

LOS PRADOS WOMENS CLUB BYLAWS

ARTICLE I. NAME

The name of this organization shall be Los Prados Women's Club Corporation.

LPWC is a federal tax exempt 501c4 organization. Per the IRS, donors cannot deduct contributions they make to the organization under IRC170(c)(2).

Article II. PURPOSE AND OBJECTIVES

The purpose of the Los Prados Women's Club is to bring women together for fun, fellowship, and fundraising for local charities.

The objectives of the organization are: 1) to support the wellbeing of members; 2) to provide avenues for social interaction with LPWC members; and 3) Organize and execute fundraising events in order to generate donations for member chosen charities.

ARTICLE III. MEMBERSHIP

Residents: Current women residents of the Los Prados community.

Past Residents: Active paid members who no longer reside within the Los Prados community.

Non-Residents: Women who do not reside in Los Prados. They must be sponsored by a current member.

ARTICLE IV. EXECUTIVE BOARD

The Executive Board consists of at least 8 members: the President, Vice-President, Secretary and Treasurer (these individuals must be elected to their position) and at least 4 Directors (i.e.: Caring Connection, Fundraiser Liaison, Newsletter, and Membership Recruitment). These positions are appointed by the board and not elected. A Board Member will be elected for a period of two years and Board Member positions must be filled by a Los Prados resident.

Terms will start on 1/1, following an election, and be for a two-year period. As their two-year term approaches fulfillment, Board Members should declare whether they'd like to remain in their position or not. This must be conveyed to the Board by 9/15 of their second year.

If the elected individual wishes to remain in position, this will be announced to the general membership at the October luncheon. If there are any challengers, they must contact the President by the October 10th, and an election (via confidential ballot) will take place at the November business luncheon. This may continue until

the Board Member no longer wishes to serve or if they are challenged and lose the election after any future two-year term.

If a Board Member does not wish to continue past their current two-year term, this will be announced at the October luncheon and via an eblast from the President, and candidates asked to come forward by 11/1. If more than one candidate is interested, an election will be held at the November business luncheon, and a candidate elected and announced at the end of that meeting.

In the event that a member of the Executive Board is unable to fulfill her complete two-year term, the Board may appoint a replacement to serve out her term. An election for the position will be held as described above, or, if no challengers, the appointed candidate may serve for a two-year period, as described above.

Because the position of President requires a great deal of prior experience and knowledge, whenever possible, the position should be filled by an existing Board Member. This will be decided by a vote of the current Board, including the President. If a satisfactory candidate for President is not found among the current Board, the position will be opened up to the general membership, and an election held in November.

Candidates for President must be in good standing (all dues and luncheon payments up-to-date) and must be able to write, in a two-paragraph statement, why they are interested and how they are qualified for the position of President. The current board will ultimately decide which candidates are qualified to move forward in a general membership election, to be held at the November business luncheon.

Director positions will be appointed by the Board. If there are two or more candidates interested in the position, the Board will determine the appointee after interviewing all candidates.

When voting occurs within the Executive Board, the following 3 directors, Caring Connection, Newsletter, and Membership Recruitment will rotate voting. To prevent a tie vote, 1 director for each vote will abstain from the vote.

ARTICLE V. DUTIES OF THE EXECUTIVE BOARD

The duties of the LPWC Board members are to support the organization by

- Attending and participating in monthly meetings
- Attending and supporting all major fundraising activities

The specific duties of the Executive Board members are laid out in Addendum I. Please review Addendum I for individual job descriptions for each member on the Executive Board.

ARTICLE VI. FULL BOARD, CHAIRWOMEN, AND LEADERS

The Executive Board may create positions and committees as needed, to contribute to the goals of the organization. The Executive Board will then notify the general membership of these opportunities and will ask for volunteers to fill in as Chairwomen or in a Leadership role. If there is more than one volunteer, they will become Co-Chairs of that specific position. There are no term limits in these positions. When the current Chairwoman or Leader decides to step down, they should try to find a volunteer to take their place.

All Chairwomen shall be members of the Los Prados Women's Club.

The Executive Board will have the final approval in all projects, events, socials, or meetings endorsed or sponsored by the LPWC.

The term "Full Board" will refer to all members of the Executive Board as well as all Chairwomen or Leaders, as described above.

ARTICLE VII. MEETINGS

The Executive Board will meet monthly at a mutually agreed date and time. These meetings are typically held on the second Tuesday of the month. A quorum (five) Executive Board members must be in attendance. The President may call a special meeting of the Board with written notice, or a phone call provided to each member of the Board.

The Executive Board will meet annually starting in October of each year to begin discussions about the following year's budget. The final budget will be due at December's Executive Board meeting.

The Executive Board will meet annually in November of each year to discuss and decide on the Charities they have been vetted, reviewed, and referred to the Executive Board by the Charities Chairwomen.

The Full Board will meet annually at a date and time chosen by the Executive Board and may meet additionally as necessary to meet the needs of the LPWC.

The annual Full Board meeting is to update the Full Board on Bylaws, events, guidelines, protocols, or anything else the President and the Executive Board deems necessary.

A Business Luncheon Meeting for the general membership will be held on the second Friday of each month at the Los Prados Clubhouse, (except in September, when Los Prados Clubhouse closes due to reseeding the golf course). The Executive Board may change the date, time and /or order of the meeting to meet the needs of the membership and community.

The Executive Board will set the Business Luncheon Meeting fee for members to cover the cost of the luncheon with an additional \$5.00 surcharge for nonmembers. Members are responsible for making their reservation by notifying the designated point of contact member by the Friday prior to the luncheon. Members who have a

reservation are responsible for paying the fee unless they cancel by notifying the designated point of contact member by the Friday prior to the luncheon.

ARTICLE VIII. DUES

The Executive Board determines the amount of the members' annual dues at the November Executive Board Meeting. If applicable, the increased dues, for the following calendar year, are communicated to the members on or before December 1st.

Current Members:

Members are responsible for paying their LPWC dues no later than January 31st. If a member's dues have not been received by the date of the February luncheon, that member will pay non-member luncheon rates. Members' renewal dues are not prorated.

New Members:

New members, joining after July 1st, will be charged ½ of the annual membership dues. All new members must pay the entire amount associated with the cost of the name badge regardless of the membership application date.

ARTICLE IX. CHARITIES

Las Vegas Charities are nominated by the general membership. The Charity Chairwomen, then vet the local organizations making their recommendations to the Executive Board. The Executive Board votes on the vetted charities and decides on the amount donated to each.

The Charity recipients are invited to an LPWC luncheon to share about their organization and receive their check.

ARTICLE X. BYLAWS

Bylaws can be amended by a majority vote of the Executive Board. Bylaws shall be reviewed by the Executive Board every two (2) to three (3) years as deemed necessary. Amended Bylaws will be posted for the general membership on the LPWC website.

Revision: January 1, 2002

Revision: July 8, 2003

Revision: January 7, 2005

Revision: October 1, 2006

Revision: September 9, 2008
Revision: July 8, 2010
Revision: November 5, 2012
Revision: March 6, 2018
Revision: February 2020
Revision: February 1, 2021
Revision: June 24, 2021
Revision: September 22, 2021
Revision: November 7, 2023
Revision: January 19, 2024
Revision: February 6, 2024

Certification

These bylaws were approved at a meeting of the Los Prados Women's Club
Executive Board by a unanimous vote on

NOVEMBER 7, 2023

Secretary Sue Barden Date 11-7-23