

GYRO INTERNATIONAL CONSTITUTION AND BY-LAWS

UPDATED TO APRIL 2018

CONSTITUTION

ARTICLE I. NAME

The name of this Organization shall be "Gyro International".

ARTICLE II. OBJECTS

The objects of this Organization shall be:

1. The promulgation of friendship among men of all states, provinces, and nations.
2. The cementing of relationship and establishment of co-operation between all Gyro clubs wherever situated.
3. The preservation and extension of principles and ideals of this Organization.

ARTICLE III. MEMBERSHIP

Section 1. The regular membership of the Organization shall be comprised of all Gyro clubs which have been duly chartered and installed by Gyro International, and have accepted and agreed to observe and be bound by this Constitution and the By-Laws of this Organization, and continue so to do.

Section 2. Every Gyro club heretofore or hereafter granted, and holding or accepting, a charter or certificate of membership in this Organization, thereby accepts, ratifies, and agrees to be bound by this Constitution and the By-Laws of the Organization, and agrees to faithfully observe the provisions and amendments thereof, except only as the same might be contrary to law.

Section 3. The admission, installation, qualifications and regulations of Gyro clubs and of the individual members thereof shall be as provided in the By-Laws.

Section 4. Any member of a Gyro club who moves his residence from the community in which such club is located, to a community not having a member Gyro club, may be made an International Associate member upon petition to and affirmative action by the Executive Council of this Organization.

Section 5. Any member of a Gyro club who resigns from that Gyro club and moves his residence to another community having a Gyro club, but for some reason, other than his own volition, does not become a member of such club, may be made an International Associate member upon petition to and affirmative action by the Executive Council of this Organization, provided he also pays dues to the District in which he resides.

Section 6. Every individual member in good standing of a member club, and every International Associate member, shall be known as a "Gyro".

Section 7. Any member of a Gyro club who has a Lifetime Membership in this Organization and who resigns from that Gyro club and moves his residence to another community having a Gyro club, but for some reason, whether by his own volition or otherwise, does not become a member of such club, may be made an International Associate member upon petition to and affirmative action by the Executive Council of this Organization, provided he also pays dues to the District in which he resides.

Section 8. Any member of a Gyro club who wishes to resign from that club may be made an International Associate member upon petition to and affirmative action by the Executive Council of this Organization if, after consultation with the member, the club and the District in which the club is located, the Executive Council determines that:

- a) he has been a member in good standing of a club or clubs for at least the past ten years and has attained the age of 75 years; or
- b) it is difficult for him to attend meetings or other events of the club.

Section 9. Any member of a Gyro club which has surrendered its Charter or has had its Charter rescinded in accordance with the By-Laws of this Organization, may be made an International Associate member upon petition to and affirmative action by the Executive Council in this Organization provided he also pays the dues, if any, assessed against him by the District in which he resides.

ARTICLE IV. POWERS

The powers of this Organization shall be:

- a) To take, hold, manage, supervise and control the property, assets, funds, business and affairs of the Organization.
- b) To create, supervise and control all Gyro clubs, and any groups or divisions thereof.
- c) To do all things necessary and appropriate to accomplish the objects of this Organization.

ARTICLE V. GOVERNMENT

Section 1. The Governing, executive and administrative authority of this Organization shall be vested in the following bodies:

- a) The Convention, which shall have supreme power in all matters.
- b) The Board of Governors.
- c) The Executive Council.
- d) The Board of Trustees.

Section 2. The composition, qualifications, powers and duties of such bodies and provisions governing and controlling the meetings and actions thereof, shall be as set forth in the By-Laws of this Organization.

ARTICLE VI. OFFICERS

Section 1. The officers of this Organization shall be: President, First Vice President, Second Vice President, Secretary-Treasurer. All such officers shall be known and designated as the International Officers, and each thereof as an International Officer.

Section 2. Each of the above-named officers, except the Secretary-Treasurer, shall be elected annually by the Convention.

Section 3. The Secretary-Treasurer shall be appointed by the Executive Council upon such terms and conditions, for such periods, at such salary, and under such contractual agreements, if any, as may be fixed and determined upon by the Executive Council from time to time. For the purposes of this section the Secretary-Treasurer shall not be considered a member of the Executive Council.

Section 4. Each of the above officers shall be an active member in good standing of a chartered Gyro club at the time of his election.

Section 5. All officers, except the Secretary-Treasurer, shall serve without compensation. The actual expenses of all officers incurred in the discharge of their official duties may be paid from the treasury of this Organization.

Section 6. The duties of all officers shall be as set forth in the By-Laws of this Organization.

ARTICLE VII. FINANCIAL

Section 1. Membership application fees, initiation fees, and membership fees and dues shall be paid into this Organization as stated in the By-Laws.

Section 2. The time and manner of payment, collection and allocation of said fees and dues shall be provided for in detail in the By-Laws.

ARTICLE VIII. BY-LAWS

Section 1. By-Laws, not inconsistent with this Constitution and containing additional provisions for the government of this Organization, shall be made effective by or at the direction of the Convention. Thereafter, such By-Laws may be amended in the manner set forth therein.

ARTICLE IX. AMENDMENT

Section 1. Subject to Sections 2 and 3 of this Article IX the Convention shall have the exclusive power to amend this Constitution by the affirmative vote of two-thirds of the votes actually cast in person or by proxy.

Section 2. The Board of Governors or the Executive Council shall direct the Secretary-Treasurer to give notice, by mail, to each club that an amendment or amendments to this Constitution will be proposed for adoption at the next Convention. A copy, or statement setting out in reasonable detail particulars, of the proposed amendment or amendments shall accompany the notice. To be effective, the notice must be mailed to each club not less than forty-five days prior to the first day of the next Convention.

Section 3. Notwithstanding Section 2 of this Article IX, the Convention may adopt any amendment or amendments to this Constitution without prior or sufficient notice thereof having been given subject to the following:

- a) Within sixty days of the adoption of such amendment or amendments, the Secretary-Treasurer shall give notice, by mail, to each club of such adoption. A copy of the amendment or amendments and a statement of the time within which the clubs may take action thereon shall accompany the notice;
- b) Each club shall have ninety days from the date of the mailing of the notice to notify the Secretary-Treasurer that it is opposed to such amendment or amendments and votes against its ratification;
- c) If, within the aforesaid period of ninety days, a majority in number of the clubs notify the Secretary-Treasurer that they are opposed to such amendment or amendments and vote against ratification of the same, then such amendment or amendments shall be null and void as if the same had never been adopted.
- d) If a majority of the clubs do not notify the Secretary-Treasurer within the ninety day period that they have voted against ratification of the amendment or amendments, then such amendment or amendments shall be and remain in full force and effect as of the date of adoption by the Convention.