

## Women's Club of Hollister By-Laws

The name of the Corporation shall be Women's Club of Hollister, Inc. and shall be affiliated with Loma Prieta District (LPD), California Federation of Women's Club (CFWC), and the General Federation of Women's Club (GFWC International). This corporation is a non-profit 501c3 CT#0128440 Federal ID #9461154377

### ARTICLE I: MEMBERSHIP

**Section 1.** An applicant for membership must present their application in writing, signed by two (2) members of the Club, with a one-time initiation fee and one year's dues, to the membership to any active Board Member, who will report it to the Board of Directors at the next regular meeting

**Section 2.** A member is one who is ready to assume all privileges and all duties of Club membership. Membership in this organization shall be open to persons who subscribe to the purpose of this club and will assume all privileges and all duties of the Club. The membership of the club shall consist of: active members and associate members.

Active members are members in good standing who have paid annual dues, have voting privileges, and receive the newsletter.

Associate members are members who have been an active member in the past, but who pay no dues and cannot vote, but may attend meetings and receive the newsletter.

**Section 3.** When a member in good standing desires to withdraw their membership from the club, a written request is sent to the Secretary to be reported to the Board of Directors. A member desiring a transfer shall have their dues paid to date.

**Section 4.** Members have the right to attend monthly Board Meetings. If members want to present a project or raise a concern to the board, they may do so by contacting the President(s) two-weeks in advance of the meeting to request being added to the agenda. Members whose topic has not been added to the agenda may speak during the open period of the meeting, however the only action that may be taken is to add the item to the agenda for the next board meeting.

**Section 5.** Separation – A member in good standing is defined as one who has paid annual dues. If it is evident that a member in good standing does not fulfill their duties and becomes an impediment to the goals and purpose of the club, they may be asked to resign. This process will be accomplished by a recommendation by the Board of Directors and a two-thirds (2/3) vote of the Executive Board at the next meeting.

Adopted by the General Membership of the Women's Club of Hollister on Dec. 13, 2017

## ARTILCE II: NOMINATIONS AND ELECTIONS

Section 1. All officers shall be elected at the annual meeting in April. They shall hold office for one (1) year. The officers shall perform their duties as prescribed by these Bylaws.

Section 2. At the regular meeting held in January, the presiding officer will ask for (3) volunteers to serve on the Nominating Committee.

- (a.) It shall be the duty of the Committee to present their slate of candidate nominations for all elected offices at the annual meeting in April.
- (b.) The candidate nominations shall be submitted in writing to the Secretary and be signed by each member of the Nominating Committee.
- (c.) No member shall serve on the Nominating Committee for more than one consecutive year.
- (d.) The President/Co-Presidents shall not be a member(s) of the Nominating Committee.

Section 3. Nominations may be made from the floor at the meeting in April, so long as the nominated member is (a) willing and able to serve in the office for which he or she is nominated, and (b) is sponsored by five (5) members.

Section 4. The Board of Directors shall have the power to temporarily fill all vacancies in its own body, except that of President. Elected officers must have ratification by the membership at the next regular meeting.

Section 5. Eligibility To be eligible to run for an elective office a member must be in good standing for a period of not less than (1) year, and must have served on a committee.

### Section 6. Elections

- A.** Elected Officers. Officers shall be the President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, Treasurer and Auditor.
- B.** Elections shall be by voice except when there is more than one nominee for any one office, at which time a written ballot shall be used. A majority shall elect. Elections and installation of officers shall be held at the April luncheon meeting.
- C.** All officers shall assume office on June 1<sup>st</sup> following the election and installation. The incoming President shall be authorized to proceed with Committee Chair appointments following the election.

## ARTICLE III: OFFICERS AND BOARD OF DIRECTORS

Section 1. The President and/or Co-Presidents shall:

- Preside at all meetings and perform all other duties belonging to the office;
- Be ex-officio member of all committees, except the nominating committee;
- Appoint the chairpersons of all standing and special committees;

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- May represent the Women's Club of Hollister at all official functions on the District, and State levels. If the President cannot attend, they shall appoint another member to attend in their absence.
- Shall sign checks with the Treasurer or Secretary;
- Has general supervision over the work of the Club;
- May select a President's Project, not to exceed \$100 as a budgeted item, for improvements for the Club or for the community. Any such project shall be approved by the Board of Directors.
- Responsible for filling out the data blank annually.
- Make sure the data is sent or hand delivered to the District with the check for the appropriate amount of dues for the club.

Section 2. The First Vice-President and/or Co-First Vice-President shall:

- Assist the President in executing all duties for the year;
- Shall plan the Annual Speaker Series. In the event that speakers are traveling from out of the area and need transportation arrangements, the First Vice-President will ensure that the appropriate arrangements are made and occur.
- In the absence of the President, shall perform the duties of the President. In the event of resignation of the President, the 1<sup>st</sup> VP shall become President.

Section 3. The Second Vice-President shall plan, appoint and direct the work of the Hospitality Committee for the year, with one (1) member of their choice. They shall assist the President and First Vice-President as needed. It will be their responsibility to provide at least two (2) greeters for each meeting, handle sign-ups for table decorations, and send greeting cards as needed. The Second-VP shall assume the duties of the presiding officer in the absence of the President and First-VP.

Section 4. The Third Vice-President shall be the editor of the club newsletter and also act as the Dean of Chairman and be responsible for writing and submitting District Reports. The Third-VP shall assume the duties of the presiding officer in the absence of the President, First-VP, and Second-VP.

Section 4. The Secretary and/or Co-Secretary shall keep a record of all meetings. They shall sign all official documents as required by the District, State, or General Federation and they shall act as official corresponding secretary in the name of the Women's Club of Hollister.

Section 6. The Treasurer shall collect all dues and all other monies owed to the Club. They shall send all notices of dues and report their activities at the Board of Directors' meeting. They shall keep the financial account and report the financial condition at each regular membership meeting and Board of Directors' meeting. They shall prepare an annual report together with the Auditor each May. They shall deposit all monies received into the Club's bank account and shall disburse checks signed by the President or Secretary.

- (a.) The Treasurer, together with the President and Secretary, shall be the custodian of the bank deposit box and shall report the contents at the annual meeting.

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- (b.) Those authorized to disburse funds shall be the Treasurer, the President and the Secretary. Any two (2) of three officers shall sign the checks on behalf of the membership.

Section 7. The Auditor shall audit the books annually. Together with the Treasurer, the Auditor shall prepare the Annual Financial Statement showing the financial condition of the Club at the close of the preceding year. The Auditor may utilize the services of an accredited accountant.

Section 8. The Parliamentarian is appointed by the President and shall assist the President in parliamentary procedure and know the rules contained in Robert's Rules of Order, Newly Revised (RONR).

Section 9. The Trustees shall be the three (3) Immediate Past Presidents. In the case of the inability to serve, the President shall fill the vacancy from the ranks of the Past Club Presidents, with ratification by the Board of Directors. The Trustees shall count as a quorum and has the authority to vote.

Section 10. The Board of Directors shall have general supervision of the affairs of the Club between its business meetings, performing such other duties as specified in these By-Laws, and shall have the authority to pay the necessary budgeted expenses.

- (a.) The Board of Directors is governed by these By-Laws and Standing Rules with no conflict with the action taken by the general membership. To the extent that there is a conflict between the Standing Rules and the Bylaws, the Standing Rules shall rule take precedence.

## ARTICLE IV: DUES and FINANCE

Section 1. The initiation fees shall accompany the written application for membership, together with (1) year's dues.

Section 2. Anyone transferring from another club, whose dues have been paid for the year to the other club shall not be required to pay dues for the remainder of the year.

Section 3. All membership dues are collectible and owing on February 1<sup>st</sup> of each year.

Section 4. . In the event of non-payment of annual dues by the May Luncheon, the Treasurer will notify the member that they are dropped pending the payment of their dues.

Section 5. Investments – The principal money resulting from the sale of the Hollister CA clubhouse in the amount of \$150,000 is to be set aside. The interest from the investment is to fund the goals and purpose of the club.

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## ARTICLE V: MEETING and QUORUM

Section 1. The Board of Directors shall meet every month on the last Wednesday of the month. The Board may change the meeting day or location (5) days prior to the scheduled meeting by sending an email notification of the change to the general membership and board members.

Section 2. The general membership meetings and luncheon shall be held on the second Wednesday of each month between the months of September and May.

Section 3. The Club shall use the fiscal year in conducting its business (July 1<sup>st</sup> to June 30<sup>th</sup>), so long as this conforms to the General, State, and District By-Laws.

Section 4. A Special Board of Directors meeting may be called, for only a specific purpose, by the President or the Board of Directors.

Section 5. Three (3) members of the Board of Directors and nine (9) members shall constitute a Quorum of the general membership.

Section 6. Four (4) board members, including trustees, shall constitute a Quorum of the Board of Directors.

## ARTICLE VI: COMMITTEES

Section 1. Standing Committees shall be the Membership Committee and the Ways and Means Committee.

- (a.) The chairman of the Membership Committee shall have the responsibility of soliciting new members.
- (b.) The Ways and Means Committee shall plan, execute and oversee all fund raising affairs needed to carry out the programs.

Section 2. Special Committees shall be appointed by the President as necessary.

- (a.) The Budget Committee shall meet by July 31st and shall consist of the Treasurer as chair, Financial Secretary, First VP, Past Treasurer, the current President, and immediate Past President.
- (b.) Nominating Committee – See Article II for details.
- (c.) By Laws Committee – The Parliamentarian shall serve as chairman. One member and two alternates shall be appointed by the President. The bylaws committee shall be convened at the request of the president.
- (d.) Yearbook Committee – The Yearbook Committee Chairperson shall be appointed annually by the President.
- (e.) The Hospitality Committee - serve as meeting greeters, assist luncheon guests in locating a seat, and introduce guests to table-mates.

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- (f.) Events Committee – The Events Committee Chairperson shall be appointed annually by the President.

Section 3. All officers and chairman shall complete transfer of duties and related materials at the May Board meeting with the exception of those awaiting an auditor report.

## ARTICLE VII: DELEGATES

Section 1. The Club shall pay all expenses for the President or alternate. The club delegates attending the District and CFWC Annual Conventions will be reimbursed according to the budget.

Section 2. Expenses for delegates attending the GFWC Convention must have approval of the membership.

## ARTICLE VIII: AMENDMENTS

These By-Laws may be amended at any regular meeting by a two-thirds vote of the members present, provided the proposed amendment(s) have been made available to the General Membership at least two (2) weeks prior to the date the vote is to be taken.

Members may address any concerns or questions regarding the By Laws at any scheduled Board of Directors Meeting by contacting the President or Co-President and requesting to be added to the meeting agenda.