

**BYLAWS of  
THE WOMAN'S CLUB OF CRANBURY, INC.**

**ARTICLE I**

**Name**

The club shall be known as The Woman's Club of Cranbury, Inc.

**Fiscal Year**

The club fiscal year is June 1 to May 31.

**ARTICLE II**

**Object**

Said corporation is organized exclusively for charitable, educational and scientific purposes including, for such purposes, the making of distributions to organizations under 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

**ARTICLE III**

**Membership**

Section 1. The membership of the Club shall consist of women who are in sympathy with its objectives and pledge themselves to support the activities of the organization.

Section 2. The membership of the Club shall be classed as Regular, Honorary, and Life.

- a. Regular members shall have full participation in all deliberations and activities of the Club.
- b. Honorary members are those whom the Club wishes to recognize for their loyalty and service. Current members who are no longer able to participate may be proposed for honorary membership. Honorary members shall be approved by the Executive Board. They will not be required to pay annual dues.
- c. Life members shall be members the club honors for fifty (50) years of service and dedication. Life members shall have full participation in all deliberations and activities of the Club, but will not be required to pay annual dues.

Section 3. Candidates for membership shall be considered on their willingness to participate in Club activities.

- a. Before being considered for membership, candidates shall have attended two Club activities.
- b. Two members shall sponsor candidates for Regular membership in the Club. Sponsors are responsible for insuring that a membership application form is completed by the candidate and returned to the Membership Committee.
- c. The Membership Committee shall present to the Executive Board the applications of qualified candidates for its approval. Those approved candidates will be welcomed in writing and at a General Meeting.
- d. Full dues shall be charged to all new members who join between May 1 and December 31. Half dues will be charged to all new members who join between January 1 and April 30. A fifteen dollar (\$15.00) administration fee shall be charged to all new members.

Section 4. Transfers of members in good standing from other Federated Woman's Clubs shall be accepted at any time throughout the Club year, without an application fee.

Section 5. Any member in good standing desiring to resign from the Club must do so in writing to the Executive Board. A member in good standing is one who has paid her dues for the current club year.

Section 6. A member who has resigned in good standing and who desires to resume membership in the Club may do so without application fee upon recommendation of the Executive Board.

Section 7. A member who has lost her membership through non-payment of dues or for reasons other than resignation may be admitted to membership only by application and approval as a new member.

## **ARTICLE IV**

### **Officers**

Section 1. The officers shall consist of a President, First, Second and Third Vice Presidents, a Secretary, a Federation Secretary, a

Treasurer, and three Trustees, one of whom shall be a past president.

Section 2. The President shall preside at all meetings of the Club and the Executive Board. She shall appoint the chairmen of all Standing and Special Committees, except the Membership and Nominating Committees. All appointments made by the President shall be for two years. The President shall sign checks for authorized expenditures in the absence of the Treasurer. She shall enforce the bylaws and perform such other duties as are incident to the office or designated by the Executive Board. She shall be an ex-officio member of all departments and committees, except the Nominating Committee. The President or her representative shall represent the Club at Federation Meetings and the Annual State Convention.

Section 3. The Vice Presidents shall perform the duties of the President during her absence, inability to serve or, at her request, assist her in whatever way possible, and perform such other duties as the Executive Board shall assign them.

- a. The First Vice President shall be responsible for coordinating the year's programs and securing the locations for the general meetings in cooperation with each department. In addition, the First Vice President will coordinate the September luncheon, the May Annual Meeting, or any board-sponsored General meeting.
- b. The Second Vice President shall be responsible for the preparation, printing, and distribution of the Club Yearbook. She will present yearbooks at the first general meeting of the year, and will distribute those not picked up to the members who were absent. The Second Vice President shall act as assistant program chairman for the First Vice President.
- c. The Third Vice President shall be the Chairman of the Membership Committee. She shall keep the membership roster and files, a record of attendance at general meetings and the guest book. She will process membership applications and new member installations.

Section 4. The Secretary shall be the custodian of all records except those specifically assigned to the custody of others. She shall record the minutes of the Executive Board meetings and the General Membership meetings of the Club. The Secretary shall

send In Memoriam letters to the family of a recently deceased member and any other correspondence deemed appropriate by the Executive Board.

Section 5. The Federation Secretary shall have charge of Federation correspondence for the Club unless otherwise provided for; keep the Club advised of Federation projects and activities; attend Federation meetings when possible; and arrange for Club member attendance at Federation activities.

Section 6. The Treasurer shall be custodian of all Club funds. She shall collect the annual dues, which shall be deposited in an account in the name of The Woman's Club of Cranbury, Inc. She shall issue checks for all authorized expenditures. All non-budgetary expenditures over one hundred dollars (\$100.00) shall be approved by the membership; all non-budgetary expenditures of one hundred dollars (\$100.00) or less shall be approved by the Executive Board before payment by the Treasurer. She shall present a financial statement at each meeting of the Executive Board and at each General Meeting; and shall prepare an itemized report of receipts and disbursements for an annual financial review for the Financial Review Committee.

## **ARTICLE V**

### **Executive Board**

#### **Membership**

Section 1. The Board shall include the elected Officers, the elected Department Chairmen or Co-Chairmen and the Chairmen of the Standing Committees, with the exception of the Financial Review Committee.

Section 2. The Officers shall take office at the close of the Annual Meeting.

#### **Duties**

Section 3. The Executive Board shall be empowered to transact all routine business of the Club which does not affect the policies of the Club or entail non-budgetary expenditures over one hundred dollars (\$100.00).

Section 4. The Executive Board shall plan and carry forward such measures as shall best coordinate the work of the Club.

Section 5. The Executive Board shall have the power by a two-thirds vote to declare a vacancy within the Executive Board if a member does not perform her designated duties.

Section 6. The Executive Board shall have the power by a two-thirds vote to call to account one of its members who violates the Club Bylaws or Standing Rules.

### **Filling of Vacancies**

Section 7. With the exception of the office of President, the Executive Board shall have power by a majority vote to fill vacancies among the Executive Board until the next annual election when an election for an unexpired term of such office or offices shall be held.

Section 8. In the event of a vacancy in the office of President, the First Vice President shall become President and shall so serve until the next annual election. The office of First Vice President shall be declared vacant and filled according to these Bylaws.

### **Terms of Service**

Section 9. The Executive Board shall serve for a term of two years.

## **ARTICLE VI**

### **Dues**

Section 1. The annual dues for regular members shall be fifty dollars (\$50.00) and are due on May 1. Dues shall be \$55.00 if paid after July 15. If dues are not paid by July 31, the Treasurer will mail an official notice of delinquency and a follow-up notice in two weeks. If dues are not paid by August 31, membership is automatically forfeited.

Section 2. Honorary and Life members pay no dues.

## **ARTICLE VII**

### **General Meetings**

Section 1. There will be a General Meeting held on the first Wednesday of each month excluding June, July and August for the entire membership except when otherwise ordered by the Club or the Executive Board.

Section 2. Monthly General Meetings will be sponsored by one of the departments. The Executive Board will sponsor the Annual Meeting in May.

### **Board Meetings**

Section 3. The Executive Board shall meet once monthly, each month excluding June, July, and August, except when otherwise ordered by the President.

Section 4. Between regular meetings of the Executive Board, the President may call a special meeting of the Board, with one week's notice in writing, for a purpose or purposes stated in the notice.

### **Department Meetings**

Section 5. Each department should meet monthly.

Section 6. Each Regular member must belong to and actively participate in at least one department.

## **ARTICLE VIII**

### **Quorums**

Section 1. Twenty-five members shall constitute a quorum for the transaction of business at any General or Special meeting of the Club.

Section 2. Ten members of the Executive Board shall constitute a quorum for the transaction of business.

## **ARTICLE IX**

### **Standing Committees**

Section 1. There shall be the following Standing Committees: Financial Review, Budget, Communication, Education, Historical,

Membership, Newsletter, Nominating, Parliamentarian, Properties, Public Relations, Scholarship, Sunshine, Ways and Means, and Website.

- a. With the exception of the Nominating Committee, the chairman of each committee will appoint its members with the approval of the President.
- b. Where possible, one member of the Membership and Nominating Committees shall have served the previous year.
- c. Each Committee Chairman will prepare an Annual Report of the previous year's activity (January 1 to December 31) for the appropriate NJSFWC Committee Chairman. The report is due to the President at the January Board Meeting.

Section 2. The Financial Review Committee shall consist of a chairman and one member, one of whom shall be a past Treasurer, who shall do a financial review of the books and report in writing their findings and recommendations to the Executive Board and give a report to the general membership.

Section 3. The Budget Committee shall consist of the President, the Treasurer, and up to three other Club members, as appointed by the President. The Committee shall draw up a proposed budget, which shall be presented for approval to the Executive Board at their April meeting and to the general membership at the Annual Meeting in May.

Section 4. The Communication Committee shall consist of a chairman and six members who shall contact Club members at the request of the President or the Executive Board.

Section 5. The Education Committee shall consist of a chairman who will be responsible for contacting the Cranbury School for the names of one girl and one boy to receive a graduation gift at Academic Awards Night. The award is based on essays written by the students about their community service. The girl and boy shall each receive an award, type to be determined by the Executive Board, and have their names engraved on the commemorative plaque to be displayed in the school.

Section 6. The Historical Committee shall consist of a chairman (the Historian) who shall keep a chronological record of the past

events of the Club. The historian shall keep a scrapbook, which shall be the historical record for each administration.

Section 7. The Membership Committee shall consist of the Third Vice President as chairman and three members whose purpose shall be to encourage new membership and retention of members in the Club. In addition, the Membership Chairman shall keep updated records of new members joining, resignations, and moves to Life and Honorary membership lists, deaths, and will report to the President those members who have been continuous members of the New Jersey State Federation of Women's Clubs of GFWC for twenty-five and fifty years. The committee shall schedule prospective new member events as needed. They will also take attendance and serve as hostesses to greet members and guests at the General Meetings.

Section 8. The Newsletter Committee shall consist of a chairman and one member who shall be responsible for compiling and distributing the Newsletter, the frequency of which will be determined by the Executive Board.

Section 9. Nominating Committee – see Article XI.

Section 10. The Parliamentarian shall be responsible for advising the board on parliamentary procedure and shall have the qualifications necessary to do so. She shall have no vote on deliberations of the Executive Board and shall hold no other Board position which has a vote.

Section 11. The Properties Committee shall consist of a chairman who shall be responsible for maintenance and care of all the Club's belongings and shall take an annual inventory.

Section 12. The Public Relations Committee shall consist of a chairman who shall be responsible for all publicity and news releases of the Club. She will work with the Historian to compile a record of newspaper articles and include any other published information.

Section 13. The Scholarship Committee shall consist of a chairman and four members who shall consider applications for the following scholarships:

- a. A scholarship to be awarded to students who will be first year undergraduates at post-secondary educational



institutions. Applicants must be residents of Cranbury Township.

- b. A scholarship to be awarded to women pursuing post-secondary education after a break from education. Applicants must be residents of Middlesex or Mercer counties.

In January of each Club year, the committee shall present its recommendations to the Board for the number and dollar amount of the scholarships to be awarded in May.

Section 14. The Sunshine Committee shall consist of a chairman who shall be responsible for extending the Club's best wishes or condolences to Club members.

Section 15. The Ways and Means Committee shall consist of a chairman, co-chairman, and as many members deemed necessary to function. They shall submit to the Board for approval and carry out the Ways and Means projects for the year.

Section 16. The Website Committee shall consist of a chairman, the Webmaster, who shall maintain the Club's website.

## **ARTICLE X**

### **Departments**

Section 1. A department is authorized to adopt rules for the transaction of its business provided they do not conflict with the bylaws of the Club.

Section 2. Departments may collect money from their members to pay for their own department activities.

Section 3. For each department, the Chairman, Co-Chairman or a representative not already on the Executive Board must attend all Board meetings.

Section 4. Each department chairman will prepare an Annual Report of the previous year's activity (January 1 to December 31) for the appropriate NJSFWC Department Chairman. The report is due to the President at the January Board Meeting.

## ARTICLE XI

### Nominations and Elections

Section 1. The Nominating Committee shall consist of a chairman and four members, one of whom shall have served on the committee the preceding year.

- a. In the even-numbered years, the Nominating Committee shall be responsible for proposing a slate of candidates for the following offices: President, First, Second and Third Vice Presidents, Federation Secretary, three Trustees, Department Chairmen and Co-Chairmen, and Nominating Committee.
- b. In the odd-numbered years, the Nominating Committee shall be responsible for proposing a slate of candidates for the following offices: Secretary and Treasurer.
- c. This proposed slate of candidates shall be presented to the Executive Board at its March meeting for approval and presented to the membership at the General Meeting in April for election. The elected Officers, Department Chairmen, and the Nominating Committee Chairman shall be installed at the Annual Meeting.

Section 2. Nominations for officers and chairmen may be made from the floor. No one shall be nominated whose consent to serve has not been first obtained. If there is more than one candidate for any office, a plurality vote shall elect.

## ARTICLE XII

### Parliamentary Authority

The current edition of Robert's Rules of Order Newly Revised shall be the parliamentary authority in all matters not specified by the bylaws or standing rules of this organization.

## ARTICLE XIII

### Amendments

When requested, a Bylaws Committee may be appointed by the President. This committee shall present for approval any proposed recommendations for amendment of the bylaws to the Executive Board. Upon approval, these proposed amendments shall be accepted at any General or Special meeting of the Club by a two-

thirds vote of **the members present and voting**, provided the proposed amendments have been distributed in writing to each member at least one week prior to the meeting at which they will be voted upon.

## **ARTICLE XIV**

### **Dissolution**

Upon the dissolution of this corporation, the Treasurer at the direction of the Executive Board shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the members shall determine. Any such assets not so disposed of shall be disposed of by the Chancery Division – Superior Court of New Jersey, exclusively for such purposes or to such organizations, as said Court shall determine.

## STANDING RULES

1. The appointments and decorations of the room used for the General Meeting shall be the responsibility of the department in charge of the meeting. All dishes, tablecloths, silverware, etc. shall be returned to the proper closet.
2. Departments shall meet with members to set up their plans for the year and also the program for the General Meeting for which they are responsible.
3. Each department chairman is responsible for seeing that all bills for their department-hosted General Meeting are presented to the Treasurer for payment.
4. Each year a department will host a Golden Age Neighbors event.
5. In Memoriam contributions of twenty-five dollars (\$25.00) shall be transferred from the checking account to the Charitable Giving Fund by the Treasurer.
6. Guests may attend department meetings at the discretion of the hostess and department chairman.
7. Reservations for trips will be open to club members for a period of two weeks from first announcement of the event. If there are still openings at the end of that time, reservations will be open to guests.
8. Reservations for any Club activity are the responsibility of the purchaser.
9. A Club member shall not be remunerated for any kind of program or talent rendered to the Club.
10. Any costs incurred by a department for its department meetings, be they for speaker, materials, or otherwise, shall be paid for totally by a collection from department members and guests.
11. After meeting all expenses, the money raised by the Ways and Means Committee shall be used for charitable donations and Club operating expenses, as approved by the Executive Board and the General Membership.
12. Profits realized by a department from fundraising shall be deposited by the Treasurer into the checking account.
13. The work of the Club shall be divided into departments: Arts/Creative, Conservation and Garden, Drama and Literature, Gourmet, Home Life/Social Services, International Affairs, and Public Affairs.

14. A guest speaker shall not be permitted to sell products or services without prior Executive Board permission. Department Chairmen are responsible for advising all guest speakers of Club rules and shall require all speakers to complete a Club contract.
15. If school has been canceled due to inclement weather, the General Meeting shall also be canceled.

### **Club Timetable**

- January** Nominating Committee MUST MEET. Department and Committee Chairmen must submit NJSFWC reports to President.
- March** Vote on convention delegates.
- April** Election of officers and trustees. As soon as she is elected, the President should appoint the standing committee chairmen – refer to the Bylaws Article IV, Section 2.  
The President shall prepare a report of Club activities for the calendar year (January 1 – December 31) to be sent to the College District Vice President.  
NJSFWC Continuing Funds due.  
The President shall appoint a Budget Committee to prepare the budget for the following year.  
Announce that dues are due May 1.
- May** File Form 990 with the IRS  
Annual Meeting; reports of officers and trustees; get Club approval of proposed budget.  
File Annual Report (Incorporation Renewal).  
Announce that dues for the upcoming year are past due after July 15.  
Meet with the Executive Board to determine which department will be responsible for each monthly meeting and where the Board will meet.  
Note which department will host the Golden Age Neighbors Luncheon for the next year.
- Summer** The 2<sup>nd</sup> Vice President prepares the yearbook.  
Pay PO Box Rental.
- August 31** Last date for payment of dues, delinquent members dropped.
- October 1** Charitable Registration fee due to NJSFWC.
- November** Pay Federation dues by November 1.
- December** President hosts tree lighting ceremony.