

#### 4.3 Regular Meetings

A regular annual meeting of the Board of Directors shall be held without other notice than this bylaw. An annual meeting of the members shall be held on an acceptable date, which may be altered by discretion of the directors, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. **All newly-elected Officers and the three newly-elected directors from the annual meeting will take their positions at the next scheduled meeting of the Board.** The Board of Directors may designate any place, either within or outside the State of Alabama, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the principal office of the Corporation in the State of Alabama. The Board of Directors may provide by resolution the time and place, either within or outside of the State of Alabama, for the holding of additional regular meetings of the board without other notice than the resolution.

#### 4.8 Vacancies

Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors, shall be filled by the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of their predecessor in office. Vacancies may occur when a director is no longer able to fulfill their duties of the office. **A vacancy must be filled by the second meeting following a notice of vacancy.**

#### 5.2 Election of Officers

Officers shall be elected at the annual meeting by open vote. **The term of office shall be two years for the Secretary, Treasurer, and Membership Chair. These positions may be re-elected without restriction if so voted by the membership at the conclusion of a two-year term. The President-Elect shall be annually elected, with a three year term as first-year President-Elect, succeeding to President in their 2nd year, and becoming President Ex-officio in their third year in office. Nominees to the Board of Directors must be members in good standing of The Medalist Club.**

#### 5.3 President-Elect

The President-Elect shall perform the duties of the President in the absence of the President. **In addition, upon completion of the first year of their three year term the President-Elect shall succeed to the office of President.** Additional duties may include:

- \* Act as program chairperson for the annual meeting
- \* Perform the duties assigned by the President
- \* **Act as chair of the Nominating Committee**

#### 5.4 President

The President shall be the Chief Executive Officer of this organization and shall have all such powers as usually pertain to the office of President, except where limited by this constitution. **In addition, upon completion of the second year of their three year term the President shall succeed to the office of President Ex-officio.** Duties of the President shall include:

- \* Appoint all committees
- \* Preserve order
- \* Regulate debate
- \* Cast the deciding vote in case of tie vote

### **5.5 President Ex-officio**

**The President Ex-officio shall assume the duties of President/President-Elect if neither is present for a meeting.**

### **5.6 Secretary**

The Secretary shall keep correct minutes of all proceedings of the organization. In addition, the Secretary shall:

- \* Attend to all correspondence of the organization

### **5.7 Treasurer**

The Treasurer shall keep correct records of all financial proceedings of the organization. In addition, The Treasurer shall:

- \* Verify all deposits and disburse all monies of the organization at the direction of the Board of Directors
- \* Keep accurate records of all receipts and disbursements
- \* Handle all tax records
- \* Prepare all financial reports required

### **5.8 Membership Chair**

**The Membership Chair shall keep accurate records of all dues-paying members of the organization, and honorary and faculty members. In addition the Membership Chair shall:**

- \* **advise the Board of Directors of membership levels and numbers**
- \* **keep accurate records of all member merchandise ordered and disbursed**
- \* **deposit all funds collected as may be sent to the chair**

\* prepare enrollment literature and all mailouts to members/prospective members

## 6.2 Eligibility

Annual dues shall be paid by all members at the time of joining the Club, and said dues to be set and prescribed annually by the Board of Directors. The membership year beginning and end will be at the discretion of the Board of Directors.

## 11 ARTICLE XI - AMENDMENTS TO BYLAWS

Bylaws may be amended by a two-thirds vote by the active members attending the annual meeting, provided that the proposed amendment is submitted to each member in writing or by public notice via electronic means at sites accessible to all members thirty days before the annual meeting. All bylaws amendments approved will be effective immediately.