

CLUB CONSTITUTION
AND
THE STANDARD BYLAWS
FOR
GAVEL CLUBS



an affiliate of
TOASTMASTERS INTERNATIONAL

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THE CONSTITUTION OF THE

(name)

GAVEL CLUB _____ **OF**

(number)

(location)

ARTICLE I

Purpose

The purposes of this Gavel club shall be as follows:

- ▶ To help its members improve their abilities to communicate effectively
- ▶ To provide for its members instructions, educational materials and opportunities, which will give them skill and experience in the preparation and delivery of speeches
- ▶ To encourage its members to read and to listen analytically
- ▶ To provide its members fair and constructive evaluation of their efforts toward self-improvement
- ▶ To increase its members' knowledge of the rules of parliamentary procedure and their skills in conducting meetings and participating in group discussions
- ▶ To afford leadership training for its members
- ▶ To provide opportunities and encouragement for its members to appear before audiences and to express their thoughts creditably

ARTICLE II

Membership

Section 1. Any person, including those individuals who may be ineligible to join a Toastmasters club by reason of age or other condition, may become a member of a Gavel club upon election as provided in Article II, Section 9, below. No person shall be excluded from membership in, or from any program or activity of, this club because of age, race, color, creed, gender, national or ethnic origin, sexual orientation, or physical or mental disability, so long as the individual, through his or her own effort, is able to participate in the program. However, the Bylaws may provide for other restrictions on the composition of the individual membership, e.g., to the members of a particular institution or school.

Section 2. This club may classify its members as Active, Associate, Honorary, and Inactive members, if it deems such classification advisable.

Section 3. Active club members attend meetings regularly and shall be entitled to all rights and privileges of the club and share in its responsibilities. These responsibilities shall include support of its purposes and constructive contribution to its program and activities.

Section 4. Associate members are members awaiting a vacancy in the active roster.

Section 5. Honorary club membership may be conferred upon a person by a two-thirds vote of the total active membership. Honorary membership is conferred on one who has distinguished himself or herself by meritorious service in the furtherance of Toastmasters ideals.

Section 6. Inactive members are those members not otherwise classified. An Inactive member may become an Active or Associate member upon request and the recommendation of the executive committee. He or she may become an Active member only when there is a vacancy in the club roster.

Section 7. Associate, Honorary, and Inactive members are not eligible to serve in any office, nor do they have voting privileges. They are not entitled to a place on the regular speakers program; however, they may serve as substitute speakers if requested to do so by the President, Vice President Education, or the Toastmaster of the meeting. They may also participate in club discussions and serve as evaluators.

Section 8. The executive committee may extend to any Active member, at his or her request, a short-term leave of absence. If leave of absence for an extended period is desired, the member shall be transferred to Inactive membership.

Section 9. This club is a private association, and membership is by invitation only. Eligible prospective members shall be sponsored by a member of the club. Application for membership shall be made on the form supplied by the club, if any. The applicant shall be declared elected upon a vote of the club membership as set forth in Article IV, Section 4, below.

Section 10. This club may establish, from time to time, procedures for dropping members who miss a certain number of meetings, or who fall below other minimum standards set by the club. In addition, this club may expel, suspend, or decline to renew the club membership of any member at any time, with or without notice and with or without cause, upon a vote of the club membership as set forth in Article IV, Section 4, or upon action of the club counselor. If this club does not expel a member, after written request to do so is made by the Executive Director of Toastmasters International, this club's Certificate of Affiliation may be suspended or revoked as provided in Article VIII, Section 6, below.

ARTICLE III

Meetings and Notice

Section 1. Regular meetings of this club shall be held as provided in the Bylaws of this club.

Section 2. Special business meetings of this club may be called by a majority vote of the Active members present and voting at any regular meeting at which a quorum is present, or by the Club President.

Section 3. Meetings of the Club Executive Committee shall be held as provided in the Bylaws of this club.

Section 4. Notice shall not be required for regular business meetings held as provided in the Bylaws of this club. Notice of any change in the time or place of any regular meeting and notice of all special meetings shall be given by mail, telephone, or other reasonable means at least four (4) days in advance of such meeting to all individual members of this club. Notice of special meetings shall include a statement of the general purpose of the meeting, but any membership business otherwise valid may be transacted at the meeting.

ARTICLE IV

Quorum

Section 1. A majority of the active membership shall constitute a quorum for the transaction of all business of this club. A majority of the Club Executive Committee shall constitute a quorum for the transaction of the committee's business.

Section 2. Each Active member shall be entitled to one vote on any matter presented to the club membership for a vote.

Section 3. Voting by proxy or absentee ballot shall not be permitted on any matter presented to the club membership for a vote.

Section 4. Unless a greater vote is required by this Constitution or by the Bylaws of this club in a particular matter, the affirmative vote of at least a majority of those Active members who are present and voting at a duly held business meeting at which a quorum is present shall be the act of this club.

ARTICLE V

Officers

Section 1. The officers of this club shall be a President, a Vice President Education, a Vice President Membership, a Vice President Public Relations, a Secretary, a Treasurer (or a Secretary/Treasurer), and a Sergeant at Arms. A counselor is necessary for all clubs. Although the counselor is not elected, his or her name is to be reported on the club officer list.

Section 2. Nominations for club officers shall be made by a nominating committee appointed by the President at least two weeks prior to the election. This committee shall consist of three Active members, at least one of whom shall be a Past President of the club, if available. This committee shall report at the regular meeting immediately preceding the meeting at which the election is to take place and shall present at that time only the names of Active members who have consented to serve if elected. Further nominations may be made from the floor at that time or at the election meeting, by any Active members. All elections shall

be by secret ballot, unless dispensed with by a unanimous vote, with a majority vote of all Active members present and voting necessary for a choice.

Section 3. Elections of all officers shall be held at the first meeting in May in each year, to take office the following July. For officers who serve terms of a half-year, elections shall be held at the first meetings in May and November in each year, to take office the following July and January, respectively.

Section 4. Any officer of this club may resign, provided that any such resignation must be made in writing and delivered to the Club President or Club Secretary. Unless any such resignation is, by its terms, effective on a later date, it shall be effective on delivery to such club officer, and no acceptance by this club shall be required to make it effective. Any officer of this club may be removed from office at any time, with or without cause, by majority vote of all Active members present and voting at a business meeting of this club.

Section 5. Any vacancy in office, except for the Immediate Past Club President, shall be filled by a special election held at the next meeting following the announcement of the vacancy.

Section 6. Club Presidents elected for a term of one (1) year may not be re-elected for a successive term. Club Presidents elected for a term of a half-year may be re-elected for one successive term of a half-year.

ARTICLE VI

Duties of Officers

Section 1. The President shall preside at all meetings of the club and of the Executive Committee. He or she shall appoint all committees and have general supervision of the work of the club under the direct guidance of the club counselor.

Section 2.

(a) The Vice President Education is responsible for planning, organizing, and directing a club program which meets the educational needs of the members. The Vice President Education chairs the education committee and shall preside over meetings in the absence of the Club President.

(b) The Vice President Membership is responsible for planning, organizing, and directing a program that ensures member retention and growth in club membership. The Vice President Membership chairs the membership committee and shall preside in the absence of the Club President and the Vice President education.

(c) The Vice President Public Relations is responsible for developing and directing a publicity program that informs members and the public or institution about Toastmasters International. The Vice President Public Relations chairs the public relations committee and shall preside in the absence of the Club President, the Vice President Education, and the Vice President Membership.

Section 3. The Secretary shall have custody of the club's Constitution and Bylaws and all other records and documents of the club, shall keep an accurate record of the meetings and activities of the club and of the Executive Committee, and shall transmit the same to his or her successor. He or she shall have charge of all correspondence under the supervision of the club counselor.

Section 4. The club treasurer shall receive and disburse, with the approval of the club, all club funds, and shall keep accurate account of the same. He or she shall make a financial report to the club or to the Executive Committee upon request and shall transmit the accounts and all undistributed funds to his or her successor. He or she shall pay to Toastmasters International all financial obligations of this club as such obligations become due, unless otherwise provided for.

Section 5. The Sergeant at Arms is chair of the Social and Reception Committee and is responsible for club property management, meeting room preparation, and hospitality.

ARTICLE VII

Committees

Section 1. The standing committees of this club shall be the Executive, Education, Membership, Public Relations, and Social and Reception Committees.

Section 2. The Executive Committee shall consist of the President, the Vice Presidents, Secretary, Treasurer, Sergeant at Arms, and the Immediate Past President of the club. This committee, of which the President is chair, shall have charge of all business affairs of the club and shall consider all matters concerning the welfare of the club. All actions of the Executive Committee shall be submitted to this club at the next business meeting for ratification. Any decision of the Executive Committee which this club fails to ratify shall be null and void. All actions are under the supervision of the club counselor.

Section 3. The Education Committee shall have charge of the general educational program of the club. It shall prepare, or cause to be prepared, all speaking schedules of the club and determine assignments in advance of the meeting.

Section 4. The Membership Committee shall consider all applications for membership and shall arrange for proper induction of all new members. This committee shall be responsible for maintaining club membership and attendance.

Section 5. The Public Relations Committee shall arrange the preparation and dissemination of news releases regarding this club's activities and educational programs and shall promote opportunities for participation in Toastmasters learning programs. It shall also be responsible for all internal publications of this club.

Section 6. The Social and Reception Committee shall be responsible for all social functions of the club and such other duties as may be assigned to it. It shall act as a reception committee at all meetings.

ARTICLE VIII

Affiliation

Section 1. Any group desiring admission as a Gavel club shall apply to Toastmasters International on forms provided by World Headquarters. Subject to standards and procedures stated in the Policies of Toastmasters International, the Executive Director of Toastmasters International has sole discretion to issue a Certificate of Affiliation to a Gavel club.

Section 2. Upon issuance of a Certificate of Affiliation to this club, and so long as this club remains in good standing with Toastmasters International, this club is entitled to all the rights and powers and is subject to all the duties and requirements of Gavel clubs as may be stated from time to time in the Articles of Incorporation and Bylaws of Toastmasters International, in this Constitution, and in policies, procedures, manuals, and other materials issued by Toastmasters International.

Section 3. The admission of this club to affiliation with Toastmasters International and the continued affiliation and operation of this club as a Gavel club are subject at all times to the approval of the institution sponsoring this club. Such institution shall designate an individual to serve as counselor to this club; that person shall exercise the rights and powers of a counselor set forth in this Constitution and shall act as the agent and representative of the sponsoring institution in all matters regarding this club and Toastmasters International.

Section 4. This club is an independent legal entity, separate from Toastmasters International and member clubs of Toastmasters International, subject to the terms and conditions of affiliation referred to in Article VIII, Section 2, above. As such, this club is fully responsible for its own debts, liabilities, acts, omissions, and other obligations; and any creditor of this club shall look only to this club for payment, and not to Toastmasters International, nor to any member club of Toastmasters International, nor to any member of this club.

Section 5. This club's use of the intellectual property of Toastmasters International, including but not limited to collective membership marks and copyrights, shall be limited to and governed by the Certificate of Affiliation issued to this club and the applicable policies of Toastmasters International.

Section 6. If this club is suspended or in any way rendered permanently inactive by authority of its sponsoring institution, expressed in writing by this club's counselor, or upon action of the Executive Director of Toastmasters International, in his or her sole discretion, this club's Certificate of Affiliation may be suspended or revoked at any time, with or without notice and with or without cause.

Section 7. This club is an unincorporated association formed solely for the purpose of privately educating its members, and this club shall not be used for any political purpose nor for the benefit, monetary gain, or profit of any individual. In the event of dissolution of this club, for any reason, distribution of any club funds, after payment of any indebtedness, shall be made to Toastmasters International or to a member club of Toastmasters International.

ARTICLE IX

Policy

This club shall adopt no policy and shall take no action in conflict with any policy or any purpose of Toastmasters International. This Constitution shall be deemed automatically modified and amended so that it shall at no time be in conflict with the Articles of Incorporation, Bylaws, or policies of Toastmasters International as they now exist or hereafter may be changed or amended.

ARTICLE X

Amendments

Amendments to this Constitution shall be made only by majority vote of the Board of Directors of Toastmasters International. The Constitution of this club shall be identical to the Constitution for all other Gavel clubs of Toastmasters International.

BYLAWS OF THE

_____ (name)

GAVEL CLUB _____ **OF**
(number)

_____ (location)

ARTICLE I

Name

The name and location of this club shall be set forth above and in the title of these Bylaws. Such name and location may be changed as provided in Article VI, below.

ARTICLE II

Membership

Section 1. Subject to the nondiscrimination requirements set forth in Section 1 of Article II of the club Constitution, membership in this club shall be restricted to _____

_____.
(If no restrictions will be placed on membership in this club, write "no restrictions" on line above.)

ARTICLE III

Fees and Dues

Section 1. The initiation fee for this club shall be _____. (If the club desires, it may charge this fee; if not, place a zero on the line.)

Section 2. The dues for this club shall be _____. (The club may charge dues if it is possible for it to do so.) Dues shall be paid on _____. Only Honorary members shall be exempt from club fees and dues.

Section 3. Annual fees shall be paid to Toastmasters International within thirty days of receipt of the annual billing. Orders for educational materials must be accompanied by payment.

ARTICLE IV

Meetings

Section 1. Regular meetings of the club shall be held every _____, at such hour and place as this club, from time to time, shall designate.

Section 2. Special meetings may be called by a majority vote at any regular meeting at which a quorum is present, or by the President.

Section 3. The Executive Committee of this club shall meet at least once every _____.

ARTICLE V

Election of Officers

Section 1. The club elects officers for the following terms of office (check one):

- Half-year terms, from July 1 to December 31 and from January 1 to June 30
- Full-year terms, from July 1 to June 30

ARTICLE VI

Rules of Order

Section 1. *Robert's Rules of Order Newly Revised* shall be the final authority as to parliamentary procedure, insofar as they do not conflict with provisions of this club's Constitution and these Bylaws. If Robert's Rules is not a recognized authority on parliamentary procedure in the jurisdiction where this club is located, _____ shall be deemed substituted for Robert's Rules. Robert's Rules, or other recognized authority, shall apply only to parliamentary procedure and any other material appearing in such authority, such as disciplinary procedures, shall not apply to this club. (Complete this blank only if this club is located in a jurisdiction where *Robert's Rules of Order Newly Revised* is not recognized parliamentary authority.)

Section 2. The President may appoint a parliamentarian for his or her term of office.

ARTICLE VII

Amendments

Section 1. Subject to the review and approval of Toastmasters International, and provided the proposed amendment is within the scope of permitted amendments, these Bylaws may be amended by a vote of the club membership as set forth in Article II, Section 9 of the Gavel club Constitution.

Section 2. The scope of these Bylaws, and any amendments to these Bylaws, is limited to the matters specifically placed within the discretion of this club by the club Constitution or by a policy of the Board of Directors of Toastmasters International. This club shall not have the power to amend any reference in these Bylaws to the club Constitution.

Section 3. Upon its adoption by this club, the Club Secretary shall immediately mail a copy of any Bylaws amendment to the Executive Director at World Headquarters for review and approval. If the Executive Director does not approve the amendment, it shall be null, void, and of no effect.



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