

**CONSTITUTION AND BYLAWS  
OF  
THE METUCHEN WOMAN'S CLUB INC.  
(D/B/A METUCHEN EDISON WOMEN'S CLUB INC.)**

**ARTICLE I - NAME**

The name of this corporation shall be The Metuchen Woman's Club Inc. Hereinafter referred to as "Club".

**ARTICLE II - OBJECT**

Said corporation is organized exclusively for charitable, educational, and scientific purposes under 501 © (3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

**ARTICLE III - MEMBERSHIP**

*Section 1* - Any resident over the age of 18 of Metuchen, Edison or vicinity shall be eligible for membership.

*Section 2* – Membership form must be submitted with the dues check after attending one meeting to the Membership Chairman, who will then share it with the Executive Board.

*Section 3* – It is anticipated that each member will belong to a Committee of their choice and attend committee and general meetings.

*Section 4*- Honorary Memberships may on occasion be proposed and voted on by the membership. Honorary Memberships may only be granted to those members who have performed notable service, documented service or held executive office performing service to the Club and have been active members. Honorary members do not pay dues but maintain rights of membership.

*Section 5* - A member wishing to resign shall notify the Membership Chairman in writing, verbally or by non-payment of dues.

*Section 6* - Any former member living at least 50 miles away from Metuchen shall be eligible for an Associate Membership. The Associate Member will be required to pay one-half annual dues, may attend meetings and have voting privileges when attending meetings.

**ARTICLE IV – ELECTED OFFICERS/ DUTIES**

The elected officers of this Club shall be a President, a First Vice-President, a Second Vice-President, a Recording Secretary, a Corresponding Secretary, a Financial Secretary and a Treasurer.

*Section 1* – The President shall preside at all meetings of the Club and the Executive Board, shall have general supervision of all Club affairs and shall be ex-officio member of all committees,

except the committee on nominations. The President shall be custodian of the Club corporate papers and documents.

*Section 2* – The First Vice-President shall act in place of the President during an absence and shall also be the Program Chairman.

*Section 3* – The Second Vice-President shall act as Membership Chairman and shall be chairman of the annual June end of year/December Holiday meetings.

*Section 4* – The Recording Secretary shall keep correct records of all Executive Board and general meetings of the Club.

*Section 5* – The Corresponding Secretary shall have charge of all official correspondence.

*Section 6* - The Financial Secretary shall research and oversee fundraising ideas/events for the Club and shall be responsible to secure all raffle licenses and submit a final report.

*Section 7* - The Treasurer shall receive all money and dues of the Club, keep a record of all receipts and disbursements and issue checks co-signed by the President. Money is to be deposited in such banks as the Club directs. A financial report will be presented at each regular Club meeting including an itemized accounting of receipts and disbursements. A budget shall be presented at the September meeting (fiscal year is July 1<sup>st</sup> of each year and ends on June 30<sup>th</sup> of each year). The books shall be presented for financial review in July to the Financial Review Committee.

*Section 8* -Upon request of the incoming President, the immediate Past President will use the experience and skills obtained to assist the President.

*Section 9* - All Executive Board members upon leaving office will turn over all their records to the incoming President to be distributed to the appropriate officer.

*Section 10* - Members in good standing for at least one year shall be eligible for the Executive Board.

## **ARTICLE V – EXECUTIVE BOARD**

*Section 1* - The Executive Board shall consist of the elected officers. Committee Chairman may be asked to Board Meetings when the President deems it necessary in making plans for Club activities.

*Section 2* - In the event of an Executive Board vacancy (not including President, which is automatically filled by the First Vice-President), the President may appoint a replacement with the approval of the Executive Board. Club members will vote on this replacement at the next regular meeting.

## **ARTICLE VI COMMITTEES**

*Section 1* – The organization shall have any such Committees as members wish to organize.

*Section 2* – The President shall appoint committees as needed. A Financial Review Committee shall also be appointed to review the Treasurer’s books at the end of each Club year.

*Section 3* – The Executive Board may add, combine, or discontinue Committees at its discretion, provided the general membership has been so advised.

## **ARTICLE VII – MEETINGS**

*Section 1* - Regular meetings shall be held on the second Wednesday of the month in the evening, January through December except July, and August at a designated place and time. The President, when necessary, may call special meetings.

*Section 2* -The annual meeting of this organization shall be in June at which time new officers shall be installed and take office in even-numbered years.

*Section 3* – There shall be a meeting of the Executive Board each month preceding the regular Club meeting.

*Section 4*-The Executive Board, Committees and the Club are authorized to meet by electronic communication media as long as the members may simultaneously hear each other and participate in the meeting. Sufficient notice must be given to enable a quorum to participate.

*Section 5*-At the discretion of the President, members may vote by electronic communication media in emergency situations. A report of any action taken via electronic communication media shall be verified and made a part of the minutes of the next meeting of the Executive Board or the Club.

## **ARTICLE VIII- NOMINATION AND ELECTIONS**

*Section 1* – A Nominating Committee shall be appointed at the regular meeting of the Club in March in even-numbered years. This committee shall consist of one member from the Executive Board and at least one from the members-at-large. Any member may make suggestions in writing to the Chairman of the committee. The Nominating Committee shall report at the regular April and May meetings, with voting to be done at the May meeting. Nominations from the floor may be accepted with the consent of the nominee at these meetings.

*Section 2* – Officers shall be elected by ballot for a two-year term and eligible for a second two-year term but not to exceed two consecutive terms. They shall not be eligible again for the same position except after a lapse of two years. Elections will take place on the second Wednesday in May and those elected shall assume office in June. In all cases, where there is but one nominee for an office, the Recording Secretary may be instructed to cast a ballot electing said nominee for an office.

## **ARTICLE IX– DUES**

*Section 1* - Dues will cover the necessary expenses, including Federation dues and are payable on or before the April meeting each year. The dollar amount may be increased or decreased as indicated by budget requirements and are not refundable.

*Section 2* – Members who fail to pay dues by the April meeting will be dropped from membership effective May 1<sup>st</sup>.

*Section 3* – One hundred percent (100%) of required dues will accompany all applications for membership based on the following schedule: April through December will be applied to the current year and January through March will apply to the following year.

#### **ARTICLE X– GUESTS**

Any member may invite one or more guests to attend a regular meeting. Such guests may attend no more than twice in any Club year.

#### **ARTICLE XI- QUORUM**

*Section 1* –A quorum shall be 10 members present at a regular business meeting.

*Section 2* –A quorum shall be 3 elected officers present at an Executive Board meeting.

#### **ARTICLE XII- PARLIAMENTARY PROCEDURE**

*Section 1* – “Robert’s Rules of Order Revised” shall be the parliamentary authority for the proceedings of this Club, except when other procedure is indicated by the Constitution and Bylaws.

*Section 2* - It shall be the duty of the Parliamentarian to advise the presiding officer on points of parliamentary law and also give similar advice to the Club and Board when they request it.

#### **ARTICLE XIII- AMENDING THE CONSTITUTION AND BYLAWS**

*Section 1* – After having given previous notice, the bylaws of this organization may be amended by a two-thirds (2/3) vote of those members present at a regular business meeting.

*Section 2* – A new amendment must be presented at two consecutive meetings and voted upon following the second presentation.

#### **ARTICLE XIV- FINANCES AND FUNDRAISING**

*Section 1* – Recommendations made by the Executive Board shall be brought to the general membership for discussion and approval on decision making issues and fundraising. Following a motion and discussion thereof, these matters shall be approved by a majority vote.

*Section 2* – The President or a member of the Executive Board will be the secondary reviewer (besides the Treasurer, who will also review) of the monthly banking statements.

#### **ARTICLE XV- DISSOLUTION**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 © (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the federal government or to a state or local government, for a public purpose.