

## **GYRO OFFICER ORIENTATION HANDOUT – SESSION 1**

### **Purpose:**

Orient District and Club Officers on procedures and resources to effectively work together; and to improve communication at various levels for membership retention and recruitment.

### **Rollout:**

Orientation by the Executive Council (EC) for the Board of Governors (BOG). Videos have been produced on the Orientation topics for use by Governors with Club Officers in virtual sessions or Club Officers may do on-line self-learning from the Gyro.org website.

### **Session 1**

#### **Module A: Governance**

##### **1. Constitutional Authority (Convention; BOG; and EC)**

- a) Article II: The objects of this Organization are:
  - The promulgation of friendship among men of all states, provinces, and nations.
  - The cementing of relationship and establishment of co-operation between all Gyro clubs
  - The preservation and extension of principles and ideals of this Organization.
- b) Article III: Clubs make up the membership of Gyro under the Constitution and when they accept their Charter the Club is automatically bound by the Constitution and Bylaws. Note: members may join another club as a secondary member and a District may have International Associate members who are unable to visit a club.
- c) Article IV: The Powers conferred are: run the business of the organization; supervise clubs; and do all things necessary to accomplish the objectives of the organization.
- d) Article V: Governance of Gyro is controlled by the following bodies in consecutive order of authority:
  - The Convention
  - The Board of Governors
  - The Executive Council
  - The Trustees (Financial only)
- e) Article VI: The Constitution sets out the Officer designations and identifies no one is to receive remuneration except the EC appointed Secretary-Treasurer.
- f) The Constitution may only be amended by the Convention with a 2/3 majority of the votes cast.
- g) The Bylaws, with the exception of Chapter 8 on Revenue (Dues), may be amended by the BOG or EC. (Chapter 17, Article II)

##### **2. Convention: Voting and Powers by Club Delegates; BOG: Voting and Powers.**

###### **a) The Convention (Bylaws Chapter 3)**

- This is the supreme authority and power for Gyro – also known as the Annual General Meeting (AGM) at an International Convention.
- Must be held annually but can be virtual as of revisions to the Bylaws in 2020.
- An election of International officers (3) must occur at the convention.

- The club delegate formula is 5 votes per club and 1 vote per major fraction of 10 members.
- Each delegate can carry one vote or the votes as a unit can be carried by a delegate.
- EC Executive do not vote, and Governors only vote as follows:
  - As a delegate for his club; and
  - automatically receive any of his District club votes if the club did not provide a proxy to another club - so knowing a club's wishes prior to the AGM is important.

**b) Board of Governors (Bylaws Chapter 4)**

- Has authority between Conventions (Minimum one meeting a year with 10 days' notice by the EC Sec-Treasurer)
- Consists of the 5 Executive Council members (one vote each) and Governors (one vote per active club)
- Power to:
  - Appoint VPs between conventions
  - Approve Bylaw changes
  - Require information from and distribute information to Districts and Clubs
  - Discipline or suspend a club and also may rescind or restore a charter (Chapter 1)
  - Approve a club resignation (Chapter 1)

**3. Executive Council Powers and Duties; Trustees Role/Purpose of Funds.**

**a) Executive Council (Bylaws Chapter 5)**

- The EC has evolved rapidly since 2018 with the elimination of the 3<sup>rd</sup> VP and Interim Convention due to cost, a new Sec-Treasurer, the institution of virtual meetings and the cancellation of the 2020 convention. The positive outcome was more communication with 8 BOG meetings and two orientation sessions in 2020.
- The EC has the authority to represent the BOG when the BOG does not meet but with monthly BOG meetings there is less need for EC decisions.
- Powers are:
  - Issue Charters
  - Administer revenue and fund collection
  - Prepare and adopt the annual budget (practice has been to have the BOG approve it)
  - Convene and Chair the BOG
  - Administer a HQ and staff
  - Establish Districts
  - Establish an annual Club and District visitation schedule
  - Convene a Nominating Committee chaired by the IPIP (Chapter 15)
    - a. Includes all PIPs, President and Sec-Treasurer with the VPs as non-voting members
    - b. Current officers and candidates for 2<sup>nd</sup> VP are interviewed
    - c. Slate of officers are put forward for election at the Convention

**b) Boards of Trustees (Bylaws Chapter 6)**

- Administer the Memorial Fund and the Betterment Fund.

- There may be more than one Board but historically one Board has been used.
- Made up of 3 Gyros of good character elected by the Convention.
- Trustees may:
  - Hold funds in cash or investments and securities suitable for trust funds.
  - Transfer funds from the Memorial fund to the general account as required by the BOG or the EC but no more than the Bylaw for the fund permits (20% in a year).
  - Report annually to the BOG on transactions.

**c) Memorial Fund (Chapter 11)**

- Monies received from bequests, convention surpluses and donations.
- Funds are to be used for perpetuating and promoting the work and welfare of Gyro.

**d) Betterment Fund (Chapter 11A)**

- Monies are received from persons who wish to further the objectives of Gyro
- While the Fund is administered by the Trustees there is a Betterment Fund Board of Directors or Betterment Committee in charge of reviewing and recommending applications for the fund.
- The Committee is composed of:
  - Two most immediate Past Presidents – appointed by the BOG each year.
  - Three Past District Governors – one elected for a three-year term each year by the BOG at the Convention.
- The purpose of the fund is for perpetuating, promoting, and expanding the concepts, membership, welfare, and influence of Gyro. Most commonly the fund is used for membership recruitment initiatives.
- The website has an application form and a pledge form for member use.

**4. Financial Management and Budgeting.**

**a) Secretary-Treasurer (Bylaws Chapter 7)**

- Keeps records of all business conducted at the Convention as well as BOG and EC meetings.
- To actively communicate with all clubs and Districts to continually improve the Gyro.
- Collects all revenues and reports to the Convention on receipts and disbursements.
- Furnishes a bond unless waived by the BOG.
- Financial Administrator position was created in 2014 to assist the Treasurer and HQ.

**b) Revenue (Bylaws Chapter 8)**

- Per capita initiation fee.
- Annual per capita fee not to exceed \$70. Can only be amended by the Convention
- Fees are paid in currency of country where the club is.
- Fiscal year is May 1 to April 30.

**c) Collection of Revenue (Bylaws Chapter 9)**

- Fees invoiced to clubs in March for payment by May 1.
- Installments are acceptable if arranged with Secretary-Treasurer.

**d) Budget (Bylaws Chapter 12)**

- EC prepares and adopts a budget prior to or early in the fiscal year.
- BOG reviews the budget to ensure the funds on hand and proposed revenues exceed expenditures – if not it is sent back to the EC.
- The EC and BOG may reallocate funds between expenditures during the year.
- Liability Insurance comes out of General funds.

**Module B: Officers**

**1. District Governor Duties and Expectations**

**Note:** District Governance is described in **Bylaws Chapter 2**.

**a) Duties** (See Website – Other Information - District Officer Duties)

- Active member of the Gyro International Board of Governors.
- Chair all District meetings including annual conventions and interim meetings.
  - Two or more “Zoom” interim meetings a year with Club executives is recommended.
- Enforce the International and District Constitution, By-Laws and Resolutions.
- Appoint, advise, and instruct the District Secretary/Treasurer in his duties.
- Formally report in-person to the International Conventions on Clubs health.
- Formally report to the District Conventions (clubs) on BOG activities.
- Publish a District Governor’s bulletin at least four times during the year.
- Conduct Club Officer installations as chief ceremonial officer of the District.
- Hold Club Executive meetings at installation or by Zoom (Visitation Form provides some guidance) – share observations with Lt. Gov. and EC.
- Involve the Lieutenant Governor as much as possible to prepare him for Governor role.

**b) Key Administrative Expectations**

- Review and use Club Officer information – See website “Other” – District Officer Duties.
- Utilize the Procedures Manual on the website “Other Information – Procedures -Districts”.
- Be familiar with, and regularly use, the Gyro database for club and member information as well as emailing club executives and District members.
- Be familiar with the location of the International and District Bylaws on websites.
- Ensure club officers are aware of and use membership recruitment information on the Gyro.org website e.g. Gyro Cookbook.
- Communicate with Club Presidents regularly (Phone, email, zoom) on Officer changes, membership changes, dues and issues.
- Assess potential future Lt. Governors for communication skills, organization skills, leadership ability for maintaining credibility of the organization.
- Promote Fun and Friendship.

**c) Ceremonial Responsibilities**

- The Governor and Lt. Governor represent the entire District at Gyro at club events and although this is “fun” it is when you are noticed the most.
- While not essential, a partner can help at fun events to support Gyro in conversations you are not part of.

- Public speaking skills are required to bring greetings from Gyro International and the District, recognize past presidents and Governors, pass on news of importance, promote conventions, recognize club or individuals for accomplishments and to address officers before installation.
- Prior to an event learn about the Club history and operations, its officers and partners, and key on information provided at the preceding AGM or speakers at the event.
- At the event, check the location of the podium, test the sound system, check on awards, pins and certificates to be managed.
- While you are not expected to be entertainer of the year, some humour is appreciated and makes the event more fun.

## **2. Club President**

### **a) President Key Information (Bylaws Chapter 1)**

- Club obligations are as follows:
  - meet a minimum of once a month for eight months a year;
  - have an annual meeting and election;
  - observe Founder’s Day near Oct. 14 each year and instruct members on Gyro’s origin, foundation, history, objects, principles and spirit; and
  - provide HQ with a list of members and pay per capita fees collected from members except for life and 50-year members, otherwise the club will not be able to vote at Convention.

### **b) President Expectations.**

- Review and use Club officer information on the Website – See “Club Resources” – Club Officer Duties
- Promote membership (see membership topic)
- Promote Fun and Friendship as the mission of the organization
- Be the best leader you can to members - be organized; schedule meetings and events, communicate effectively, delegate and be a team player.
- Hold an annual general meeting with an election and financial statement and budget.
- Ensure the Secretary and provides membership details to HQ and the Treasurer pays the corresponding Member per capita dues to District and International offices
- Ensure the Club produces a regular newsletter or email bulletin to the members
- Communicate regularly with the Governor on Club affairs
- Send delegates to District and International Conventions
- Promote Gyro website and Gyroscope
- Interact with other clubs
- Develop leaders for succession of the executive
- Utilize the Policies and Procedures Manual on the **gyro.org** website under “Club Resources”

### **3. Running a Meeting - Roberts Rules and Etiquette.**

#### **a) Rules of Procedure (Bylaws Chapter 16)**

- The Agenda in Chapter 16 is not optimal – a better version is in the Procedures Manual on the Gyro.org website.
- Typically, an Agenda is circulated a week in advance and consists of:
  - Roll Call
  - Agenda Additions
  - Previous Minutes
  - Old Business from minutes
  - Financial Statements
  - Committee Reports
  - New Business
- Meeting material must be circulated in advance and made available at the meeting.
- In-person meetings require attention to the room layout, microphone(s), material handouts etc.

#### **b) Meeting Guidelines**

- Quorum should be easy to attain – consider revising bylaws to require 50% of votes or members.
- Follow the agenda and keep topics on track
- A speaker should state name and affiliation
- Resolutions must be in writing and circulated in advance, but motions may be created at the meeting
- Limit discussion when necessary to meet timelines or table an item if necessary, to next meeting.
- Typically, consensus is the objective
- Show and ask for respect.
- Keep fun in the meeting.

#### **c) Roberts Rules**

- Any discussion on a topic should have a motion with a seconder. If there is no seconder the motion dies
- Allow speakers to a motion a second opportunity only after others have done so.
- There are a variety of voting methods to be applied depending on the sensitivity of the topic:
  - Usually a show of hands in favor and opposed is sufficient
  - A roll call vote may be needed especially where there is a close vote and delegates are carrying varying amounts of votes.
- There is a Roberts Rules - Cheat Sheet on the Internet for managing motions and further information is in the Policies and Procedures Manual under Section E “Extras”.