

MILWAUKEE TIME LORDS, INC.

BYLAWS

ARTICLE I -- NAME

The name of this Organization shall be "Milwaukee Time Lords, Inc.," a non-profit, non-stock corporation, chartered under Section 181 of the Wisconsin State Statutes. This Organization shall not be affiliated with any other "Doctor Who" organization, club, or association.

ARTICLE II -- PURPOSE

Section 1. The primary purpose of this Organization shall be to enjoy and promote the British science fiction television series "Doctor Who."

Section 2. The secondary purpose of this Organization shall be to enjoy and promote British and American science fiction television series, British comedy television series, and television programs and movies featuring actors, actresses, and themes from "Doctor Who."

Section 3. The tertiary purpose of this Organization shall be to promote social gatherings and events for the membership.

ARTICLE III -- MEMBERS

Section 1. Membership in this Organization shall be limited to persons expressing a genuine desire to adhere to the purposes of the Organization and willing to conduct themselves in an orderly fashion during the business portion of any meeting.

Section 2. **REGULAR MEMBERSHIP:** The annual dues shall be Fourteen Dollars (\$14.00), payable in advance. The Treasurer shall notify members at least one (1) month prior to expiration of membership. Those members whose annual dues are not paid by their expiration date shall be automatically dropped from membership in the Organization. A regular member shall be entitled to vote on motions before the membership, run for office, and receive one (1) year's worth of newsletters.

Section 3. **FAMILY MEMBERSHIP:** A family membership shall consist of one (1) regular membership and annual dues of One Dollar (\$1.00), payable in advance, for each auxiliary member of the household. An auxiliary member shall be entitled to vote on motions before the membership and run for office.

Section 4. **HONORARY MEMBERS:** Actors, actresses, and persons who have made a significant contribution toward "Doctor Who" or the purposes of the Organization shall be entitled to membership by a majority vote at any regular meeting. An honorary member shall not be entitled to vote on motions before the membership or run for office, and shall receive free newsletters.

Section 5. **SUBSCRIBER MEMBERS:** Associations, clubs, organizations, or persons who exchange newsletters or information concerning "Doctor Who" on a semi-regular basis shall be entitled to membership by a majority vote at any Executive Board meeting. A subscriber member shall not be entitled to vote on motions before the membership or run for office. Upon payment of the annual dues, such a member shall automatically become a regular member.

Section 6. Any member withdrawing from the Organization shall be ineligible for a refund of any portion of dues paid, unless a compelling reason is provided in writing, which shall be presented to the Executive Board for action.

ARTICLE IV -- OFFICERS

Section 1. The officers of the Organization shall be a President, a Vice-President, a Secretary, a Treasurer, and a Sergeant-at-Arms. These officers shall perform the duties prescribed by these bylaws and the parliamentary authority adopted by the Organization, and those delineated by the membership.

Section 2. At a regular meeting held in January, a Nominating Committee of three (3) members shall be elected by the membership. It shall be the duty of this committee to accept nominations, decide on the rules of the election, and conduct the election for the offices to be filled at the Annual Meeting in February. No member of this committee shall run for office. Before the election, additional nominations from the floor shall be permitted.

Section 3. The officers shall be elected by ballot and absentee ballot to serve for one (1) year or until their successors are elected, and their term of office shall begin at the close of the Annual Meeting at which they are elected. If there is only one candidate for each office, then the entire slate of candidates shall be elected by unanimous acclamation.

Section 4. No member shall hold more than one (1) office at a time, and no member shall be eligible to serve more than three (3) consecutive terms in the same office.

Section 5. The duties of the President shall include: preside at all meetings, social gatherings, and events, and conduct all business affairs.

Section 6. The duties of the Vice-President shall include: all the duties of the President, when the President is absent, or unwilling, unable, or refuses to act.

Section 7. The duties of the Secretary shall include: keep the minutes of all meetings, maintain all records, documents, and correspondence, and notify members of all meetings.

Section 8. The duties of the Treasurer shall include: collect all dues and monies owed, and pay all bills incurred. Only the Treasurer, President, and Vice-President are authorized to sign checks, which must have two (2) signatures whenever feasible.

Section 9. The duties of the Sergeant-at-Arms shall include: assist in maintaining order at all meetings, and organize the meeting room before and after all meetings.

Section 10. Except in cases of emergency, no officer shall act on behalf of the Organization without the advice and consent of the membership.

Section 11. Upon leaving office, officers shall provide all records, documents, and correspondence to the new officers.

Section 12. FILLING VACANCIES: When it is anticipated that a member will return to complete their term of office, the President shall appoint an Acting Officer to fill the office until the member returns. Otherwise, if there are more than six months remaining in the term of office, a Special Election shall be held; notice of the Special Election shall be published in the newsletter. The President may appoint an Acting Officer to fill the office until the Special Election. If there are less than six months remaining in the term of office, the President may appoint a member to fill the office until the end of the term. Filling a vacancy shall not count towards a member's limit of three (3) consecutive terms in the same office.

ARTICLE V -- MEETINGS

Section 1: Regular meetings of the Organization shall be held biweekly on Fridays or Saturdays during the year unless otherwise ordered by the Executive Board. At least two (2) officers shall be present at any regular business meeting. A business meeting shall be held every month. At least one (1) officer shall be present at any announcement (regular non-business) meeting.

Section 2. The regular business meeting in February shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise. Members joining the organization less than ten (10) days before the Annual Meeting shall not be permitted to vote or run for office at the Annual Meeting. Membership renewals shall not be permitted at the Annual Meeting.

Section 3. Special meetings may be called by the President or three (3) members of the Executive Board, and shall be called upon the written request of ten (10) members of the Organization. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three (3) days' notice shall be given.

Section 4. Eight (8) members of the Organization shall constitute a quorum.

ARTICLE VI -- EXECUTIVE BOARD

Section 1. The officers of the Organization and chairpersons of all committees shall constitute the Executive Board.

Section 2. The Executive Board shall have general supervision of the affairs of the Organization between its business meetings, fix the hour and place of meetings, make recommendations to the membership, and shall perform such other duties as are specified in these bylaws. The Executive Board shall be subject to the orders of the membership, and none of its acts shall conflict with actions taken by the Organization.

Section 3. Unless otherwise ordered by the Executive Board, regular meetings of the Executive Board shall be held prior to the regular meetings of the Organization. Special meetings of the Executive Board may be called by the President and shall be called upon the written request of three (3) members of the Executive Board.

ARTICLE VII -- COMMITTEES

Committees, standing or special, shall be appointed by the President as the membership or the Executive Board shall from time to time deem necessary to carry on the work of the Organization.

ARTICLE VIII -- PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Organization in all cases to which they are applicable, and in which they are not inconsistent with these bylaws and any special rules of order the membership may adopt.

ARTICLE IX -- AMENDMENT OF BYLAWS

These bylaws may be amended at any regular business meeting of the Organization by a two-thirds (2/3) vote, provided the amendment has been submitted in writing, approved by the Executive Board, announced at the previous two (2) regular meetings, and published in the newsletter.

ARTICLE X -- DISCIPLINARY ACTION

Section 1. No member shall be denied the due process of law for any action deemed sufficiently egregious to warrant a trial before the Organization. Any such member shall be entitled to written notification of the alleged action. A member can lose membership at any regular meeting of the Organization by a two-thirds (2/3) vote, after a trial before the membership. Any member expelled from the Organization shall be ineligible for a refund of any portion of dues paid.

Section 2. An officer can be removed from office at any regular meeting of the Organization by a two-thirds (2/3) vote, after a trial before the membership.

ARTICLE XI -- REGISTERED AGENT

Section 1. As a corporation chartered under Section 181 of the Wisconsin State Statutes, the Organization shall have a Registered Agent, who shall maintain all records, documents, and correspondence required by law. The Registered Agent is the official representative of the Organization to the State.

Section 2. The Registered Agent of the Organization shall be the President, who upon leaving office, shall provide all records, documents, and correspondence to the new President.

ARTICLE XII -- PUBLICATION

The Organization shall publish a newsletter entitled *The Relative Times* on a semi-regular basis.

CERTIFICATION OF ACCURACY

I hereby certify this document to be an accurate and complete record of the bylaws of the Milwaukee Time Lords, Inc.

Dated this 21st day of February, 2016.

Christopher E. Cebula
Parliamentarian