which may arise.

ARTICLE IV – OFFICERS OF THE REGION BOARD

Section 4.01 OFFICERS OF THE REGION BOARD. The Region Board shall be comprised of the following officers: Governor, Governor-elect, Secretary, Treasurer, and a District Director from each of the Region's four Districts.

Section 4.02 DUTIES OF OFFICERS.

- d) The Governor shall:
- 1) preside at all meetings of the Region Board and at the Region Conference;
 - 2) appoint all committee chairs and committee members, unless otherwise provided;
 - 3) cause the agenda for the Conference to be developed in consultation with the Region Board and in accordance with the approved budget;
 - 4) serve as an ex-officio member of all Region committees; and
 - 5) as outgoing Governor serve as a voting member at Federation Convention (per SIA Bylaws.)
- e) The Governor-elect shall:
- 1) serve in the absence of the Governor;
 - 2) prepare to assume the office of the Governor; and
 - 3) work closely with and under the direction of the Governor, assisting to the fullest extent possible.
- f) The Secretary shall:
- 1) compile and distribute the Call to Conference;
 - 2) prepare minutes of all Region Board meetings and of the Region Conference;
 - 3) conduct all correspondence as directed by the Governor or Region Board;
 - 4) perform all duties incidental to the office of Secretary.
- g) The Treasurer shall:

- 1) prepare the biennium budget with the Finance Committee and Governor-elect to be distributed in the Call to Conference;
 - 2) collect all funds due to the Region and disburse according to the budget or at the direction of the Region Board; and
 - 3) accumulate information on membership numbers by club and report to the Region Board on a regular basis or as requested.
- h) Each District Director shall:
- 1) serve as a liaison between the Region Board and the clubs in the District;
 - 2) plan and conduct one fall meeting in the District during the biennium, with input from the Region Board;
 - 3) select a District Secretary whose appointment shall be approved by the Region Board; and
 - 4) review District Meeting minutes prepared by the District Secretary and submit them to the Region Governor and Region Secretary for filing and distribution to the Region Board.
- i) The Officers of the Region Board shall:
- 1) perform such other duties as pertain to the office and as may be assigned by the Region Board or prescribed by these Bylaws or Region Procedures.

Section 4.03 ELIGIBILITY FOR OFFICE.

- a) To be eligible for the Region Board the member must be a “Regular Member” in good standing, and have served as club president.
- b) To be eligible for the office of Region Governor, the member must have served on the Region Board within eight years prior to serving the term as Governor, and must meet the qualifications listed in item (a) above. Only if no member meeting the eligibility requirement of prior years on the Board will accept nomination may another member be selected as a nominee for the office of Region Governor.
- c) To be eligible for the office of Region Governor-elect, the member must have served on the Region Board within six years prior to serving the term as Governor-elect and must meet the qualifications listed above in item (a). Only if no member meeting the eligibility requirement of prior years on the Board will accept nomination may another member be selected as a nominee for the office of Region Governor-elect.
- d) To be eligible for the office of Region Secretary, Region Treasurer, or District Director, the member must meet the eligibility requirements as listed in (a) above.
- e) The District Director shall be selected from the district in which her Club is assigned, but shall represent the members of the entire region.

Section 4.04 TERMS OF OFFICE. Officers of this Region shall hold office for a term of two years, commencing on July 1 in the year of election, and shall serve until a successor takes office. Region officers shall not be eligible for more than two consecutive terms in the same office, except that the Governor and the Governor-elect may serve for only one term in the same office.

Section 4.05 VACANCIES.

- a) In the case of the temporary inability of the Governor to serve, the Governor-elect shall perform the duties of Governor.
- b) In the case of a vacancy in the office of Governor, the Governor-elect shall become Governor. That individual shall fill the office of Governor for the balance of the biennium and be entitled to hold the office of Governor for the following biennium.
- c) The office of Governor-elect thus vacated shall be filled by a two-thirds (2/3) vote of the Region Board. The member so elected may not succeed automatically to the office of Governor for the next biennium, but shall be eligible to be nominated for the position of Governor-elect, (or of Governor if that office becomes available), and if the member qualifies as outlined in Section 4.03(a).
- d) Other vacancies in office shall be filled by the Region Conference; provided, however, if a Region conference shall not be held within forty-five (45) days after the vacancy occurs, it shall be filled by appointment with a two-thirds (2/3) vote of the Region Board.
- e) During the period of an unfilled vacancy in any Region office, the governor shall make provision for carrying on the necessary business of the Region.
- f) Any member of the Region Board may resign at any time by giving written notice to the Governor or Governor-elect of the Region. The resignation shall take effect at the date of the receipt of the notice or at any later time specified therein. The acceptance of the resignation shall not be necessary to make it effective.

Section 4.06 REMOVAL FROM OFFICE. Any officer or director of the Region Board may be removed either with or without cause by the Board of Directors whenever, in the judgment of the Region Board, the best interests of the Region will be served. Such removal will occur expeditiously, upon a two-thirds (2/3) vote of the Board members then in office, exclusive of the person being removed, and only after that person has been given an opportunity to be heard at a meeting of the Region Board. This vote shall be made via conference call or email unless a Board Meeting is scheduled within sixty (60) days.

ARTICLE V – NOMINATING COMMITTEE AND ELECTIONS

Section 5.01 SELECTION.

- a) The Nominating Committee is composed of three (3) members. The Governor shall appoint the Chair; a member shall be appointed by the Region Board; and the third member shall be elected by the Delegates at a Region Conference. Not more than one person from each Club may serve on this committee. The Committee shall nominate one or more candidates for each Region Board position to be filled. Only Regular members in good standing shall be eligible to serve on this committee.
- b) The member of the Nominating Committee to be elected by the Conference Delegates shall be elected at the Conference one year preceding the Conference at which the election shall be held.

- c) The selection of the Region Nominating Committee must be completed no later than September 1st of the year preceding the Federation Convention. A vacancy on the committee shall be filled by the Region Board.
- d) Members of the Nominating Committee shall serve for a term of two (2) years or until their successors are appointed or elected.

Section 5.02 COMMITTEE RESPONSIBILITIES. Responsibilities and procedures of the Nominating Committee are outlined in a separate document available to the committee after its formation.

Section 5.03 REPORT OF THE NOMINATING COMMITTEE.

- a) A report listing the proposed candidates, and all candidate data, shall be mailed to the Governor and the Region Secretary at least seventy-five (75) days before the Conference immediately preceding the Federation Convention, for inclusion in the Call to Conference.
- b) The Nominating Committee shall make its report at the Region Conference at least two (2) hours before the opening of the polls. Nominations may be made from the floor not later than one (1) hour before the time set for opening the polls, provided the consent of the nominee has been obtained. If information on any nominee from the floor was not included in the Call to Conference, a printed resume must be prepared in the same format and containing the same information as those resumes that were distributed with the Call to Conference, and must be distributed to the Delegates before polling.
- c) The official Conference program shall indicate the day and hour of nominations and the time for opening and closing the polls.

Section 5.04 CAMPAIGNING. There shall be no circularization of information or campaign materials by anyone for a candidate or nominee including but not limited to verbal, electronic and postal mail, facsimile, telephone, printed materials, brochures, or leaflets. Only information about the nominees or candidates circulated by the nominating committee is allowed. While it is appropriate to have a presentation of all candidates and/or a reception hosted by the Region, any social event to promote an individual candidate is prohibited.

Section 5.05 ELECTIONS.

- a) An Election Committee, appointed by the Governor, shall conduct the elections.
- b) If there are two (2) or more nominees for any office or position, election shall be by voting machine or printed ballot.
- c) Voting delegates at Conference shall vote for one (1) candidate for each office listed on the final ballot.
- d) A majority shall elect. If no one receives a majority of the votes cast for any office, the Election Committee shall arrange for further balloting, on the same date if possible, on the two (2) candidates receiving the highest number of votes.
- e) The Election Committee shall verify the voting results, and the Chair shall present the committee's signed report to the Governor and then to the Conference body. At the conclusion of the election, the Chair shall ask authority from the Governor to clear the

machine or destroy the ballots. The Governor will entertain a motion from the voting delegates for action.

ARTICLE VI – REGION BOARD

Section 6.01 STRUCTURE.

- a) The Governor, Governor-elect, Secretary, Treasurer, and District Directors shall constitute the Region Board of Directors and shall constitute the Executive Board.
- b) The Region Board shall:
 - 1) have control and authority over the affairs, funds, and property of the Region except that of modifying any action taken by the Region Conference or the Federation;
 - 2) have responsibility for the implementation of Federation programs within its territorial limits; and
 - 3) have responsibility to perform such other duties as the Federation, the Region Conference or these Bylaws prescribe.

Section 6.02 MEETINGS.

- a) Meetings of the Region Board shall be held immediately before and after each Region Conference in the city or close vicinity where the Conference is held; at such times during the Conference as the Governor or the Board deem necessary to complete business, or to consider any questions or recommendations referred to it by Conference Delegates, a Region Committee, a Club, a Member or by the Federation Official Visitor.
- b) An interim board meeting shall be held during the summer of the first year of the biennium to set Board goals, review board members' responsibilities and duties, and plan the biennium.
- c) A board meeting shall be held annually prior to the first District Meeting.
- d) Other virtual or in-person meetings shall be held if considered necessary by a majority of the Board and if feasible within the given budget.
- e) Meetings of the Region Board other than those specified above shall be held only with at least five (5) days' notice (personal, written, telephone, e-mail or FAX).
- f) A majority of the Region Board shall constitute a quorum for the transaction of business.
- g) The Region Board may vote by mail, FAX transmission, electronic mail, or telephone EXCEPT when a regularly scheduled meeting will be held within ten (10) days. The subject matter of the ballot may be initiated by any member of the Region Board, by Region committees, by a club in the Region, or by the Federation President. The ballots prepared and transmitted by the Region Secretary at the request of the Governor shall contain background information concerning the subject matter, and the question shall be clearly stated. If the action proposed requires use of Region funds, a financial impact statement shall be included, and the ballot shall state from which account it is proposed to draw the funds.

Section 6.03 BONDING. Any officer or member responsible for Region funds shall be bonded or insured in such amount as the Region Board shall determine.

Section 6.04 EXPENSES. No fee or compensation shall be paid to any member of the Region Board for attendance at a meeting of the Board or any committee of the Board or otherwise for services as a Board member. However, according to the approved Region budget, the Region may pay all or a portion of the following expenses, within budget limitations, incurred by Board members:

- a) expenses while performing the duties of office;
- b) transportation and expenses *en route* to and from a Region Conference or Board Meeting;
- c) lodging and reasonable meal expenses during a Region Conference or Board Meeting;
- d) transportation and expenses required to attend other meetings or functions authorized by the Board;
- e) transportation and expenses (or per diem), not paid by the Federation, incurred by the Governor and/or Governor-elect to attend the Governors Round Table;
- f) transportation and expenses to attend a District Meeting as delineated in Region Procedures.

ARTICLE VII – REGION CONFERENCE

Section 7.01 DATE. This Region shall hold one Region Conference annually in the spring. The last Conference of each biennium shall be held prior to May 31. At least one hundred twenty (120) days' notice of the dates selected shall be communicated to all members in the region via mail, electronic mail, or in person.

Section 7.02 LOCATION. The location in which each Region Conference will be held shall be selected by the Region Board two (2) years prior to the Conference dates. The location shall rotate from district to district in sequence, provided there is a club within that District willing to host. If there is not, the location would then rotate to the District next in line.

Section 7.03 CALL TO CONFERENCE. The Call to Conference shall be issued at least sixty (60) days before the Conference and shall include:

- a) tentative agenda;
- b) a report of the Laws and Resolutions Committee with all proposed amendments and resolutions requiring Conference action;
- c) in even-numbered years, it shall also include a report of the Nominating Committee with a list of proposed candidates for region offices, and accompanying candidates' data;
- d) in even-numbered years, the proposed Region Budget; and
- e) such additional Region and/or Federation information as may be deemed necessary.

Section 7.04 DELEGATES. The Delegates from each club attending the Region Conference shall be the President or the Club's designated alternate and two (2) members in good standing.

Section 7.05 QUORUM. Delegates representing a majority of the clubs in the Region shall constitute a quorum of the Conference.

Section 7.06 CREDENTIALS. The Credentials Committee shall be composed of at least three (3) Soroptimists appointed by the Club hosting the Conference. The committee shall verify the credentials of the voting delegates of the Conference and shall report each day, or as requested by the Governor, the number of voting delegates and others registered.

Section 7.07 VOTING DELEGATES. The voting delegates of the Conference shall be the members of the Region Board and the accredited delegates of each Club in good standing. A Club Delegate may represent only the club in which the delegate's membership is held. Proxy votes shall not be allowed under any circumstances.

Section 7.08 CLUBS IN GOOD STANDING. A club shall be deemed in good standing if all requirements of the Federation Bylaws and Procedures and rules and procedures established by the Region conference and Region Board have been met at the time its Club's Delegates register for Conference.

Section 7.09 FEES. The Conference fee for three Club Delegates is covered in Section 11.06 of these Bylaws. All conference attendees will be required to pay a conference registration amount as determined by the Club hosting the Conference in consultation with the Region Board.

Section 7.10 EMERGENCY PROCEDURES. If an emergency prevents the holding of a Conference, any matters included in the Call to Conference requiring a vote of the Delegates shall be voted upon by mail, FAX transmission, electronic mail, or telephone (election of officers, Bylaw changes, resolutions, etc.). Response to these ballots shall be made to the Region Secretary within the time limit set by the Region Governor. The Region Secretary shall report the results promptly to the Region Governor, with a written report to the Clubs regarding the results of the vote.

ARTICLE VIII – DISTRICT OFFICERS, DUTIES, AND MEETINGS

Section 8.01 OFFICERS AND DUTIES OF THE DISTRICT. The officers of each district shall be a District Director and a District Secretary.

- a) District Director: The District Director is elected by the Conference Delegates and is a member of the Region Board. The District Director's duties are outlined in Article IV of these Bylaws.
- b) District Secretary: The District Secretary shall be appointed by the District Director and approved by the Region Board.
- c) The duties of the District Secretary shall be to:

- 1) record minutes of the District Meeting when it occurs in her assigned district;
- 2) prepare the minutes within sixty (60) days following the conclusion of the meeting;
and
- 3) submit the minutes to the District Director for review.

Section 8.02 DISTRICT MEETINGS. Each fall, meetings shall be held by individual districts, a combination of districts, or the entire Region and are open to all club members of the region. These meetings are for information, workshops and education only. No official Region action shall be taken.

Section 8.03 FEES. The Registration amount for attendance at the District Meetings is determined by the Club hosting the meeting and in consultation with the District Director.

ARTICLE IX – COMMITTEES

The Region will have committees and/or subcommittees appointed by the Governor for the implementation of the Federation Programs and other committees or appointed positions as deemed necessary by the Region Governor, Region Board, or Region Conference. Detailed committee responsibilities are contained in other Region documents.

Section 9.01 STANDING COMMITTEES.

- a) **Nominating Committee:** A nominating committee consisting of three members in good standing shall be formed in odd-numbered years for the purpose of proposing candidates for election to region office. Not more than one member from each club may serve on this committee.
- b) **Laws and Resolutions Committee:** The committee shall review all proposed resolutions and amendments to the Region Bylaws and insure their inclusion in the Call to Conference each year. Not more than one member from each club may serve on this committee.
- c) **Program Committee:** This committee will promote and administer Soroptimist programs in concert with the federation. The Region member of the SIA Program Council shall serve as chair of this committee.
- d) **Membership Committee:** The membership committee serves as a resource for clubs needing assistance with recruitment and retention of members. This committee shall also work in cooperation with the federation and under the direction of the Region Board in extension activities for the formation, orientation, and nurturing of new clubs in the region. The committee chair shall work closely with federation headquarters to maximize opportunities for growth.
- e) **Fundraising Committee:** The fundraising committee works to promote fund-raising activities in the Region. The committee chair shall work closely with federation headquarters to support the fundraising programs of the federation in the Region.
- f) **Public Awareness Committee:** This committee will assist clubs with increasing the visibility of the organization locally and to promote awareness of Soroptimist in the Region as a volunteer organization whose mission is to improve the lives of women and

girls through programs leading to social and economic empowerment. The chair shall work closely with federation headquarters to develop and implement the necessary resources and strategies to meet public awareness goals.

- g) Finance Committee: The Region finance committee, with advice of the Region Treasurer, shall review the state of the current operating and special purpose funds and make recommendations for necessary adjustment to them, prepare the budget in even-numbered years to be included in the Call to Conference, and prepare and present an annual financial report of the status of the Region at Region conference.

Section 9.02 SPECIAL COMMITTEES. Special committees or additional committees may be appointed by the Governor, with the approval of the Board, to undertake special tasks or projects, within budget limitations.

ARTICLE X – FINANCE

Section 10.01 FISCAL YEAR. The fiscal year of Rocky Mountain Region shall commence on July 1st of each year.

Section 10.02 BUDGET. A proposed biennial budget shall be prepared by the Finance Committee, which shall also set forth proposed annual budgets for each year of the biennium. In even-numbered years the budget shall be included with the Call to Conference.

Section 10.03 FINANCIAL STATEMENTS. Financial statements, as may be required, shall be prepared by the Region Treasurer and/or the Finance Committee as directed by the Region Board. Financial statements shall be available to clubs or members upon request.

Section 10.04 FINANCIAL REVIEW. The books shall be independently reviewed each biennium and at such other times as may be directed by the Region Board. The person or persons conducting the review shall be qualified professional accountants. A report of the biennium review shall be available to clubs or members upon request.

Section 10.05 ANNUAL REGION DUES.

- a) The dues of this Region for Regular members shall be twenty-eight dollars (\$28.00) per year, which includes:
- 1) \$25.25 – Operating Fund;
 - 2) \$1.75 – Region Live Your Dream: Education and Training Awards for Women Fund (Restricted);
 - 3) \$1.00 – Region Membership Fund (Restricted).
- b) The dues of this Region for Life members shall be \$5.00.

Section 10.06 ANNUAL CLUB FEES.

- a) The Club Fees due to the Region include:

- 1) \$50.00 – Region Governor Project Fee (Restricted Fund);
 - 2) \$50.00 – Leadership Development Fee (Restricted Fund);
 - 3) \$50.00 – Conference Fee;
 - 4) \$10.00 – District Meeting Fee;
 - 5) \$5.00 – Communications Fee;
 - 6) \$5.00 – IGU Fee (Friendship Grant) (Restricted Fund).
- b) The items identified as “restricted funds” are to be used for the designated purpose unless a change is properly proposed by a Region Committee, a Club, the Region Board, or the Laws & Resolutions Committee and approved by a conference delegate vote.
- c) The Region Board may waive all or a portion of the fees for the first conference and/or district meeting of a newly-chartered club at which it is entitled to representation after being chartered.

Section 10.07 SOLICITATION OF FUNDS.

- a) By the Region: Funds may be solicited by the Region from members or Clubs only with the prior approval of the Region Conference after notice to the clubs through the Call to Conference; or, if the Region Conference will not be held within three (3) months, the Region Board may approve the solicitation of funds either by a two-thirds (2/3) vote at a meeting or a three fourths (3/4) vote by mail ballot. The solicitation must clearly state the purpose for which the funds will be used.
- b) Between Clubs: There will be no solicitation of funds between clubs in the Region without Region Board approval. This is not to preclude members of clubs from supporting other clubs' projects on an individual basis.

ARTICLE XI – AMENDMENTS AND RESOLUTIONS

Section 11.01 AMENDMENTS TO REGION BYLAWS.

- a) Proposed amendments are considered at the Region Conference and may be submitted by a Club, a Region committee, the Region Board or any member of the Region Board.
- b) All proposed amendments must be submitted to the Region Laws and Resolutions Committee, the Region Governor, and the Region Secretary by December 1. A financial impact statement must be included with the proposal.
- c) A proposed Amendment by a club must have been approved by a two-thirds vote of the club and submitted to the Chair of the Region Laws and Resolutions Committee with a copy to the Region Governor by December 1. A financial impact statement must be included with the proposal.
- d) Proposals to revise the Region Bylaws must be submitted to SIA for review prior to publishing the information in the Call to Conference.
- e) Proposed amendments must be included in the Call to Conference.
- f) The Bylaws may be amended by a two-thirds (2/3) vote of the delegates present and voting at any Region Conference.

Section 11.02 REGION RESOLUTIONS.

- a) All proposed Resolutions requiring Conference Delegate approval shall be sent to the Chair of the Region Laws and Resolutions Committee by December 1, with copies to the Region Governor and the Region Secretary. A financial impact statement must be included with the proposed resolution.
- b) After a two-thirds (2/3) affirmative vote of its members, the Region Board, a Region Committee or a Club may propose a resolution within the framework of Soroptimist objects and purposes. Such resolutions shall include a financial impact statement and shall be submitted to the Chair of the Laws and Resolutions Committee, with a copy to the Region Governor, ninety (90) days before the Call to Conference is mailed.
- c) All proposed resolutions properly filed, together with the report of the Region Laws and Resolutions Committee, shall be included with the Call to Conference.
- d) Resolutions regarding Region administrative operations, recognition, or appreciation may be filed at any time with the Region Board. A financial impact statement must be included with the proposed resolution.
- e) A resolution of an emergency nature may be submitted to or by the Region Board at any time, and it shall be at the discretion of the Region Board whether or not it is of such nature that it should be submitted for Conference consideration even though it was not included in the Call to Conference. A financial impact statement must be included with the proposed resolution.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised, shall be the parliamentary authority for all matters not specifically covered in these bylaws, region standing rules, SIA bylaws and procedures.

ARTICLE XIII - DISSOLUTION

“Upon the dissolution of the Region, its governing body shall after paying or making provisions for the payment of all of the liabilities of the Region, dispose of all the assets of the Region exclusively for the exempt purposes of the Region in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes which at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, in all cases, an exempt successor Region or Soroptimist International of the Americas, Inc. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the corporation or Region is expressly prohibited.”

<i>Ellie Syme-Quayle, Chairman</i>		<i>Governor</i>	
RMR Laws & Resolutions Committee	Date	Rocky Mountain Region	Date

End of Document