

# **ISSAQUAH WOMEN'S CLUB**

## **Bylaws**

September 20, 1984

Revised 1989, 1993

Revised February, 1994

Revised August, 2003

Revised September, 2012

### ARTICLE I - NAME

The name of this non-profit organization shall be the *ISSAQUAH WOMEN'S CLUB*.

### ARTICLE II - PURPOSES AND OBJECTIVES

#### Section 1. Community:

To promote an interest in our community. To use our resources of time, energy, talents and money to benefit local charities and humanitarian projects.

#### Section 2. Social:

To provide a friendly environment for women to gather together, build relationships and share individual interests and skills.

### ARTICLE III - POLICY

The club shall not discriminate against prospective members because of race, color, creed, national origin or any other factor. The club is nonpartisan, nonsectarian and sponsors no legislative activity. The club shall not hold regular meetings in any establishment which chooses not to admit persons because of race, color, creed, national origin, sex, income, marital status, educational background or any other factor. The club shall comply with all laws, rules and regulations of all government agencies, local, state and federal.

### ARTICLE IV - MEMBERSHIP

#### Section 1. Qualification:

Membership shall be open to any person who subscribes to the purposes, objectives and the policies of the club. A prospective member may attend two regular meetings before joining the club.

#### Section 2. Types of Membership:

*CHARTER MEMBERSHIP* - This membership shall be extended to the founders and organizers of the club.

*HONORARY MEMBERSHIP* - This privilege is extended to all members who were in good standing during the first/founding year of the club and remain so from year to year. A non-paying, one year honorary membership may also be extended to a person who has given special service to the club.

*GENERAL MEMBERSHIP* - Any member who pays dues on time is a member in good standing.

### Section 3. Termination of Membership:

Any member may voluntarily resign from the club at any time. Any member not in good standing will be dropped from the membership list.

## ARTICLE V - DUES

### Section 1. Annual Dues:

The amount of annual dues shall be proposed by the board and voted on by the general membership.

If a new member joins before December 31, he/she shall pay the full annual dues. If he/she joins after January 1, he/she shall pay one half the annual dues.

In individual hardship cases, dues may be waived or modified by the membership chairperson with the approval of the executive board.

### Section 2. Continuous eligibility:

A renewing member who fails to pay dues by July 1 shall no longer be a member in good standing and shall be dropped from the membership list.

## ARTICLE VI - MEETINGS

### Section 1. Regular Business Meetings:

There shall be at least nine regular meetings during the club year. In an emergency, the president may change the regular meeting to a different date by giving notice to all members.

### Section 2. Board of Directors Meetings:

The board of directors shall meet once each month, August through May, at a time and place directed by the president. The November and December meeting may be combined. A majority of the board shall be necessary to constitute a quorum for the transaction of business.

General membership members are welcome to attend any board meeting but do not have voting privileges.

### Section 3. Reservations for Luncheon Meetings:

Advance payments for luncheon reservations will not be refunded unless the chairperson is notified at least 72 hours in advance and a refund can be obtained from the restaurant.

### Section 4. Guests:

Guests of members are welcome at all times. The same guest may not attend more than two meetings during a club year without becoming a paid member.

## ARTICLE VII - OFFICERS AND DIRECTORS

The governing body of this club shall be the board of directors which shall consist of the elected officers and the appointed chairpersons of the standing committees. The immediate past president shall act as Parliamentarian, an honorary advisor and a non-voting member of the board of directors. The parliamentarian shall cast the deciding vote in the event of a tie.

### Section 1. Elected Officers:

The elected officers shall be president, first vice president, second vice president, secretary, treasurer and the fundraising coordinator. These officers shall comprise the executive board of directors and will serve terms of one year each. Co-chairs to these positions will act as one identity with one vote.

Those elected to office must have been a member of the club for one calendar year. The president elect shall have served on the board of directors for at least one previous year. Officers may stand for election for a second term with a maximum of two consecutive years in that office.

### Section 2. Standing Committee Chairpersons:

Chairpersons of the standing committees shall be appointed by the president for terms of one year. The committees will be activities, communication, historian, hospitality, membership, newsletter, publicity, scholarship, sunshine, volunteer services and webmaster. Committees with co-chairs will act as one identity with one vote.

The planning and recommendations of each committee shall be presented to the board of directors at a regular board meeting for discussion and approval prior to implementation.

### Section 3. Vacancies

A vacancy in any office shall be filled by a majority vote of the board of directors with the exception of the office of president, which is automatically filled by the first vice president. If the first vice president is unable to serve, the board of directors shall recommend a candidate to be voted on by the general membership.

## ARTICLE VIII – ELECTION COMMITTEE

### Section 1. Selection:

The election committee shall consist of 5 members who volunteer at the general membership meeting in March. Two members are to be from the current board of directors who are not seeking reelection, and three members from the general membership who have been members for one or more calendar years and are not seeking to be elected.

No member shall serve on the election committee for two consecutive years.

### Section 2. Duties:

The election committee members shall distribute sign up sheets for all board positions at the April general meeting. They shall collect and collate the sheets during the meeting. The committee chairperson shall then announce all names on the proposed ballot and ask for volunteers to fill vacant positions.

The election committee shall prepare a written ballot for the elected positions to present at the May general meeting. Additional names may be added at the May meeting if the nominee was not present at the previous meeting. The committee shall count the votes and announce the results at the conclusion of the May general meeting.

ARTICLE IX - ELECTIONS

Section 1. Elections:

The election of officers shall be at the regular meeting in May. The vote shall be by secret ballot, with the person receiving the majority of votes to be elected.

Only members in good standing are entitled to vote.

ARTICLE X - DUTIES OF OFFICERS

Section 1. President:

The president shall be the chief executive officer of the club and shall preside over all meetings of the club, the executive board of directors and the board of directors. The president shall be an ex-officio member of all standing and special committees, except the election committee, with the approval of the executive board of directors. He/she shall secure annual written reports from all members of the board of directors and make the annual report to the club. The president shall perform such other duties as usually pertain to the office of president and be deemed necessary for the welfare of the club.

Section 2. First Vice President:

The first vice president shall perform the duties of the president in his/her absence.

The first vice president shall automatically become president in the event the president is no longer able to serve in that capacity. The office of first vice president is to be filled in the accordance with Article VII, Section 3. Vacancies.

The first vice president shall arrange holiday and installation luncheons.

Section 3. Second Vice President:

The second vice president shall be designated program officer and shall make arrangements for programs at regular meetings.

Section 4. Secretary:

The secretary shall keep an accurate record of all business transacted during all meetings of the club, the executive board of directors and the board of directors, with the exact wording of every motion and whether it passed or was defeated. He/she shall write such letters that the board of directors may determine necessary. The approved minutes of all meetings shall be signed by the secretary. The secretary shall disburse copies of the minutes to the general membership.

Section 5. Treasurer:

The treasurer shall receive all monies of the IWC and deposit those monies in an account in the official name of the Issaquah Women's Club in a bank designated by the board of directors. All obligations of the IWC shall be approved by a majority vote of the board of directors. The obligations shall be paid by check signed by the treasurer or by the president in the absence of the treasurer. All payments shall be supported by invoices or by a completed and signed "Request for Reimbursement" form supported by receipts.

The treasurer shall submit a written report of the income and expenditures of the IWC at each board meeting and make the report available to the membership at regular business meetings. Bank accounts shall be reconciled on a monthly basis. The treasurer shall close the books for the fiscal year end and make them available for the annual audit within 30 days of the fiscal year end. The treasurer shall prepare and file IRS income tax returns as required in a timely manner. The audited books shall be presented to the new president and treasurer

#### Section 6. Fundraising Coordinator:

The fundraising coordinator officer shall be responsible for plans to raise funds. He/she shall not take action on any fund raising without the prior approval of the board of directors and the general membership.

### ARTICLE XI - DUTIES OF THE STANDING COMMITTEES

#### Section 1. Activities:

Activities chairperson shall arrange activities and/or lunches of interest to members.

#### Section 2. Communication:

The communication chairperson shall be responsible for forming and coordinating a committee to contact members as designated by the president.

#### Section 3. Historian:

The historian shall keep records of all pertinent facts of vital importance as a recorded history of the club's activities. He/she shall maintain a history book with all papers and photographs.

#### Section 4. Hospitality:

The hospitality chairperson shall arrange for hostesses and greeters at regular meetings. He/she shall be responsible for acquiring and maintaining kitchen supplies,

#### Section 5: Membership:

The membership chairperson shall be responsible for inviting and welcoming potential members. He/she shall introduce all new members, prospective members and guests to the membership at the regular meetings. He/she shall collect member information and membership dues and turn monies over to the treasurer. He/she shall obtain and distribute the yearly membership roster. He/she shall be responsible for acquiring and maintaining nametags.

#### Section 6: Newsletter:

The newsletter chairperson shall be responsible for writing and mailing / emailing, depending on member preference, the newsletter to each member in good standing.

#### Section 7. Publicity:

The publicity chairperson shall contact the news media and any other sources to publicize the club and its activities.

#### Section 8. Scholarship:

The scholarship chairperson shall notify and distribute application forms to all Issaquah district high schools regarding the annual scholarship(s). He/she shall form a committee to evaluate applications and notify any recipient.

Section 9. Sunshine:

The sunshine chairperson is responsible for sending cards to members for birthdays, sympathy, get well etc.

Section 10. Volunteer Services:

The volunteer services chairperson shall act as coordinator between the club and the selected recipient organizations.

Section 11. Webmaster:

Webmaster shall set up and keep updated the Issaquah Women's Club website.

ARTICLE XII - VOTING

Section 1. Voting

The business of the club shall be transacted by voice vote or by show of hands at the regular meetings unless otherwise provided by the bylaws.

The business of the board of directors shall be transacted by voice vote or by show of hands. In extenuating circumstances, the vote may be conducted by email and/or telephone. The president and secretary shall document the vote at the next board of directors meeting.

Section 2. Quorum:

Fifty-one percent of the membership shall constitute a quorum for the purpose of voting. Voting may be in person, by proxy, email or regular mail.

Section 3. Policy Commitments:

No resolution or motion to commit the club on any matter shall be considered by the members until it has first been considered by the board of directors. Such resolutions or motions, if offered at a regular meeting, shall be referred without discussion to the board of directors, which after giving consideration to the matter shall submit its recommendations to the club. The club may then proceed to take such action as they deem proper.

ARTICLE XIII - INSTALLATION

Elected officers are to be installed in June. They will assume their duties beginning with the fiscal year, July 1.

ARTICLE XIV - AMENDMENTS

Section 1. Amendments:

These bylaws may be amended at a regular meeting provided that the proposed amendments have

been previously approved by a majority vote of the board of directors and that the proposed amendment has been submitted at the previous regular meeting and copies made available to each member.

Section 2. Ratification:

A majority vote of the membership shall be necessary for ratification.

ARTICLE XV - FINANCES AND RECORDS

Section 1. Fiscal Year:

The fiscal year shall commence on July 1 and shall close on June 30.

Section 2. Audit:

An audit shall be conducted by three club members named by the executive board at the last board meeting of the fiscal year in which the audit is to be made. The club may employ such outside accounting assistance as deemed necessary. The expense of such assistance is to be borne by the club. The audit is to be completed not later than 30 days after the end of the club financial year.

The audit is to be conducted as per the guidelines outlined in the treasurer's handbook.

Section 3. Budget:

Each board member shall submit to the treasurer an annual projected budget. The treasurer shall submit the proposed budget to the board of directors for approval. A finalized budget shall be approved by the general membership.

ARTICLE XVI - DISSOLUTION

Section 1. Dissolution:

A proposal for the dissolution of this club must be approved by a three-fourths affirmative vote of the board of directors, and must be submitted, giving reasons for dissolution, to all voting members at a regular meeting for their approval or rejection. Such regular meeting must be publicized to all members in good standing by any effective means.

Section 2. Quorum:

A majority vote of the membership shall constitute a quorum for voting purposes.

Section 3. Funds:

Any and all funds produced in consequence of the dissolution of the club shall be donated to an organization proposed by the board of directors and approved by the membership at the time of the vote of dissolution.

ARTICLE XVII - AUTHORITY

All meetings shall be conducted in accordance with Robert's Rules of Order.

# **ISSAQUAH WOMEN'S CLUB**

## **SUPPLEMENT TO BYLAWS**

March 2016

(approved May 2016)

### ARTICLE X – DUTIES OF OFFICERS

Section 6. Fundraising coordinator position will be moved to a standing committee.

### ARTICLE XI – DUTIES OF STANDING COMMITTEES

Section 1. Activities: Activities will be handled by individual for each event

Section 2. Communication will be subsumed into the position of Secretary.

Section 3. Historian – eliminated position

Section 5. Membership to encompass the newcomers social.

Section 7. Publicity will be renamed Marketing

Section 11. Webmaster will be renamed Website Manager.

### ARTICLE V -DUES

Any changes or amendments pertaining to membership dues or proration within any club fiscal year shall be voted by the board and presented to the general membership for approval.

### ARTICLE IV – MEMBERSHIP

Section 2. Types of Membership

CHARTER MEMBERSHIP – This complementary membership shall be extended to the founders and organizers of the club. And those over 90 years of age within the club year.