

The  
Constitution and Bylaws  
  
of the  
  
Rice Lake Area Men's Club

December 2006

# **Constitution and Bylaws**

## **Article I**

**This Club shall be known as The Rice Lake Area Men's Club**

## **Article II**

### **Purposes**

The purposes of this Club shall be to develop and to promote fellowship among members; to promote an active interest in good government and civic affairs so that we might become more informed, responsible, and contributing members to society; and to serve and encourage the development of youth in Rice Lake and the surrounding area.

## **Article III**

### **Non-Discrimination**

This Club will not discriminate in the provision of services or in the admission of members based on a person's gender, race, color, creed, natural origin, ancestry, or physical or mental disability.

## **Article IV**

**Section 1.** The membership of this Club shall represent a cross section of business, social, and cultural life of the community and shall consist of adult persons of good character and community standing in the greater Rice Lake area.

An adult may become a member in the manner described by these Bylaws. All memberships shall be held by individuals and not be transferable.

**Section 2.** A former member of this Club may be reinstated to membership by being proposed and elected in accordance with procedures of electing new members as set forth in the Bylaws. A reinstatement fee, if any, shall be determined by the Board of Directors.

**Section 3.** Only members in good standing as defined by these Bylaws shall be entitled to vote, to hold office, or otherwise enjoy the privileges of this Club.

**Section 4.** The Board of Directors shall have the power to drop, suspend, or expel a member in such manner as may be prescribed in the Bylaws.

## **Article V**

The management of the affairs of this Club not otherwise provided for in the A Constitution or Bylaws of this Club shall be vested in the Board of Directors.

## **Article VI**

### **Admission to Membership**

**Section 1.** Members shall be admitted to this Club in the following manner:

**(A)** Membership in this Club shall be based on the recommendation of a member in good standing. All prospective members shall complete a membership application which shall be presented to the Secretary-Treasurer and reviewed by the Board of Directors.

**(B)** Thereafter, and after all members of the Board have had opportunity to express opinions, if any, the Board of Directors, shall, at its discretion, approve or reject such proposals for membership without explanation of its action.

**(C)** Upon favorable action by the Board of Directors, such approval shall be communicated to the proposed member and the Secretary-Treasurer who shall collect all dues and fees. The new member shall immediately be listed as a member in good standing.

## **Article VII**

### **Members in Good Standing**

**Section 1.** All members of this Club, who maintain their membership by payment of dues, regularly attend meetings, and participate in club sponsored activities shall be considered in good standing and entitled to full privileges of membership.

**Section 2.** Members who fail to pay dues or other financial obligations within sixty (60) days from the time an itemized statement is rendered to them may be dropped or suspended from membership by a two-thirds (2/3) vote of the Board of Directors present and voting at any meeting of said Board.

**Section 3.** The Board of Directors, for -cause duly shown, may expel any member of this Club by majority vote of the members present and voting, provided that notice in writing, stating the grounds for expulsion shall have been delivered to the member or mailed to the last address carried in the record of this Club. If requested, a full and complete hearing before the Board shall be afforded the member.

**Section 4.** Any Officer or Director may be removed, for cause duly shown by the Board of Directors, by a two-thirds (2/3) vote of the Directors present and voting, provided the Officer or Board member has been given notice not less than 15 days prior to the meeting. The written notice shall be given to the member or mailed to the last address carried in the records of this Club, stating grounds for removal from office. If requested, a full and complete hearing before the Board shall be afforded.

## **Article VIII**

### **Officers and Board of Directors**

**Section 1.** The officers of this Club shall be a President, President –Elect, Vice-President, and Secretary-Treasurer

**Section 2.** The President-Elect shall automatically succeed to the office of President.

**Section 3.** The Vice-President shall automatically succeed to the office of President-Elect.

**Section 4.** Every member having served as President of this Club shall receive the title of Past-President. The immediate Past-President shall automatically be a member of the Board.

**Section 5.** The Board of Directors shall consist of the above named officers and one member who shall be elected at large from the membership at an annual meeting.

**Section 6.** The term of all officers shall be for one year beginning January 1 through December 31. The board member elected at large shall serve for two years from January 1 through December 31. If the at large Board member must resign before the end of a term the President shall appoint a replacement from the membership roster.

## **Article IX**

### **Duties of Officers**

**Section 1.** President. The President shall preside at all meetings of this club and at all meetings of the Board of Directors. The President shall exercise general supervision over the interest and affairs of this Club, subject to the direction of the Board of Directors. At all times, the President shall have the duty of promoting the purpose of this Club.

**Section 2.** President-Elect. The President-Elect shall fill in for the President in instances when the President is unable to perform the duties of the President.

**Section 3. Vice-President.** The Vice-President shall fill in whenever both the-President and President-Elect are unable to perform their essential duties. The Vice-President shall also be responsible with the President for planning the weekly programs.

#### **Section 4 Secretary-Treasure**

(A) The Secretary—Treasurer shall receive or collect all dues, fees, and other monies constituting the revenue of this Club which shall be deposited in such manner as is designated by the Board of Directors. The treasurer shall disburse these funds in the manner authorized by the Board of Directors. Accounts and books shall at all times be open to the inspection of the Board of Directors and any auditor authorized by the Board of Directors.

(B) The Secretary-Treasurer shall make an annual report to the Club as the Board of Directors may require.

(C) The Secretary-Treasurer may be required by the Board of Directors to give bond in such sum as determined by the Board. At the end of his/ her term of office all Club funds, books of account, and any Club property shall be turned over to the successor or the President.

**Section 5. Board of Directors.** The Board of Directors shall meet at such times and places as may be determined by the action" of the Board of Directors.

**Section 6.** Special meetings of the Board of Directors may be called by the President, or at the request of any three directors, provided that before the meeting is held, at least 48 hours notice shall be given personally or by mail or telephone to each member of the Board of Directors.

**Section 7.** At a regular or special meeting of the Board of Directors a majority of the members shall constitute a quorum and a majority vote of those present shall decide a question, with the exception of those questions for which greater proportion is specifically required in the Constitution and or Bylaws of this Club

## **Article X**

### **Committees**

**Section 1.** The President and Board of Directors shall be responsible for all Club activities, and shall appoint individuals and ad-hoc committees to carry out specific projects as needed.

## **Article XI**

### **Election Procedure**

**Section 1.** Not later than October 1st, the President shall appoint a nominating committee to select at least one nominee for each expiring office and directorship.

**Section 2.** Once all nominees have been selected, the President shall announce to the membership a date for the election to take place, and advise the membership that nominations will also be accepted from the floor.

**Section 3.** During the meeting at which the election will be conducted, the President shall announce the candidates for each office and directorship, and open the meeting to nominations from the floor. If there is only one candidate for the positions, the President shall call for a unanimous ballot for each nominee. If there are multiple candidates, a paper ballot will be conducted with the candidate receiving the most votes to be declared the winner.

**Section 4.** No President of this Club who has served a full term as President shall be eligible to succeed himself.

**Section 5.** Only members in good standing shall be eligible to hold office or vote. Each voter may cast a single vote with no proxies.

**Section 6.** All officers and directors shall assume office January 1<sup>st</sup>.

**Section 7.** All members shall be notified of the election results.

## **Article XII**

### **Administrative Year**

The administrative and fiscal year of this Club shall be from January 1 of each year until December 31.

## **Article XIII**

### **Meetings**

**Section 1.** The regular weekly meeting of this Club shall be held on Tuesdays at a time and place as may be determined by the Board of Directors. Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution and Bylaws.

**Section 2.** Special meetings may be called by the President or Secretary-Treasurer to deal with specific issues providing that each member shall be notified at least 3-days prior to the meeting. No other business may be transacted at such meetings.

**Section 3.** One-third (1/3) of the members in good standing shall constitute a quorum at any regular, special, or annual meeting.

## **Article XIV**

### **Revenue and Finances**

**Section 1.** Each new member of the Club shall pay a membership initiation fee of \$10.00. Payment of said fees shall be a prerequisite to admission to membership, payable to the Secretary-Treasurer as provided for in Article IV of these Bylaws.

**Section 2.** Annual dues shall be \$25.00 per member to be paid annually dues shall be prorated for new members based on a monthly prorating.



**Section 3.** A member shall be regarded in good standing if he/she is not more than 60 days in arrears in payment of any indebtedness, dues or otherwise to the Club.

**Section 4.** The Board of Directors may plan or recommend the raising or accumulation of revenues from sources other than those stated in this Article provided such methods or sources have been approved by the membership.

**Section 5.** All funds to which the public or members have contributed for the specific purpose of financing charitable, educational, or civic activities of the Club shall be used for those purposes and separate records of such funds shall be maintained unless otherwise directed by unanimous vote of the Board of Directors.

**Section 6.** The Board of Directors shall appoint an ad-hoc audit committee of at least 3 members to review the financial records maintained by the Secretary-Treasurer. The financial review shall be conducted each January and shall include all financial transactions from the previous fiscal year. The results of the review shall be presented to the Board of Directors.

**Section 7.** The Board of Directors shall adopt in advance of the next fiscal year an annual operating budget covering all activities of the Club. The Board of Directors shall present the budget at a regular meeting in January.

**Section 8.** Any requests for funds not in the budget shall be approved by the Board of Directors. This shall not preclude the approval of small requests by the membership present at a weekly meeting.

**Section 9.** Budget expenditures shall not exceed revenues except with the concurrence of two-thirds (2/3) vote of the members present and voting at any regular meeting of the Club.

**Section 10.** All Club funds shall be deposited and held in the name of the Club in a depository or depositories designated by the Board of Directors.

Disbursements shall be made by checks signed by the financial officers of the Club, drawn upon the banks designated. Officers authorized to sign checks shall be designated by the Board of Directors.

**Section 11.** The Board of Directors shall require three separate financial accounts, one for Club administrative operations, one for club sponsored projects or activities, and one for membership activities.

## **Article XV**

### **Not For Profit Organization**

This Club is organized and shall operate as a not for profit organization for social welfare, civic improvements, and other similar non- profit purposes and objectives of the organization, and no part of the income shall be for the benefit of any officer or member. If approved by a two-thirds (2/3) vote of the membership present and voting, a sum not to exceed 5% of revenues from outside donations and fund raisers may be designated for general Club membership activities.

## **Article XVI**

### **Donation Policy**

The purpose of this Club shall be to serve the youth of the Rice Lake area through volunteer work and by making financial donations to worthy causes. In making financial donations, priority shall be given to groups such as Scouts, Schools, Kinship, The Boys and Girls Club, etc. Scholarships for individuals through a scholarship foundation at a school will be appropriate. Donations for other individuals may be considered based on the severity and exceptional nature of the need. All individual requests based on severity and exceptional nature of the need must be approved by two-thirds (2/3) vote of members present at a regular meeting.

## **Article XVII**

### **Amendments**

This Constitution and By-Laws may be amended by a two-thirds (2/3) majority vote of active members present and any regular meeting of this Club, provided that notice of such proposed changes have been sent to the members 7 days before such meeting.