

# Dudley Woman's Club Bylaws

## ARTICLE I Name

The name of this club shall be known as Dudley Woman's Club.

## ARTICLE II Purpose

The purpose of this club shall be to strengthen and improve the educational, social and civic interests of the community, while aiding worthy charities.

## ARTICLE III Membership

### Section 1 Eligibility

Any woman who is twenty-one years of age or older may become a member of the club. (Amended and adopted March 2019)

### Section 2 Enrollment

Applicants shall be enrolled into membership upon the Treasurer's receipt of dues.

### Section 3 Guests

Members may bring a guest to up to three meetings in anticipation of subsequent enrollment.

## ARTICLE IV Dues

### Section 1 Annual Dues for New Members

The annual dues are payable at time of enrollment. (Amended and adopted March 2019)

### Section 2 Annual Dues for Established Members

Annual dues shall be paid to the Treasurer at or before the October club meeting each year.

### Section 3 Nonpayment

Nonpayment of annual dues within thirty days after notice from the Treasurer shall be deemed as a resignation from the club.

## ARTICLE V Club Meetings

### Section 1 Regular Meetings

Regular meetings of the club shall be held at 7 p.m. the second Thursday of each month from September to April unless otherwise notified by the Board of Directors.

### Section 2 Annual Meetings

The annual meeting shall be held the second Thursday of May unless otherwise notified by the Board of Directors.

### Section 3 Quorum

Ten members shall constitute a quorum for the transaction of club business.

### Section 4 Parliamentary Proceedings

All club meetings will be conducted in accordance to parliamentary proceedings contained in Roberts Rules of Order.

## Article VI Officers

### Section 1 Titles

The club officers shall be President, Vice president, Corresponding Secretary, Recording Secretary, and Treasurer.

### Section 2 Terms of Office

The officers shall be elected at the April meeting in accordance with Article IX and shall serve a term of two years or until a successor is elected (Amended and adopted May 2021).

### Section 3 Limits on Terms of Office

No officer shall serve more than two consecutive terms except for the President and Treasurer who may serve three consecutive terms. An officer may seek office again after taking two years off (Amended and adopted May 2021).

### Section 4 Vacancies (Amended and adopted March 2024).

A nominating committee of members in good standing shall be appointed by the President in February of each election year. The Committee shall provide a slate of candidates to fill any end of term vacancy in the office of President, Vice president, Treasurer, Corresponding, and Recording secretaries by March 30 of any given year.

### Section 5 Mid-Term Vacancies (Added and adopted January 2018)

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In the event of a mid-term vacancy by an officer, the President shall appoint a DWC club member to fill the remainder of the vacating officer's term. In the event of the office of President being vacated mid-term, the Vice President shall assume the office of President for the remainder of the term and thereby appoint a Vice President to fill the remainder of the term.

## **ARTICLE VII Duties of Officers**

### **Section 1 President**

The President shall preside at all meetings of the club, the Nancy Vajcovec Legacy Committee (Amended and adopted March 2024) and Board of Directors. She shall have the power to appoint members to committees not otherwise provided for in these bylaws and she shall have the power to act on behalf of the club in emergencies.

### **Section 2 Vice president**

The Vice President shall assume the duties of the President in the absence of the president. She shall assume the office of the president for the unexpired term in the event the President is unable to fulfill her duties. She shall assist the president with club administration and perform all other duties as specified by the president and in the club bylaws. (Amended and adopted May 2021)

### **Section 3 Recording Secretary**

The Recording Secretary shall keep accurate records of the minutes of all club and Board of Directors meetings and will be prepared to report at all regular meetings of the club. She shall have custody of all records and papers relating to the business of the club except for those records in the custody of the Treasurer.

### **Section 4 Corresponding Secretary**

The Corresponding Secretary shall carry out the correspondence needs of the club. She shall distribute notices requested by the Board of Directors.

### **Section 5 Treasurer**

The Treasurer shall collect, receive and be the custodian of all club money. She shall pay all bills and make disbursements from specific funds under the direction of the board of directors. She shall deposit all the club's money in a local bank. She shall keep accurate record of all club money received and expended and she shall present a financial report at each regular club meeting and each meeting of the Board of Directors. She shall oversee the filing of annual tax reports. She shall have the authority, with the approval of the Board of Directors, to execute contracts pertaining to club programs and entertainment (Amended and adopted May 2021). She shall be a perennial member of the Nancy Vajcovec Legacy Committee (Amended and adopted March 2024).

## **ARTICLE VIII Board of Directors**

### **Section 1 Selection and Term of Office**

The standing members of the Board of Directors shall be the President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer. Members of the board shall be appointed by the President. Each non-officer director shall serve a term of one year unless otherwise specified at time of appointment.

### **Section 2 Quorum** (Amended and adopted December 2016)

A quorum will comprise 50 percent of the seated directors plus one.

### **Section 3 Regular Meetings**

Regular meetings of the Board of Directors shall be held monthly.

### **Section 4 Special Meetings**

Special meetings of the Board of Directors shall be held at the call of the President.

### **Section 5 Powers and Duties**

The Board of Directors shall transact all administrative business of the club.

## **ARTICLE IX Elections**

### **Section 1 Nominations**

A list of nominees shall be announced by the Nominating Committee at the March club meeting.

### **Section 2 Conduct of Elections**

At the April meeting, if there is only one nominee for each office, by consent of the membership, the Recording Secretary shall cast one vote on behalf of the membership. Otherwise, the membership at large, at that meeting, will vote for each office.

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### **Section 3 Commencement of Terms of Office**

The terms of office of all officers, members of the Board of Directors and standing committees shall commence at the close of the May club meeting.

## **ARTICLE X Nancy Vajcovec Legacy Committee (Added and adopted March 2024)**

### **Section 1 Selection and Term of Appointment**

The first Legacy Committee shall comprise the 2023-2024 club year officers – President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer, and two club members at large; with each serving a two-year term to expire May 2025. Following the May 2024 election, the new President and Treasurer shall automatically join the committee and commence a two-year term. **Thereafter** the Legacy Committee of seven club members shall comprise at all times the elected President ~~and Treasurer~~ of any given club year, and at least two club members at large. The President shall fill committee vacancies by appointment. When a committee chairperson reaches the end of a two-year term, the committee, by majority vote, shall select its chairperson.

### **Section 2 Term Limits**

No committee member shall serve more than three consecutive two-year terms. A committee member may be reappointed after taking two years off.

### **Section 3 Mid-Term Vacancies**

In the event of a mid-term vacancy, the President shall appoint a club member to fill the remainder of the vacating member's term.

### **Section 4 Quorum**

A quorum will comprise 50 percent of the appointed committee plus one.

### **Section 5 Regular Meetings**

Regular meetings of the Legacy Committee shall be conducted at least once a quarter. Additional meetings may be called by the President or Legacy Committee chairperson.

### **Section 6 Powers and Duties**

The Legacy Committee shall oversee the management and disbursement of Legacy monies. Legacy Committee decisions shall be achieved by majority vote. Legacy Committee decisions shall be executed after first gaining approval by majority vote of the Board of Directors and then by gaining approval by a majority vote from club members present at a regular club meeting.

## **ARTICLE XI Amendment**

These bylaws may be amended at any regular meeting of the club by two-thirds vote of the members present and voting, provided that the members have been informed of the intended amendment (a) at a previous meeting and (b) by written notice at least thirty days before the meeting.