

# **CONSTITUTION AND BYLAWS**

**ARTICLE I: Name** 

The name of the club shall be Women of Nassau, Inc., hereinafter called "WON".

**ARTICLE II: Purpose** 

The purpose of the club is to provide education, friendship and fun to all women who are current residents of Nassau County FL while supporting beneficial services to women and girls of our community. WON is a 501(c)(7) not for profit volunteer organization dedicated to enriching the Nassau County community by fostering relationships and generosity through its membership and support for each other.

**ARTICLE III: Membership** 

# A. Membership

# 1 – Eligibility

Club membership is open to all female residents over the age of 18 residing in Nassau County FL. Women living outside Nassau County seeking membership must have Board approval.

# 2 - Charter Membership

Charter Membership is defined as members joining WON during the first year of this organization, 2019. These members will be designated as Charter Members.

### 3 – Prospective Members

Prospective Members may attend a total of two meetings, including general meetings/luncheons or activity group meetings prior to joining the organization. Membership is required by the third attendance. A signed application must be provided by all members.

### 4 – Voting Rights

Each individual member shall be entitled to the rights and privileges of WON and shall be entitled to one vote on each matter submitted to a vote of the membership. A majority vote shall prevail.

### 5 – Waiver of Liability

Each member is deemed to waive, and release WON, its officers, organizers, hostesses, participants, and any other related parties involved in the activities of the Club from any and all claims arising out of or related to participation in any activity of WON. Each member further agrees to indemnify and hold harmless WON, its officers, organizers hostesses, participants, and any other related parties from any and all claims that might be made by any family member who participates in any activity of WON.

#### B. Dues

Annual dues encompass the Club's fiscal year beginning January 1. New members who join will pay the full dues January 1 through September 30, or pay \$10.00 if joining between October 1 and December 31. Dues will be assessed at \$30.00 annually and may be raised by the Board when deemed necessary. Members in arrears after January 31 shall be dropped from membership and reinstated only upon payment of dues.

# C. Meetings

Monthly luncheon meetings will serve as general meetings for the entire membership.

Executive Board meetings are held each month or as called by the President. A majority of the Executive Board must be present to conduct business.

### **ARTICLE IV: Governance and Bylaws**

#### A. Rules of Order

The rules contained in the most recent edition of "Robert's Rules of Order" shall govern this organization in all cases in which they do not conflict with these Bylaws.

#### **B.** Election of Executive Board

In September, four months prior to the Installation Meeting to be held in December, the Executive Board shall appoint a Nominating Committee. This committee shall consist of a chairperson and four active members, two members from the board and two members from the general membership. The chairperson shall be appointed by the President. The Nominating Committee shall be the sole designator of all candidates and shall deliberate independently.

The Nominating Committee chairperson shall publish in the October newsletter the Executive Board slate. The Nominating Committee chairperson shall present the slate of officers to the Board and the members at the October General Meeting / Luncheon at which time nominations from the floor will be accepted. The slate finalized during the October meeting shall be voted on at the November General Meeting / Luncheon. All active members are eligible to vote and must be present at the meeting to vote. The Executive Board shall be installed at the December General Meeting / Luncheon.

Vacancy during the term of an office shall be filled through appointment by the President, except the Presidency.

#### C. Revisions

The Club bylaws should be reviewed periodically and revised as deemed necessary by the Board.

#### D. Records

All Executive Officers and Executive Committee Chairs shall maintain pertinent records on file and ensure they are passed on to successors.

### **ARTICLE V – Officers and Duties**

#### A. Executive Board

The Executive Officers consists of the President, Vice President / Luncheons & Programs, Vice President / Special Events & Education, Recording Secretary, Treasurer, Corresponding Secretary/Webmaster, Past President.

The Executive Committee Chairs consist of Activities Chair, Ways & Means Chair, Publicity Chair, Newsletter Chair, Membership Chair, Philanthropy Chair, Historian. All officers and Committee Chairs will be a part of the Executive Board.

#### **B.** Executive Officer Duties

#### 1 – President

Presides at all general and Board meetings. The President is an "Ex-Officio" member of all committees.

- 2 Vice President / Luncheons & Programs
- . Responsible for planning, managing and overseeing all preparations for each monthly General / Luncheon meeting, including arranging speaker and non-speaker programs each month.
- 3 Vice President / Special Events & Education Responsible for planning, organizing and executing Club-wide events and educational programs.

### 4 – Recording Secretary

Keeps minutes of all Board Meetings and monthly General/Luncheon meeting and maintains all official correspondence for the Club.

#### 5 – Treasurer

Shall have charge of the funds of the Club. A written report of all receipts and disbursements will be submitted at each Executive Board meeting and attached to the minutes of same. The Executive Board will be required to authorize disbursements of any Club funds when the amount exceeds \$500.00 and is not a specific monthly budgeted line item. The Treasurer shall submit records for an annual audit, to be conducted by the end of the fiscal year by 1 Board member and 2 additional members. In addition to the Treasurer, the President shall be authorized to sign checks. The fiscal year of the Club shall begin on January 1.

#### 6 – Past President

Shall be a member of the Executive Board and serve as the Parliamentarian. The Past President will have no vote on Board motions.

### 7 – Corresponding Secretary / Webmaster

Responsible for the creation and maintenance of all Club membership records, including the Club directory. Also responsible for maintaining and updating the Club website, along with the distribution of appropriate correspondence to Club-wide membership.

#### C. Executive Committee Chairs Duties

#### 1 – Activities

Responsible for coordination of the Club's activity groups and assisting club chairs as needed. All new group activities must be approved by the board

# 2 – Ways & Means

Responsible for planning activities that will bring funds for the operations of the Club.

# 3 – Publicity

Responsible for promoting and publicizing club events and activities on social media and in local print publications.

#### 4 – Newsletter

Responsible for creating and publishing the Club newsletter no later than the 1<sup>st</sup> day of each month.

### 5 – Membership

Responsible for planning monthly events to welcome and introduce WON to prospective members and assisting new members in the membership process.

### 6 - Philanthropy

Responsible for investigating charities for the club to support and identifying and establishing fund-raising opportunities.

#### 7 – Historian

Responsible for keeping record of the Club's accomplishments & activities throughout the year via photographs, news articles and other memorabilia.

#### **ARTICLE VI – Dissolution**

In the unfortunate event that this Club disbands, and after all bills are paid, any funds remaining in the WON's treasury shall be given to a charity or charities determined by the majority of the Governing Board.

#### **CONFIDENTIALITY NOTICE**

To protect the privacy of our members, it is the policy of WON that its membership list remains strictly confidential. Its purpose is for clubrelated activities ONLY and it is not to be used for commercial ventures or business mailings. Newsletters, membership lists and directories are not to be used by anyone for solicitation of any kind. Security of members' names, addresses (including email addresses), and telephone numbers is mandatory at all times. Each member is required to observe this courtesy. Any infraction of this policy will result in immediate withdrawal of your membership.