

# **GENCO**

## *Garage Enologists of North County~Sonoma County*

### **BYLAWS**

#### **Article I - Name and Purpose**

- A. The name of this organization is Garage Enologists of North County-Sonoma County, and is referred to in these bylaws as GENCO.
- B. The purpose of GENCO is to provide a forum for the exchange of ideas and information, and to promote viticulture and production of quality wine within the membership.

#### **Article II - Membership**

- A. Membership is open to any individual 21 years of age or older, or two family members interested in home winemaking, and who subscribes to the purposes of GENCO.
- B. Members have the privilege of attending meetings, participating in GENCO sponsored events, voting and holding office. They will receive all meeting notices and receive a GENCO website member page upon payment of the established dues.
- C. Members are defined as those whose dues are current.
- D. Membership dues are per calendar year, as designated by the Board, per family and are not prorated
- E. If the initial dues are paid in November or December, the new member can continue to attend for the following calendar year. They are considered paid for the subsequent year.
- F. Non-Members may attend two meetings in a four-month time frame before deciding to join GENCO. After the second meeting, they must pay their annual dues to become a member.
- G. Delinquent dues have a three-month grace period. Members will be reminded by the Treasurer that their dues are in arrears. Those members, who have not paid their dues by April 1<sup>st</sup>, will be dropped as a member.

#### **Article III - Meetings**

- A. Meetings will be held at a time and place designated by the Board of Directors. Members will be e-mailed a notice in advance of all meetings, and the location will be confirmed.

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- B. The Board must approve all meetings or activities conducted in the name of GENCO and/or activities sponsored by GENCO.
- C. The quorum for general meetings is 25% of the total membership and decisions are determined by majority vote.
- D. All issues presented to the membership for vote shall be posted online 30 days prior to the vote.
- E. Online voting will be allowed
- F. Members may designate their proxy vote to other members.

#### **Article IV - Finance and Dues**

- A. The fiscal year of GENCO will be the calendar year. Dues are payable at the beginning of the year and delinquent on March 1. Dues will not be prorated.
- B. The Board will set fees for special events.
- C. Annual dues are recommended by the Board and acted on by the membership at the November meeting.

#### **Article V - Board of Directors**

- A. The Board of Directors consists of the four elected officers, the appointed Coordinators of ongoing programs, and the former President from the most recent term.
- B. The officers of GENCO are President, Vice-President, Secretary and Treasurer.
- C. Officers, with the exception of the President, will be elected during the January meeting. Treasurer and Secretary serve for a term of two-years. Vice-President serves for a term of one-year. At the end of the one-year term, Vice-President becomes President for another one-year term. At the end of the President's term, President will serve as Past-President as an advisory position that does not vote but attends Board meetings for one year. It is hopeful the President will serve as the Past-President, but is not required.

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**D.** The Coordinators are appointed by the Board of Directors. Currently, these are Website Coordinator, Activities Coordinator, Education Coordinator, and Board Member at Large. Responsibilities will be as needed. Additional Coordinators may be added by vote of the Board.

**E.** With the exception of President, if there is not a candidate running for an office up for re-election, the current officer can be re-elected for another term, if they choose. The President position will be limited to one term consecutively but may serve additional terms later.

**F.** In the event of a vacancy in any position except President, the Board of Directors will fill the office by appointment.

**G.** If the Board determines that any elected officer or coordinator is not fulfilling the duties of the office, the Board may propose removal of that officer. Removal must be approved by a majority membership vote at the next general meeting.

**H.** The President will be the chief administrative officer and spokesperson for GENCO. The President sets the agenda and presides at all meetings of the membership and Board of Directors.

**I.** The Vice-President will perform the duties of the President in his/her absence. In case of the President's resignation or removal from office, the Vice President will serve as interim President until elections are held. The Board will then appoint another GENCO member to fill the open board position created by filling the President's position.

**J.** The Secretary will be responsible for recording minutes of the Board meetings, recording minutes of a regular scheduled GENCO meeting when business and voting occurs, newsletter, recording attendance and maintaining records.

**K.** The Treasurer will be the chief financial officer of GENCO and will be responsible for maintaining financial records, collecting annual dues, collecting monies as necessary and maintaining current dues payment records.

**L.** The Board will meet to conduct business, establish policies, plan and supervise the activities of GENCO.

**M.** A majority of the Board constitutes a quorum.

**N.** The Board will be responsive to the interests of the membership.

**O.** Only one member of a family membership can be on the Board of Directors.

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### **Article VIII - Parliamentary Authority**

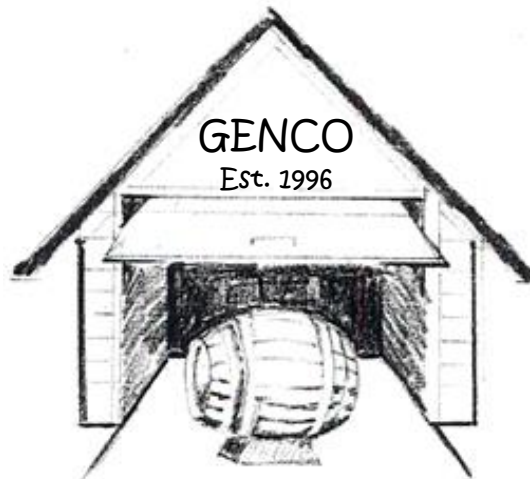
A. *Robert's Rules of Order, Revised* will govern all procedures not covered by these bylaws.

### **Article IX - Amendments**

A. These bylaws may be amended by a majority vote of the total membership present at any regular meeting of GENCO or by online vote or by proxy vote as described in Article III (e), (f).

### **Article X - Dissolution**

A. Should GENCO be dissolved, any remaining funds in the Treasury and any remaining property will be distributed to the Sonoma County Wine Library or an educational nonprofit organization to be approved by the general membership.



*Approved by Membership October 24, 2013.*

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#### ***Amendments***

*November 19, 2014*

*The Board of Directors approved an Education Coordinator. This will separate the Secretary duties from Education. The secretary's duties also included coordinating the education component for monthly meetings. Beginning after the first meeting of January 2015, the secretary will no longer be responsible for education.*

*January 27, 2016*

*Article V - Board of Directors - C: **Currently written as:** Officers will be elected during the January meeting. President and Secretary are elected on odd numbered years. Vice-President and Treasurer are elected on even numbered years. Officers serve for a term of two years. **Proposed Amendment:** Officers, with the exception of the President, will be elected during the January meeting. Treasurer and Secretary serve for a term of two-years. Vice-President serves for a term of one-year. At the end of the one-year term, Vice-President becomes President for another one-year term. At the end of the President's term, President will serve as Past-President as an advisory position that does not vote but attends Board meetings for one year. It is hopeful the President will serve as the Past-President, but is not required.*

*Article V - Board of Directors - E: **Currently written as:** The former President is an advisory position that does not vote but attends Board meetings for one year. **Proposed Amendment:** E will be eliminated.*