

**CONSTITUTION AND BY-LAWS
OF THE QUEST CLUB OF
FORT WAYNE, INDIANA**

ARTICLE 1

SECTION 1. This Club shall be known as the Quest Club, located in Fort Wayne, Indiana.

SECTION 2. The object of this Club shall be to provide members of our community who are interested in social, economic, cultural, political and historical information an opportunity to present and discuss papers prepared by Club members.

ARTICLE 2

SECTION 1. The regular membership of this Club shall be limited to 110 active members, although the Club may elect honorary members as provided in the by-laws. Membership shall not be transferable.

SECTION 2. It is the policy of this Club that membership shall be open to eligible persons without regard to race, creed, sex, or national origin.

ARTICLE 3

SECTION 1. The government of this club shall be vested in a Board of Governors consisting of fifteen members to be elected for a term of two years at the annual meeting of the Club. It shall be the practice to elect eight and seven governors at each election in alternate years. The term of office of each governor shall begin immediately upon election and continue until a successor is elected and qualified.

SECTION 2. The Board of Governors shall have the power to fill vacancies occurring on said Board during any year, with the provision, however that a person so elected as a governor shall be elected only to hold office until the next regular election of governors.

SECTION 3. The Board of Governors shall meet within 21 days after adjournment of the annual meeting of the Club at which time they shall elect a president, a vice-president, and a secretary-treasurer. The officers shall be members of the Board of Governors. The president

shall appoint committee chairmen from the Board of Governors and the members of the standing committees from the membership of the club. These officers and committee members shall serve for a term of one year, and until their successors are elected or appointed.

ARTICLE 4

SECTION 1. The regular meetings of this Club shall be held as often and at such time and place as may be specified in the by-laws.

ARTICLE 5

SECTION 1. This constitution may be amended at any regular meeting of the Club by a vote of two-thirds of all the members present at such meeting, after the proposed amendment has first been recommended by the Board of Governors for adoption after two weeks' written notice thereof has first been given to the membership of the Club.

ARTICLE 6

SECTION 1. Members of Quest Club shall be elected by the Board of Governors on recommendation of the Membership Committee. The Board may elect a member without a recommendation of the committee only by a vote of seventy-five percent (75%) of all Board members. The voting on prospective members shall be by written ballot and two negative votes on any proposed name shall constitute a rejection. If the proposed member is duly elected by the Board of Governors, then the Membership Committee shall invite the member-elect to become a member of the Club, and upon acceptance of such invitation and payment of an admission fee, the name of the newly elected member shall be entered by the Secretary-Treasurer on the membership roster as a duly declared member of the Quest Club.

SECTION 2. Any member, who is guilty of misconduct that disgraces the club, injures its reputation, frustrates its purpose, violates its Constitution, By-Laws or established Rules, or compromises another member, may be suspended or expelled from membership by a vote of two-thirds majority of the board of governors after written notice to such member of the Board's intention to consider suspension or expulsion at a hearing by the Board where such member may respond before the vote.

SECTION 3: The resignation of a member shall be made in

writing to the Board of Governors, but no resignation shall be accepted unless the member presenting it has paid all current dues to the Club.

SECTION 4. Membership in Quest club shall be divided into two categories, "Active" and "Honorary".

Upon admission to membership, a member shall be classified as "Active", having all the rights, privileges, and responsibilities of club membership as defined in Article 9, Section 3.

"Honorary" membership may be conferred by the Board of Governors upon those members who wish to be excused from further presentation of papers to the Club, if they (A) have served as active members for at least fifteen years, attained the age of 65, and presented a minimum of three papers; (B) have served as active members for at least five years but who are unable to fulfill the active membership requirements due to illness, disability or related circumstances; or (C) have served as active members for at least ten years but live more than 100 miles from Fort Wayne, Indiana.

Honorary members will continue to pay full annual dues, unless disabled or non-resident. They will not be required to present papers or fulfill attendance requirements, nor will they be eligible to hold office or serve on standing committees. Disabled or non-resident members will pay reduced annual dues. Members after 50 years of membership are exempt from the obligation to present papers, attendance requirement, or payment of annual dues.

The Board of Governors may, upon consideration of unique circumstances, exempt selected members from one or more of the normal membership requirements.

ARTICLE 7

SECTION 1. President: It shall be the duty of the president to preside at all meetings of the Club and of the Board of Governors; to appoint committees and to serve as ex-officio member of all committees; to enforce these by-laws; to cast the deciding vote in case of a tie; to call special meetings of the Club or of the Board of Governors; and to perform such other duties as pertain to the office.

SECTION 2. The Vice-President shall, in the absence of the President, preside at any meeting of the club or of the Board of

Governors; and shall be vested with all the powers of the President when the latter is absent or incapacitated.

SECTION 3. It shall be the responsibility of the Secretary-Treasurer to insure that an accurate account is kept of the proceedings of all meetings of the club; to countersign all contracts and documents pertaining to the Club; collect all funds due the Club; deposit all funds in a national bank or trust company; maintain the financial records of the club; draw disbursements as ordered by the Board of Governors; see that the club has suitable publicity in the local press and in any other way that is in accordance with the tone and objects of the Club; and to perform such other duties as usually and regularly devolve upon the office of Secretary-Treasurer. The Secretary-Treasurer's books shall be audited by an outside firm at the end of the fiscal year prior to the incoming Secretary-Treasurer.

SECTION 4. The President, Vice-President and Secretary-Treasurer shall comprise the Executive Committee of Quest Club. They shall act on behalf of the Board of Governors between Board meetings and they shall be empowered to take any and all action necessary to conduct the normal business of the Club as outlined in the constitution and by-laws. The actions taken by the Executive Committee shall be reported to the Board at its next meeting.

SECTION 5. The Board of Governors shall have general charge of the affairs, funds and property of the Club.

SECTION 6. A Surety Company's bond for the Secretary-Treasurer may be ordered by the Board of Governors.

ARTICLE 8

SECTION 1. The standing committees of the club shall be: Noon Program Committee, Evening Program Committee, Membership Committee, Attendance Committee, Nominating Committee and Executive Committee.

SECTION 2. The Noon Program committee shall have charge of all arrangements of programs for club meetings and shall determine the topics to be discussed, assign them to speakers and, as far as possible, provide for an intelligent discussion of the subject presented.

SECTION 3. The Evening Program Committee shall have charge of all arrangements for evening meetings.

SECTION 4. The Membership Committee shall investigate the character of all proposed candidates for membership, pass upon their desirability as members, and in accordance with their findings, make suitable recommendations to the Board of Governors. The criteria for membership as well as the format for nominations shall be established by the Board.

SECTION 5. The Attendance Committee shall keep a record of the attendance of members of the Club. They shall establish supportive communication with members who are not meeting the attendance requirements of the Club. They shall make a report, with recommendations, to the Board of Governors as to the attendance of all members, including those whose attendance at noon programs does not meet the standards set by the Board.

SECTION 6. The Nominating Committee shall submit to the membership nominees for the vacancies on the Board of Governors (according to Article 11) and shall submit to the Board of Governors nominees for the officers of the Club (according to Article 3, Section 2 and 3).

ARTICLE 9

SECTION 1. Annual dues of Active and Honorary members shall be set by the Board. Dues are payable by October 1st. Dues shall be prorated to each member beginning with the first of the month following admission.

SECTION 2. Any member whose dues shall remain unpaid for six months shall then be in arrears and shall forfeit the privilege of membership, and if the member neglects or refuses to pay the delinquent dues within 30 days after notice from the Secretary-Treasurer, the member's name may be stricken from the roll by a majority vote of the Board of Governors. Any member so suspended may be reinstated by majority vote of the Board of Governors by payment of all arrearage and current dues.

SECTION 3. The privilege of membership in the Quest Club carries with it a definite responsibility on the part of Active Members to participate in Club programs, present papers, serve on its committees,

attend its meetings, and otherwise contribute to the general welfare of the Club and to the maintenance of its prestige in the community. Failure to discharge any of these responsibilities of membership shall be grounds for suspension of the member from the Club at the discretion of the Board of Governors. A member may be suspended from the Club under this section by a two-thirds majority of the members present at a regularly constituted meeting of the Board.

SECTION 4. A meeting of the Board of Governors shall be called by the President and held on or before the expiration of twenty-one (21) days after the date of the last noonday meeting in each current Quest Club year. The Board of Governors, at such meeting, shall consider the attendance of each member during the preceding Quest Club year and shall take such action concerning said members as said Board of Governors, by a majority vote, may determine for the best interest of Quest Club. The Board of Governors at said meeting, if there be a quorum, shall have the right to expel from membership and to forthwith terminate the membership of any member in Quest Club who has failed to attend six (6) noonday meetings during the preceding twelve (12) months. Members so expelled shall become eligible for a re-nomination for membership after the expiration of one year.

ARTICLE 10

SECTION 1. The Club shall meet at 12 noon on Fridays scheduled by Noon Program Committee.

SECTION 2. Special meetings of the Club may be called for the transaction of business upon call of the President or by any two members of the Board of Governors by giving three days' notice of same.

SECTION 3. The Annual Meeting shall be designated by the President or the Board of Governors and held the latter part of the Club year at either a noonday or an evening meeting.

SECTION 4. Twenty percent of the Active membership shall constitute a quorum to do business at either regular or special meetings.

SECTION 5. Eight members of the Board of Governors shall constitute a quorum to do business at either regular or special meetings of the Board of Governors.

SECTION 6. The fiscal year of the Club shall run from July 1st to June 30th of each year.

ARTICLE 11

SECTION 1. The Board of Governors shall be elected from a list of as many names as are necessary to elect the incoming class submitted by a Nominating Committee appointed by the President. The names of those nominated shall be forwarded by mail to each member at least two (2) weeks prior to the date of the Annual Meeting and those so nominated shall stand for election at the Annual Meeting. In the absence of nominations from the floor or a call for secret ballot, an election may be by voice vote.

SECTION 2. No proxies shall be allowed at any meeting or election of the Club or the Board of Governors.

ARTICLE 12

SECTION 1. At all business meetings the order of business shall be as follows:

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| 1. Call to Order | 5. Committee Reports |
| 2. Roll Call | 6. Unfinished Business |
| 3. Reading of Minutes | 7. New Business |
| 4. Financial Report | 8. Adjournment |

SECTION 2. The order of business may be suspended by a majority vote of the members present.

SECTION 3. The activities of the Club shall be restricted to its noonday and evening programs to the exclusion of all extraneous and collateral matters not directly related to the affairs of the Club.

ARTICLE 13

SECTION 1. Robert's Rules of order shall govern this Club, except when inconsistent with the constitution of the Club
Amended 4/28/2006