

ARTICLES OF ORGANIZATION/BYLAWS OF THE  
COLORADO SENIOR NETWORK USER'S GROUP

The undersigned persons, all of whom are fifty five years of age or older and are citizens of the United States, acting as responsible organizers, hereby form an independent Non-Profit Association and adopt the following Articles for establishment of this organization. The name of the Association shall be Colorado Senior Network User's Group located in the city of Colorado Springs in El Paso County. This Association is organized exclusively for charitable and educational purposes and coordination with other organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

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ARTICLE I

Name of Organization:

The name of this organization is the COLORADO SENIOR NETWORK USER'S GROUP, (referred to herein as "CoSNUG").

ARTICLE II

Duration of Organization:

The period of duration is perpetual.

ARTICLE III

Purposes:

In the interest of promoting responsible citizenship, CoSNUG has been formed to provide seniors (i.e., those persons 55 years of age and older) in Colorado and the surrounding area with access to computer-related skills, information and technology, and to assist seniors to share this knowledge and wisdom with each other and with members of associations of similar nature in other communities.

To achieve these purposes:

a. CoSNUG cooperates with and supports activities and programs of the Colorado Springs Senior Center computer learning efforts. These activities include teaching and learning computer skills, telecommunication and other utilization of computers, systems and selected software programs.

b. CoSNUG operates a dedicated Electronic Information Service (EIS) to promote and facilitate communication between CoSNUG members and interested community persons/organizations which may include intergenerational exchange between CoSNUG members and local elementary and middle school students. Computer Shareware and Public Domain Software programs are also available to club members.

c. Publishes a monthly newsletter, CoSNUG News Bytes, available to CoSNUG members.

#### ARTICLE IV

##### Location:

The principal address and location of CoSNUG shall be the Colorado Springs Senior Center, located at: 1514 North Hancock Avenue, Colorado Springs, Colorado 80903. Correspondence should be addressed to: ATTN: CoSNUG, in-care-of the Colorado Springs Senior Center.

#### ARTICLE V

##### CoSNUG Officers and Directors:

Section 1. The directors of CoSNUG shall consist of four elected Officers and appointed Standing Committee Chairpersons designated herein as the Coordinating Council.

Section 2. At the annual election, the membership shall elect the following four officers:

1. A President.
2. A Vice President.
3. A Treasurer.
4. A Secretary.

Section 3. These officers and chairpersons shall serve without financial compensation. The Elected Officers of CoSNUG are voting positions. Elected Officers may not occupy or serve as Coordinating Council Chairs during the period of their elected service.

Section 4. Eligibility: All Regular Members of CoSNUG are eligible to be elected as officers or be appointed as committee chairpersons and serve as members of the Coordinating Council.

##### Section 5. Term, nomination and election of CoSNUG Officers:

a. The term of office normally shall be for one year from January 1st to December 31st or until their successors are elected.

b. The President shall appoint a nominating committee to select candidates. This slate shall be presented to the membership at the regular meeting of CoSNUG one month prior to the time for elections. Additional nominations may be made and seconded from the floor and shall be added to the slate. Election of officers shall take place at the last meeting of the calendar year. Members shall vote by show of hands. The Treasurer shall determine eligibility of electors in accordance with these articles.

Section 6. In the event an elected officer shall not be able to

serve his or her term due to resignation, incapacity or other reason, the President shall appoint a substitute officer from among the membership, subject to approval by the Coordinating Council, to fulfill the term of office. In the event that the President shall not be able to serve his or her term, the Vice President shall assume the office of the President, and shall appoint a Vice President, subject to the approval by the Coordinating Council.

#### ARTICLE VI

##### Membership:

There shall be three categories of membership in CoSNUG; Regular, Participating and Community Members. Membership shall be for one calendar year.

Section 1. Regular Members - shall be persons at least 55 years of age or older. They have the right to vote, to be elected as officers of CoSNUG, and to serve as members of the Coordinating Council and participate in all club functions.

Section 2. Participating Members - shall be individuals who participate in voluntary supportive activities of CoSNUG such as teaching, advising, and consulting, but may not be eligible for regular membership because of age. Participating membership shall be offered to individuals approved by the Coordinating Council.

Section 3. Community Members - shall be individuals and educational, corporate, business, and professional organizations that support the purposes of CoSNUG. Community membership shall be designated by the Coordinating Council.

Note: Participating and Community Members are encouraged to attend and participate at CoSNUG meetings but do not have voting privileges. These special CoSNUG associates will have membership privileges of the EIS.

#### ARTICLE VII

##### Dues, Contributions (, Fees and Assessments)

Section 1. Regular members shall pay annual dues to CoSNUG. The amount and schedule of dues payment shall be recommended by the Coordinating Council to the CoSNUG membership at a regular meeting and approved by a majority vote of attending members provided they constitute a quorum. Participating Members, Community Members and others may make contributions to CoSNUG in cash or in kind. No other fees or assessments may be levied on members of any class unless approved by a majority vote of members attending a regular meeting provided they constitute a quorum.

Section 2. Termination of membership: Nonpayment of dues on the due date terminates membership. However, any individual who is otherwise eligible for membership and who professes economic hardship may be excused from payment of dues upon petition to and with approval of the Coordinating Council. The names of excused members shall not be made public. CoSNUG Membership may be terminated for gross abuse of the privileges of membership, willful abuse of hardware, software, or infringement of the rights of others. The decision for such termination shall be made by a majority vote of the CoSNUG Officers

and Coordinating Council members.

Section 3. Participating and Community CoSNUG Members are not required to pay dues.

#### ARTICLE VIII

##### Meetings:

Section 1. Regular meetings of the membership shall be conducted once a month at a place and at times agreeable to the membership. Two weeks notice shall be given of the time and place of membership meetings. A regular meeting may be canceled by a majority vote of the membership present at any prior meeting. Special meetings of the membership may be convened at the request of ten or more CoSNUG members or by a majority vote of the Coordinating Council. Twenty percent of the the members in good standing or more shall constitute a quorum of the CoSNUG membership.

Section 2. The Coordinating Council shall hold special meetings as determined by business requirements at a time to be fixed by the Coordinating Council members. The time and place of such meetings shall be announced sufficiently in advance to ensure attendance by all members. The General Membership is invited to attend meetings of the Coordinating Council. Special meetings may be convened at the request of two or more members of the Coordinating Council. A majority vote of the Coordinating Council members shall constitute a quorum.

Section 3. Notice of special meetings or other notice required by these articles shall be deemed received by members when announced in the monthly CoSNUG News Bytes newsletter, posted in a message on the EIS or upon telephone notification.

#### ARTICLE IX

##### Committees:

Section 1. The Coordinating Council shall serve as an Executive Committee to conduct the regular business of CoSNUG, and shall serve as its Board of Directors. Chairpersons serve at the discretion of the President. Members of committees serve at the discretion of the Committee Chairperson. Coordinating Council, by majority vote, may remove any other member from any position of responsibility within CoSNUG for ause, in its function as Board of Directors.

Section 2. Standing Coordinating Council (voting) Chairs/Committees shall be:

- |                          |                 |
|--------------------------|-----------------|
| (a) Program              | Chair/Committee |
| (b) Education            | Chair/Committee |
| (c) Publicity            | Chair/Committee |
| (d) EIS Manager          | Chair/Committee |
| (e) Funding and Research | Chair/Committee |
| (f) Librarian            | Chair/Committee |
| (g) Membership           | Chair/Committee |
| (h) Hospitality          | Chair/Committee |
| (i) Newsletter           | Chair/Committee |
| (j) APCUG Rep            | Chair           |

Section 3. Ad hoc Committee (nonvoting) Chairs may be appointed by the President with advice of the Council as follows:

- (a) Finance Committee, fourth quarter for budget preparation.
- (b) Nomination Committee, for the election of officers.
- (c) Special Committees, as required

Section 4. CoSNUG Chairpersons for standing and ad hoc committees shall be appointed by and shall serve at the pleasure of the CoSNUG President, with advice from the Coordinating Council.

Section 5. Chairpersons shall report to the President, and upon request of the President, directly to the membership. Committee members shall report to their Chairperson.

Section 6. Duties of Officers: Officers shall attend meetings of the membership and of the Coordinating Council.

The President shall preside at meetings of the membership and the Coordinating Council. (In the absence of the President, the Vice President shall preside. In the absence of both the President and Vice President, meetings may be conducted by any other Coordinating Council Chair member agreeable to the other Coordinating Council members).

The Secretary shall keep and provide records of meetings and shall conduct correspondence necessary to the business of CoSNUG as directed by the President and the Coordinating Council. The secretary shall post (upload) the minutes of the General Membership and Coordinating Council meetings to the appropriate area of the CoSNUG EIS.

The Treasurer shall have custody of funds belonging to CoSNUG, shall collect and receive dues from the membership, receive other funds on behalf of CoSNUG, and shall disburse funds as authorized by the Coordinating Council. Funds shall be deposited in account(s) approved by the Coordinating Council. The Treasurer shall maintain a current inventory of all assets and property owned by CoSNUG. The Treasurer shall make timely financial reports on request to the President and the Coordinating Council and the membership. The Treasurer shall also keep a roster of CoSNUG members 'in good standing', it being understood that this roster is for the exclusive use of CoSNUG Officials.

Section 7. Standing Council Chairpersons duties and responsibilities are defined in the Administrative Procedures Manual of CoSNUG as approved by the Coordinating Council.

#### ARTICLE X

General Powers and Limits of power.

Section 1. CoSNUG shall govern itself essentially in accordance with IRS Pub 557, Section 501(c)(3).

Section 2. No member of CoSNUG shall be individually or personally liable for the debts or liabilities contracted by CoSNUG in the conduct of routine business and procurement to be used for CoSNUG purposes, unless that member in a document signed by that member or his or her agent assumes that debt or liability. Further, there is no presumption or inference that any member of CoSNUG has consented or agreed to the incurring of any obligation by CoSNUG from the mere fact

of joining or being a member or by signing its governing articles.

Section 3. No part of the net earnings or grants of the association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions within and for the Colorado Senior Network User's Group. Any financial obligation, direct or indirect, loan or grant of CoSNUG owned assets, services or funds outside of the Colorado Springs Senior's Network User's Group (CoSNUG) will require a quorum vote of the Coordinating Council and the General Membership. In the event both bodies vote, the General Membership vote shall prevail.

Section 4. No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for any public office.

Section 5. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any federal tax code, or (b) by an association, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### ARTICLE XI

##### Rules of Order:

Except as otherwise provided in these articles, meetings and other CoSNUG Functions shall be governed by the currently available edition of Robert's Rules of Order.

#### ARTICLE XII

##### Ratification/Amendments/Dissolution

Section 1. These articles may be adopted and ratified, and may be amended by a majority vote of CoSNUG members present at a regular or duly called special meeting.

Section 2. In an emergency declared by a majority vote of the Coordinating Council, the Coordinating Council may temporarily suspend these articles of Organization/Bylaws. Such suspension of these Articles of Organization/Bylaws being subject to the approval by the General Membership at the next General Membership Meeting. These Articles of Organization/Bylaws will be reestablished when the emergency has been resolved.

Section 3. Upon dissolution of the association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

(It is recommended that such assets be turned over to the Colorado Springs Senior Center.) Any such assets not so disposed of shall be disposed of by the County Court of El Paso County, Colorado exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Note: These Articles were approved at the October 23rd, 1992 meeting of the General Membership and have been amended and approved at the March 26th, 1993; March 25th, 1994, March 24th, 1995, and April 28th, 2000 meetings of the General Membership by a majority vote.

IN WITNESS WHEREOF, we have signed these Articles of Organization this:

*date:* April 28, 2000

President:	William Dewar	___/s/_____
Vice President:	Robert Fineberg	___/s/_____
Treasurer:	Morgan Flaherty	___/s/_____
Secretary:	Inez Moll	___/s/_____