

GFWC EI Portal Woman's Club

BY-LAWS

ARTICLE I NAME

The name of this club shall be the GFWC EI Portal Woman's Club, Inc.

ARTICLE II OBJECT

The object of this Club shall be civic, charitable, educational, literary, scientific, and generally to give aid to worthy projects, all within the guidelines of section 501(c)(3) of the I.R.S. code. This club shall promote and support the community service tradition of the General Federation of Women's Clubs (GFWC) and the GFWC Florida Federation of Women's Clubs (GFWC Florida) to which it belongs. This club hereinafter shall be known as "the Club".

ARTICLE III MEMBERSHIP

SECTION 1 QUALIFICATIONS

Membership shall be open to all persons who are in sympathy with the objectives of this club and shall be non-sectarian, non-discriminatory and non-partisan.

SECTION 2 CLASSES

A. ACTIVE MEMBER

1. Shall be required to pay annual dues.
2. Shall have a voice, a vote, the privilege to run for office and to serve on the Board per Standing Club Rules, and may participate in all Club activities and events.
3. Shall fulfill all the requirements as stated in the Standing Club Rules.
4. Member privileges become effective when dues for the new year are paid.

B. ASSOCIATE MEMBER

1. Shall be required to pay annual dues.
2. Shall be an existing member of the Club having served five years as an active member and in good standing.
3. Shall have a voice, may attend meetings, serve on committees and participate in all Club activities and events.
4. May not vote or hold office.
5. Shall fulfill all the requirements as stated in the Standing Club Rules.

Section 3 APPLICATION FOR NEW MEMBERSHIP

- A. A candidate for membership shall attend (2) two club meetings or a meeting and a project to understand the nature of membership expectations.
- B. An applicant of membership in EPWC shall be sponsored by at least 1 member who knows & recommends the applicant.
- C. After (2) meetings or participation in a club project and one club meeting, they may submit a completed membership application to the Club.
- D. Each member shall acknowledge receipt & compliance with the Club by-laws.
- E. An applicant who has paid their dues and agrees to abide by the requirements for membership and subscribe to the conditions of the by-laws shall then be considered a member of the Club.

Section 4 TRANSFER OF MEMBERSHIP

Any member of a Federated Women's Club may transfer to the GFWC EI Portal Woman's Club, Inc. upon presenting credentials from their Federated Club. Payment of additional dues will be decided by the Executive Board.

Section 5 DUES

- A. Annual dues shall be paid in accordance with the Standing Club Rules.
- B. Annual dues for members shall include EPWC, GFWC and GFWC Florida dues.
- C. Non-payment of dues by the date listed in the Standing Club Rules shall result in termination of membership and she shall be so notified by a member of the Executive Board.

Section 6 SEPARATION FROM MEMBERSHIP

- A. Any member who finds it necessary to resign their membership or Board position must notify the Membership Committee chair in writing.
- B. A member in good standing may apply for a leave-of- absence, not to exceed six months, by requesting such in writing to the Executive Board. During their leave she shall not be called for committee work.
- C. Members whose activities or behavior have been proved to be incompatible with the objectives of the Club may be asked to approach the Executive Board with discussion on resolving the problems or being asked for their resignation as a final resort.
- D. A member who resigns in good standing may re-enter at any time upon payment of Annual Dues and a written application to the Executive Board.
- E. Members who have been dropped for non-payment of dues may be reinstated with approval of the Executive Board.

ARTICLE IV OFFICERS AND ELECTIONS

SECTION 1 CLASSIFICATION OF OFFICERS

- A. The officers of this Club shall be the President, Vice President, Second Vice President, Secretary, and Treasurer.
- B. The Executive Board shall appoint additional officers and directors as needed.

SECTION 2 REQUIREMENTS TO RUN FOR OFFICE

To be eligible for office a member must qualify pursuant to the Standing Club Rules.

SECTION 3 TERM OF OFFICE

- A. Officers shall serve a two-year term.
- B. No elected officer shall serve more than two consecutive terms in the same office unless otherwise determined by the Executive Board.
- C. The elected officers shall assume their duties after the installation services to be held in January.
- D. Any vacancy, other than the presidency, which occurs in any elected office, shall be decided at the next Business meeting by nomination from the floor with a majority vote.
- E. A vacancy in the President position will be filled by the Vice President.
- F. An officer who does not perform their duties may be removed from their position by a majority vote of the Executive Board.

SECTION 4 NOMINATING COMMITTEE

- A. The nominating committee shall consist of the Vice President and one other member of the Executive Board elected by the Executive Board, and three members nominated and elected by a plurality vote of the membership at the business meeting in September of the election year.
- B. The nominating committee shall elect the nominating committee chair by October 1st of the election year .
- C. The Nominating Committee shall be responsible for seeking out and selecting one or more candidates for each office. Members may make suggestions in writing for candidates to be on the slate and present them to the Nominating Committee. Where there are multiple candidates for an office, all candidates shall be presented. A member of the Nominating Committee may be a candidate for office.
- D. The Nominating Committee shall present the slate of officers at the October business meeting of the election year.
- E. The committee shall be responsible for preparing the ballots for the election and shall serve until the election is completed.
- F. The President shall not serve as an ex-officio member of this committee.

SECTION 5 THE ELECTION

- A. The slate will be presented at the October business meeting of the election year.
- B. The election shall be held at the November business meeting, unless otherwise voted by the Executive Board.
- C. Members must be present at the election meeting to vote.
- D. Nominations may be made from the floor, but there shall be no nominating speeches.
- E. The election shall be by ballot with a plurality vote electing. In the event of a tie, there shall be a runoff of the tied nominees. In the event no one receives a majority, a plurality vote shall elect.
- F. Each officer shall be elected separately.
- G. If there is only one nominee for an office, the vote may be expressed by voice.

ARTICLE V EXECUTIVE BOARD

SECTION 1 MEMBERSHIP

The Executive Board shall consist of all duly elected officers of the club and appointed standing committee chairs. Standing Committees are Program, Membership, Fundraising, Public Relations, and Finance. Additional committees & respective chairs shall be created and appointed in accordance with the Standing Club Rules.

- SECTION 2 DUTIES
- A. Approve all General Fund Budgets and once approved present to the general membership.
 - B. Be responsible for communication to the general membership.
 - C. Transact all general business between club meetings.
 - D. Approve all expenditures above budgeted amounts and report to membership at the next general meeting.
 - E. Notify the President in advance if unable to attend a Board meeting.
- SECTION 3 MEETINGS
- The Executive Board shall meet each month in which there is a regular Business Meeting, prior to the meeting, and the meeting shall be open to all members in good standing. A majority of Executive Board Members shall constitute a quorum. A majority of quorum is required to approve all motions.
- SECTION 4 RECORDING
- The Secretary shall keep a written record of all actions, decisions, and recommendations taken during the Executive Board Meetings.
- SECTION 5 ABSENCES
- Any Executive Board member who accumulates three unexcused absences from the Executive Board meetings shall be brought to the attention of the Executive Board for review.
- SECTION 6 VACANCIES
- All vacancies in appointed positions shall be filled by appointment by the President.

ARTICLE VI DUTIES OF ELECTED OFFICERS

- SECTION 1 THE ELECTED OFFICERS SHALL:
- A. Approve all General Fund Budgets prior to board meeting.
 - B. Review and amend the Standing Club Rules as necessary.
 - C. Approve and hire all personnel.
 - D. Approve all expenditures above budgeted amounts.
 - E. Meet regularly as needed.
 - F. Handle any membership procedures or issues not relating to new members.
- SECTION 2 THE PRESIDENT SHALL:
- A. Preside at all meetings of the Club and the Executive Board.
 - B. Appoint all chairs except the Nominating Committee chair.
 - C. Be an ex-officio member of all committees except the Nominating Committee.
 - D. Be a delegate to Convention and Federation meetings.
 - E. Determine which departments will be active and what activities will be pursued during their term of office.
 - F. Be able to sign checks in addition to the Treasurer.
 - G. Be reimbursed expenses upon approval by the Finance Committee.
 - H. Invite any interested members to the Executive Board meeting.
 - I. Determine, with the help of membership, the disbursement of charitable donation monies in the General Fund, and publicize a list of all disbursements.
 - J. Conduct all business and social correspondence of the Club.
 - K. Serve on the Finance Committee.
 - L. Be responsible for preparation & submission of the Club's yearbook
- SECTION 3 THE VICE-PRESIDENT SHALL:
- A. Perform the duties of the President in the event of the President's absence or inability to serve.
 - B. Be a delegate or representative in place of the President, at any meetings other than those of the Club at their request.
 - C. Assist the President in all appointments.
 - D. Serve on the Finance Committee.
 - E. Be in charge of the calendar of events.
 - F. Attend Fall Board and State Convention.
 - G. Preside at one meeting during the year.
 - H. Collect all reports from Standing Committee Chairs by January 15.
 - I. Submit all reports from Standing Committee Chairs to President by January 22.
 - J. Oversee all departments and committee chairs.

- SECTION 4 THE SECOND VICE-PRESIDENT SHALL:
- A. Preside in the absence of the President and the Vice-President.
 - B. Chair the Membership Committee.
 - C. Handle all potential new member applications.
 - D. Recognize each visiting guest, all new members and potential new members at Business Meetings.
 - E. Host all New Member functions and be responsible for planning activities to encourage potential new members.
 - F. Maintain a file on each member's service in the Club.
 - G. Handle all letters requesting a change in membership status.
 - H. Submit a list of members in good standing to the Nominating Committee at the September business meeting.
 - I. Prior to the September Business Meeting, notify & inform members who have missed half of the required meetings that they have neglected to fulfill membership required as stated in Standing Club rules.
 - J. Inform the Secretary of member absences.
 - K. Conduct exit interview for members who change membership status.
 - L. Be responsible for all social functions.
 - M. Record & submit attendance to Secretary of Membership Committee meetings.

- SECTION 5 THE SECRETARY SHALL:
- A. Record the proceedings of all the meetings of the Club and Executive Board.
 - B. Prepare a record/sign in sheet of each member's attendance for all business meetings.
 - C. Submit a copy of the minutes of each meeting within one week's time to membership for corrections.
 - D. Keep a complete file of the approved minutes for all meetings.
 - E. Be custodian of all Club records except those assigned to others.
 - F. Be responsible for communication to members.
 - G. Send notices of all meetings where notice is required.

- SECTION 6 THE TREASURER SHALL:
- A. Be custodian of all monies pertaining to the operation of the Club as budgeted.
 - B. Maintain checking account(s) for Club funds.
 - C. Submit an accurate financial report of receipts and disbursements at each Business Meeting and each Board meeting as well as such other times as deemed necessary.
 - D. Provide basic financial report communication to members.
 - E. Be responsible for Federation dues.
 - F. Be responsible for subscriptions and communications.
 - G. Serve on Finance Committee.
 - H. Notify members and collect monies due.
 - I. Submit a report of outstanding debts at an Executive Board meeting prior to the November Election meeting.
 - J. Be responsible for securing a CPA to review and/or audit the Club accounts as needed.
 - K. Assist the accountant to file the tax return with the IRS.
 - L. Close the books on the last day of the fiscal year, as listed in the Standing Club Rules, and submit them to the auditor.
 - M. Report and pay any required taxes on time.
 - N. Be responsible for assuring compliance with 501(c)(3).
 - O. Conduct regular financial business transactions.
 - P. Notify members whose dues are in arrears and about to become delinquent.

ARTICLE VII COMMUNITY SERVICE PROGRAMS (CSP)S

- SECTION 1 The Club shall use the same Community Service Programs (CSP)s recognized by the GFWC and GFWC Florida. Their Chairs shall be appointed by the President each year.
- SECTION 2 Community Service Programs (CSP) Chairs are required to attend Executive Board Meetings and present project ideas for discussion. Chairmen shall maintain records, prepare annual reports, and provide a smooth transition at the end of their appointment.

ARTICLE VIII MEETINGS

- SECTION 1 BUSINESS MEETINGS
The club shall meet regularly on the third Thursday of each month at 7:00 pm except when otherwise ordered by the Club or the Executive Board.
- SECTION 2 SPECIAL MEETINGS
Special Meetings may be called by the President, Vice President, or by written request of three or more active members, provided that all members have been notified at least 24 hours in advance.

SECTION 3 ELECTION MEETINGS

On election years, the election of officers shall be held at the Business Meeting in November, unless otherwise voted by the Executive Board.

SECTION 4 QUORUM

The membership present at Regular Meetings shall constitute a quorum. A majority shall be necessary to approve motions.

ARTICLE IX STANDING RULES

The Standing Club Rules of The Club are hereby incorporated into these By-Laws by reference.

ARTICLE X PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the Club in all cases in which they are applicable and in which they are not inconsistent with the By-Laws or Standing Club Rules, or other rules of the Club.

ARTICLE XI AMENDMENTS

The By-Laws may be amended at any regular Business Meeting by an affirmative vote of 2/3 of the Club members present, provided members have received prior written notice of the proposed changes at least 10 days in advance.

ARTICLE XII DISSOLUTION

The object and purpose of the organization being entirely charitable, no part of its earnings shall inure to the use or benefit of an individual. In the event this organization should be dissolved for any reason, any remaining assets shall be distributed to the GFWC Florida Federation of Women's Clubs to which this Club belongs, as long as the Federation remains within the scope of IRS Section 501(c)(3), or any amendments thereto.