

The Scottish Club of Tulsa Constitution

Amended April 9, 2022

Ratified May 14, 2022

ARTICLE I – CORPORATE NAME

The name of this organization shall be the Scottish Club of Tulsa, hereinafter, S.C.O.T.

ARTICLE II – PLACE OF MEETING

The location of its headquarters, offices, and ordinary place of gathering shall be within the corporate limits of the City of Tulsa, Oklahoma. S.C.O.T. shall maintain a permanent mailing address, and electronic presence in which the Club can be contacted. i.e., email, Facebook.

ARTICLE III – JURISDICTION

This organization proposes to extend its activities and to solicit memberships from the greater Tulsa Metropolitan Area and Northeast Oklahoma. However, in certain specific instances, members may be accepted from other places of residence at the option of the S.C.O.T. Council and the membership committee, provided such persons possess the essential qualifications for membership.

ARTICLE IV – GATHERING OF THE CLANS

Regular gatherings may be held anywhere within the City of Tulsa for the purposes of Club activities, except on National or Legal Holidays or as determined by the S.C.O.T. Council. In the event of such concurrence, the date of the meeting shall be changed to an alternative date to be determined by the S.C.O.T Council.

A Business Meeting may be a part of all such Gatherings. Business Meetings shall be conducted in accordance with Robert's Rules of Order. Due notice of all monthly Gatherings shall be given as early as possible in advance of the date of such Gatherings.

ARTICLE V – OBJECTS AND PURPOSES

The objects and purposes of S.C.O.T. shall be:

1. To unite Scots, the descendants of Scots, and others interested in a common fraternal, cultural, and social bond.
2. To aid one another, insofar as conditions and abilities will permit.

3. To preserve and perpetuate Scottish traditions, ideals, literature, minstrelsy, song, dance, customs, amusements, and functions, through public concerts, public exhibitions, and public events
4. To encourage, in whatever ways are possible, the formation and/or perpetuation of a Tulsa based Pipe and Drum Corps.

ARTICLE VI – MEMBERSHIP

Section I – RELIGIOUS BELIEF and POLITICAL AFFILIATION

No person shall be excluded from membership in S.C.O.T. on grounds of religious belief, political affiliation, or sexual orientation; provided that these are not in conflict with acceptable American standards, and further, that there exist no exceptions, or variations, in the subscription to the code, objects, and/or purposes of S.C.O.T.

Section II – TYPES

Person(s) who attend two S.C.O.T. Gatherings are encouraged to become Club members upon the third (3rd) visit, rather than to continue attending Gatherings as a guest.

The membership of S.C.O.T. shall consist of individual persons, and families, and shall be divided into four (4) membership classifications to be differentiated as follows:

1. **Single Memberships:** Single members shall have one full membership vote each.
2. **Family/Household Memberships:** These shall include all immediate members of the family, i.e., husband and/or wife, and minor children of this person or couple. Each individual adult member of the family membership shall have one full vote. Upon reaching the age of 18 years, each family member may join as a single member and be entitled to one full vote as a regular member of S.C.O.T.
3. **Honorary Memberships:** These may be granted by the S.C.O.T. Council to persons unable to attend the Gatherings but who wish to keep in touch and render service to the Club when called upon to do so. Honorary memberships have no vote in Club business.
4. **Honorary Life Memberships:** These may be granted by the S.C.O.T. Council to members of long-standing for their extraordinary contributions to the Club.

Section III – MEMBERSHIP DUES

1. A membership fee, appropriate with ARTICLE VI of this constitution, entitled MEMBERSHIP, shall be paid before a candidate(s) may be accepted into the membership of S.C.O.T. The amount of dues for each dues paying classification shall be set by the S.C.O.T. Council and shall become payable on the first day of January of each calendar year and must be paid in full by the 31st of

March. Any class of member(s) who fails to pay dues by this date unless said class of member can show just and understandable cause shall no longer be considered a member in good standing and may be denied the privileges of membership, at the option of the S.C.O.T. Council. New members who join S.C.O.T. and who pay their initial dues during or after the Oklahoma Scottish Festival in September may be credited for dues paid through the calendar year after the year in which they joined, at the option of the S.C.O.T. Council. If a new membership is created at or because of the September Oklahoma Scottish Festival, that membership shall be considered to be "in good standing" until January of the 2nd year after (join in September of 2021 good until January of 2023).

2. A member of any dues paying classification who has relinquished membership through non-payment of dues may, at some future date, request reinstatement, which may be granted at the option of the S.C.O.T. Council.
3. Should a member of any classification, for any reason, be excluded from membership in the S.C.O.T., their dues, if paid beyond the date of such exclusion, will be forfeited to the Club.
4. Members of S.C.O.T. may pay their annual dues for one, two, or three years in advance. If the S.C.O.T. annual membership dues are increased during the time for which a member has prepaid, such member shall not be required to pay the difference.
5. Privileges of membership include the following:
 - a. The right to display and wear the Club logo
 - b. Attend Gatherings and Events
 - c. Vote on the business of the Club
 - d. Hold a Chair position
 - e. Be elected to the S.C.O.T. Council
 - f. Conduct presentations to the membership
 - g. Receive monetary aid from the Benevolence Fund
 - h. Attend Council Meetings and make suggestions

Section IV – TERMINATION

1. Any membership may be terminated, by the Council for: (a) non-conformity with the tenets and established aims and purposes of the Club; (b) Delinquency in payment of dues or legally constituted assessment; (c) Conduct or deportment deemed objectionable, or generally unacceptable by the S.C.O.T. Council's voting members. The decision of the S.C.O.T. Council will be final.
2. Any member of S.C.O.T., who slanders, vilifies, denigrates, libels, or makes disparaging remarks concerning another member of S.C.O.T. and/or its supporters, shall be liable for receipt of a letter of warning from the Council. Testimony may be presented to the Council's voting members. The Council's voting members must make the accused aware of the charges against him/her and arrange a date and time where the person may defend themselves to the S.C.O.T. Council's voting

members and face their accusers. After hearing the evidence on both sides, the Council's voting members shall deliberate and decide to accept or reject the accusations. If the Council votes to accept the accusations, then the letter of censure mentioned above will be sent. If the Council rejects the accusations, the matter will be dropped. If, after a letter of warning is issued by the Council to a member, and the behavior persists, the membership shall be terminated.

ARTICLE VII – S.C.O.T. COUNCIL

Section I

Government of the S.C.O.T. shall be by its Council, which shall be composed of the following elected officers and directors whose term of office shall be two years:

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| * President | * Vice-President |
| * Secretary | * Treasurer |
| * Etiam Annus At-Large Director 1 | * Impar Annus At-Large Director 1 |
| * Etiam Annus At-Large Director 2 | * Impar Annus At-Large Director 2 |

The appointed Chairs are to be chosen by the elected officers and directors of the S.C.O.T. Council from the regular membership

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| * Host | * Ways & Means Chair |
| * Technology, Web & Media Chair | * Membership Chair |
| * Social Chair | * Archivist |
| * Entertainment Chair | |

Half of the officers and directors of the Council shall be elected in an even numbered year, and half of the officers and directors shall be elected in an odd numbered year, as follows:

- EVEN YEARS:** President, Secretary, Etiam Annus At Large Directors
ODD YEARS: Vice President, Treasurer, Impar Annus At Large Directors

The President's term of office shall be two years, with the option of an additional two-year term, which shall have no limit (two (2) terms are recommended but not enforced).

The Vice President is encouraged to run for Presidential Election but not required. In the event the President resigns, is removed from office, or is no longer fit to perform the duties, the Vice President shall assume the role of acting President until the end of the term which will not count against his/her own term in office. If the Vice President does run for and is elected as the new President, the vacated Vice President position shall be filled by Presidential appointment. The Vice President position will then be subject to the next scheduled Vice President election.

Upon the election of a new President, the outgoing President will assume the position of Immediate Past President and will act as an advisor to the new President and Council. This position includes all rights and privileges on the S.C.O.T. Council. The Immediate Past President; however, will not assume the duties of the President in his/her absence and is not in the succession chain. The Immediate Past President will hold this position for one year after leaving the office of President.

Section II

1. Each titled Chair, respectively, shall have the power to select willing person(s) from the regular S.C.O.T. membership to staff their respective committees, in order to perform their duties as assigned by the Constitution and its Bylaws.
2. Only the eight elected S.C.O.T. officers and directors shall have a vote (voting members), furthermore, the Council President shall have a vote only in the event of a tie vote of the Council.

Section III

The Bylaws of this constitution shall set forth a general job description of the individual duties and responsibilities of the aforementioned elected officers, directors, and appointed Titled Chairs.

Section IV

The appointed offices of Titled Chair shall be filled from the general membership, by members in good standing, but these appointed Chairs shall not be subject to the higher standard of the one-year term of S.C.O.T. membership that an elected officer or director shall be held to. There shall be no set limit on consecutive terms.

ARTICLE VIII – POWERS AND DUTIES OF THE S.C.O.T. COUNCIL

1. The Council shall possess the power and authority to make decisions on any matters of urgency at any time when the S.C.O.T. is not in a regular monthly Gathering. All such decisions must be communicated to the regular S.C.O.T. membership at the next regular Gathering following such decisions and actions.
2. The S.C.O.T. Council may, by a majority vote of the whole Council, designate an executive committee or other committee. Any such committee shall consist of at least one Council member and at least one or more Members of S.C.O.T. Said committee may be established only to further specific goals of S.C.O.T. as determined by the Council at the time the committee is established. Any Council member(s) who serve(s) on a committee shall not cast a Council vote to approve or reject any recommendations of the committee. Approval or rejection of a committee's recommendation shall be made by a majority vote of the Council members entitled to vote thereon.
3. It shall be the duty of the Council to maintain complete supervision over all S.C.O.T. activities and to regulate, adjudicate, maintain, and enforce all of the provisions of this Constitution and its Bylaws, within, but not exceeding the limits set forth therein, respectively.

ARTICLE IX– ELECTIONS, ANNUAL MEETING, AND FISCAL YEAR

Election of S.C.O.T. officers and directors will be made by secret ballot. To be elected, a candidate must secure a majority of the votes cast. It shall not be deemed necessary to elect all officers and directors of the S.C.O.T. at any one Gathering, but not more than two Gatherings shall be required, or employed, for the selection of all of the elected officers and directors.

1. The election of officers and directors shall coincide with the date of the Annual Meeting, which will be the regular May Gathering each year. Written notice of this meeting and election of officers and directors shall be mailed to each member's home or e-mailed to such members at least seven days in advance of the Gathering date, and/or by announcement at the Gathering immediately preceding the Annual Meeting. Notice by email shall only be effective notice for those Members who have elected to receive other S.C.O.T. written communications by email.
2. A Nominating committee shall be created every year at least two months prior to the election of S.C.O.T. officers and directors. The Nominating Committee shall consist of at least two, but not more than four, members. A balance will be maintained on the Nominating Committee in the following manner: One, or two, members of the Nominating Committee shall be current elected Council members of the S.C.O.T., and the other one, or two, shall be selected from the general membership, and these shall not be elected or appointed officers or directors of S.C.O.T.
3. The Nominating Committee will make selections from among the general membership of S.C.O.T. All members selected for nomination must have been a member in good standing of S.C.O.T. for at least one year.
4. The Nominating Committee will present its results at the Gathering preceding the election, and at this time any member in good standing for more than one year may also be placed in nomination from the floor, providing that he/she has agreed to nomination in advance.
5. Elections shall be presided over by the President of S.C.O.T., or in his/her absence, the Vice President, or Nominating Committee Chair. The presiding officer or director will appoint two scrutineers to count the votes cast and report the results of their count to the presiding officer, who shall announce the result of the vote and the winning candidate's names to the membership present at this Gathering.
6. The fiscal and official year of S.C.O.T. shall extend from June 1st to May 31st, of any given calendar year. The term of office shall be from June 1st to May 31st. At the first Gathering following the Annual Meeting the outgoing President will present the Presidential Jewel and Dirk to his/her successor, with the usual prescribed decorum.
7. Vacancies in the S.C.O.T. Council caused by illness, resignation, or for any other reason resulting in continued and/or prolonged absence from the regular Gatherings, or Council meetings, shall be filled for the remainder of the term, by a Presidential appointment from the regular membership and announced to the membership at the next Gathering. Such appointment shall not count against any term limit for that office.

8. Impeachment of elected Council members shall be pursued in the event said officer or director is accused of non-performance of duties and/or conduct contrary to the tenets and purposes of the Club. The impeachment procedure shall be as follows:
 - a. A motion from one Council member to consider a vote of removal, which refers specifically to the conditions mentioned above (ARTICLE IX - 8).
 - b. Notification of the officer or director (if he/she is not present at the Council meeting).
 - c. Arranging a time and place convenient to the voting members of the Council and the accused.
 - d. At the subsequent meeting, a restatement of the motion, followed by a defense by the accused officer or director (including questions from the other officers or directors on this subject).
 - e. A vote by the voting members of the Council with a simple majority deciding whether to continue the process of impeachment or dismiss the charges.
 - f. If Council vote is approved, then the impeachment must be approved by the Club membership, by secret ballot, at the next regular meeting. A simple majority vote will decide whether the officer or director is impeached or acquitted.

ARTICLE X – GATHERINGS AND SPECIAL EVENTS

A Gathering shall be any occasion for which the entire membership roster of current S.C.O.T. members have received due notice and assembles as a body.

The S.C.O.T. Council shall hold an annual Toast to the Immortal Memory of Robert Burns, either as an informal event or as a formal Burns Night Dinner. The annual observance shall be held on or about the date of the anniversary commonly celebrated by Scotsmen of Burns birthday or death. The Program for this important occasion shall be evolved and established by a specially designated Burns director, who will report to the S.C.O.T. Council. Said Burns director will have the power to select, and establish a committee, to coordinate this special event.

Other special events may be held at the discretion of the S.C.O.T. Council and may be handled in a similar fashion by the appointment of a special director of the event, who will report to the Etiam Annus At-Large Director, while selecting and establishing their own committee to coordinate the special event.

ARTICLE XI – QUORUMS

A Council Quorum shall consist of at least five voting members, comprised of any combination of officers and directors for Council meetings. No Gathering of the Council shall be held, or shall continue in session, unless at least that number is present.

ARTICLE XII – AMENDMENTS TO THE CONSTITUTION

Any amendment to the Constitution, or its Bylaws, must be considered by the S.C.O.T. Council.

Section I – NOTICE

Notice of any motion to amend the Constitution must be given at a regular S.C.O.T. Gathering, and specific terms of the motion to amend must be submitted to the membership via U.S. Mail or e-mail and/or stated to the membership of S.C.O.T., orally at a regular Gathering. Said amendment must then be voted on at the next regular Gathering following the previously described notice to amend. Notice by email shall only be effective notice for those Members who have elected to receive other S.C.O.T. written communications by email.

Section II – RATIFICATION

To be ratified, any such motion to amend the Constitution must receive a two-thirds majority vote of the members present at the Gathering where the vote is taken. All constitutions must show the date of ratification with the amended date on the first page in the heading.

Section III – PUBLICATION AND DISTRIBUTION

The new Constitution containing said amendment will then be published and distributed to the members of S.C.O.T. on or before the next regular Gathering. Failure to publish and distribute any such ratified changes to the membership of S.C.O.T. within the previously described timeframe shall result in said amendment being null and void. The elected officers of President, Vice President, Secretary, and a Director at Large shall be responsible for publication and distribution of amended Constitution to the membership with a report back to the Council as to how and when said publication and distribution was carried out.

Section IV – PETITION

A proposed amendment which is rejected by the Council may be brought before the general membership from the floor for a vote, upon submission of a written petition with the signatures of no less than one-half of the membership of S.C.O.T. to the Council officers and directors. The Council officers and directors shall validate every signature on the submitted petition before a vote can proceed. The proposed amendment has to be identical to the proposed amendment rejected by the S.C.O.T. Council, and verified by the Club President, Vice President, and Secretary before a vote can be held.

Section V – EVIDENCE OF RATIFICATION OF AMENDMENTS

An original copy of all motions to amend the Constitution be attached to Council Meeting minutes where said motions to amend are presented to the Council for “consideration” under this article. An additional copy of the Council Meeting minutes and all motions to amend are given to the S.C.O.T. Archivist within 14 calendar days of presentation by the Secretary. Whereby the S.C.O.T. Archivist provides a receipt thereof. That receipt will accompany the minutes of the next Council Meeting which shall specifically show that the receipt was received by the Secretary.

ARTICLE XIII – TREASURY

The Treasury of the S.C.O.T. will be maintained and operated as follows:

1. S.C.O.T. will maintain a minimum monthly balance within the Treasury of \$500.00 dollars. The only exception to this minimum monthly Treasury balance shall be upon the occasion of a S.C.O.T. Council vote for a temporary breach of said minimum balance. Such a breach shall be reported to the S.C.O.T. membership at the next regular Gathering.
2. The Treasury shall always be maintained at a solvent Financial Institution, located within the City of Tulsa, and shall furthermore, always require countersigned checks, to be signed by the S.C.O.T. Treasurer and the S.C.O.T. President, or the President's designated alternate, who shall be an elected officer or director of S.C.O.T.
3. The Treasurer, President, and/or designated alternate are hereby limited to a maximum expenditure of \$150.00 without a vote of the S.C.O.T. Council, unless said expenditure falls within the normal course of S.C.O.T. business, as a normal and routine monthly, or annual, operating expense, such as rent, etc.
4. The S.C.O.T. Council shall appoint an auditing committee which shall consist of at least two Club members who are not Council members. The same shall examine the Treasury books, accounts, and supporting documents, for the purpose of an audit report to be presented to the membership of S.C.O.T. on or before the end of the fiscal year and Annual meeting.

ARTICLE XIV – SUBSIDIARY CORPORATIONS

S.C.O.T. shall maintain as many subsidiary corporations as are deemed necessary by the Council and the general membership in order to further the objects and purposes of S.C.O.T. as set forth in this Constitution.

1. Every effort will be made to keep the elected and voting officers and directors of said subsidiary corporations separate from the elected and voting officers and directors of S.C.O.T., in order to avoid the potential negative ramifications of interlocking directorships. To this end, no elected and voting officer or director may serve on the S.C.O.T. Council and that of a subsidiary corporation at the same time, under any circumstance, for any reason.
2. The S.C.O.T. Treasury, and the Treasury of any subsidiary corporation of the S.C.O.T. will be maintained separately and said separation will extend to their respective corporate Treasuries and chosen Financial Institutions.
3. No subsidiary corporation can abridge, bypass, or broach, the S.C.O.T. Constitution, its Bylaws, or any act, passage, or portions, thereof.

4. This Scottish Club of Tulsa Constitutional document is the fundamental principles and established precedents set to rule or govern the Scottish Club of Tulsa. In the event that there is any ambiguity or uncertainty please refer to Robert's Rules of Order, Newly Revised.

Any and all proposed changes to the Constitution and Bylaws of a subsidiary corporation of the S.C.O.T. must be reviewed by the S.C.O.T. Council, and approved, prior to the same being introduced via motion to amend at a regular S.C.O.T. Gathering.

Approved by S.C.O.T. Council, this 4th day of April, 2022, as witnessed and executed by the following council members:

Elected Officers:

President of S.C.O.T.

Vice President

Secretary

Treasurer