

**BYLAWS OF THE GFWC NAME WOMAN'S CLUB**  
**(As adopted January 2013)**

**Article I**  
**Name**

The name of this club shall be the GFWC NAME Woman's Club (hereinafter the "Club"), and it shall be a member of the Georgia Federation of Women's Clubs and the General Federation of Women's Clubs.

**Article II**  
**Object**

The object of the Club shall be to foster community and friendship among women in the community; to develop leadership skills of its members; and to work both individually and in cooperation with other organizations to enhance the lives of others through volunteer service.

**Article III**  
**Members**

**Section 3.1 Eligibility** Any woman over the age of 21 willing to work towards the objectives of the Club, GFWC Georgia, and GFWC shall be eligible for membership. Beginning June 2013, a prospective member shall attend one regular club meeting and participate in one community service project sponsored by the Club prior to submitting an application for membership.

**Section 3.2 Types of Members** There shall be two types of members: active and honorary.

- A. **Active:** Active members are members who pay full dues and who attend 50% of the meetings or projects held during the Club's fiscal year. They shall have full voting privileges and may hold an office.
- B. **Honorary:** Honorary members are life members of the club and are former members whom the membership votes to make honorary lifetime members of the club, based on their service to the Club. An honorary member shall have none of the obligations of membership in the Club, but shall be entitled to all of the privileges except those of making motions, of voting, and of holding office. Dues paid to GFWC, GFWC Georgia and the District for honorary members will be paid from the Club's treasury.

**Section 3.3 Application for Membership** All prospective members shall submit an application for membership to the First Vice-President, Membership Chair, who shall in turn forward to the Executive Board. Membership shall be granted based on two-thirds vote of the Executive Board. Membership will only become effective upon payment of the annual dues for the fiscal year.

**Section 3.4 Dues** The annual dues shall be sent by the Executive Board payable in advance on or before June 1 of each year. The Treasurer shall notify any members who are more than two months in arrears, and those whose dues are not paid within thirty (30) days thereafter shall be automatically dropped from membership in the Club. The treasurer shall notify once in writing and once with a phone call during the two month late period.

**Section 3.5 Termination of Membership** Membership shall be terminated in two ways: voluntarily or involuntarily.

- A. **Voluntary Termination (Resignation):** To withdraw Club membership and leave in good standing, an active member shall submit a written letter of resignation to either the President or the Secretary, who shall present the resignation to the Executive Board.
- B. **Involuntary Termination:** Any member who fails to attend at least 50% of regularly scheduled meetings or projects held during the Club year is subject to involuntary termination. This requires two-thirds vote of the Executive Board. If a member's behavior affects the Club and its majority membership, the Executive Board shall also vote to terminate a member's membership with a two-thirds vote. A letter will be sent from the Secretary to the member regarding said membership termination with a copy of said letter being sent to all members of the Executive Board. The letter shall be mailed and emailed to the member and may be emailed to the Executive Board.

#### **Article IV Officers**

**Section 4.1 Titles** The elected officers shall be President, First Vice President, Second Vice President, Treasurer and Secretary.

**Section 4.2 Eligibility** Nominees for a particular office shall meet the following requirements:

- A. **President:** Nominees for President shall have been a member of the Club for at least three years\* and shall have served at least one term as Club Vice President.
- B. **First Vice President:** Nominees for First Vice President shall have been a member for at least two years\* and shall have served on the Executive Board for at least one term.
- C. **Second Vice President:** Nominees for Second Vice President shall have been a member of the club for at least two years\* and shall have served on the Executive Board for at least one term.
- D. **Treasurer:** Nominees for Treasurer shall have been a member of the Club for at least two years\*.

- E. Secretary: Nominees for Secretary shall have been a member of the Club for at least one year\*, during which time she has actively participated in a majority of Club activities.

*\*Proviso: The requirements relating to length of Club membership shall not apply until four years (2017) after the Club receives its Charter (2013).*

**Section 4.3 Nominations and Time of Elections** In October, the Club President will ask the Club membership for three nominations for the Nominating Committee via email. A written ballot will be presented to the club membership via email. Members will vote via email and the person receiving the most votes will serve as Chair of the nominating committee. It shall be the duty of this committee to nominate candidates for the offices to be filled at the annual meeting in January. The Nominating Committee Chairperson will send via email the list of nominated candidates to the membership in November. Before the election in December, nominations may be accepted from membership via email to all club members. A vote will take place in December and may either be written ballot at noted meeting or via email.

**Section 4.4 Elections and Term of Office** The officers shall be elected by ballot either in written format at a meeting or via email. However, when there is no more than one candidate for each office, the membership may, by voice vote, dispense with the ballot and elect the officers by acclamation. The majority of votes cast by those present or responding via email shall constitute an election. Only an active member in good standing is eligible to vote. Officers shall serve for two years beginning in 2014 and each year thereafter. Their terms shall begin in January of the even year.

**Section 4.5 Office-Holding Limitations** No member shall hold more than one elected office during the same period of time. No member shall be eligible to serve more than three consecutive terms in the same office. If the office cannot be filled with another member, the membership shall revise the bylaw to allow the member to hold said office. The motion shall come from the nominating committee at said time and requires two-thirds vote of membership.

**Section 4.6 Vacancies in Office** In the event of a vacancy in the office of President, the First Vice President shall become President and serve the remainder of the term. A vacancy in any office other than President shall be filled by appointment of the Executive Board.

#### **Section 4.7 Duties of Officers**

A. President

1. She shall preside at all meetings of the Club and Executive Board.
2. She shall call any necessary special meetings of the Club and Executive Board.
3. She shall serve as an ex-officio member of all committees.
4. She shall execute all contracts approved by the Executive Board.
5. She shall appoint all project chairpersons, standing committees or special committees, as necessary.

6. She shall appoint a qualified person to serve as the Parliamentarian or the Parliamentary Advisor.
7. She shall be the representative of the club in the community, GFWC Georgia and GFWC.

B. First Vice President

1. She shall serve as chairman of the Membership Committee.
2. She shall verify that any prospective member applying for membership meets the eligibility requirements of Club.
3. She shall present membership applications to the Executive Board for voting.
4. She shall officially and in writing invite each prospective member whose application has been approved to join the Club.
5. She shall be responsible for planning and implementing an orientation program for new members, and such a program shall include information concerning the structure and work of GFWC Georgia and GFWC.
6. She shall provide a copy of the Club bylaws to new members at their installation.
7. She shall plan the new member installation.
8. She shall order official club name tags for all new members, if the club decides to use name tags, or t-shirts.
9. She shall keep a membership roll that shows the year each member joined and the member's current status (active or honorary), along with current contact information for active members.
10. She shall constantly work and focus on retaining members through communication and club activities.
11. She shall reach out to members who miss more than two events through email, phone or other social media contact.
12. She shall establish a mentor program for new members, as needed.
13. She shall serve as hostess to new members at gatherings (finding them a partner and including them in a group).

C. Second Vice President

1. She shall serve as the Community Service Program Project Chair and coordinate the work of the six Community Service Projects.
2. She shall familiarize herself with the GFWC Georgia Plan of Work and give copies to any chairperson.
3. She shall be responsible for club reporting and shall ensure all reports are mailed by the deadline of February 1.

D. Treasurer

1. She shall collect member dues and all other funds given to the Club or generated from its activities.
2. She shall notify any members who are more than two months in arrears, and those whose dues are not paid within thirty (30) days thereafter shall be automatically

dropped from membership in the Club. The treasurer shall notify once in writing and once with a phone call during the two month late period.

3. She shall write all checks approved by the Executive Board or its membership.
4. She shall deposit all money in a bank designated by the Club.
5. She shall keep an accurate record of all receipts and expenditures and make a report monthly and annually to the membership. The monthly report may be via email and included in the Executive Committee meeting minutes. At the request of either the Executive Board or a majority of the membership, she shall make the books available for audit.
6. She shall, after the close of her term, turn over to the incoming treasurer all minutes, all monies, vouchers, books, papers and other property of the club in her custody and possession by January 15 of the incoming Treasurer's term of office.
7. She shall serve as chairman of any budget, finance or fundraising committee.
8. She shall be responsible for presenting the annual Club budget, prepared by a committee, for approval by the Executive Board and by the membership.

E. Secretary

1. She shall keep accurate minutes of all meetings of the club and Executive Board. She shall keep a hard copy in a binder of all minutes, etc. of the Club.
2. She shall maintain a list of all Club members with current contact information.
3. She shall conduct all correspondence of the Club, including Club communications sent via email, as well as maintain a copy of all club correspondence, including emails.
4. She shall distribute a monthly newsletter to the membership.
5. She shall distribute the minutes of each meeting to the membership. Such distribution shall be via electronic means.
6. She shall, after the close of her term, turn over to incoming Secretary all minutes, books, papers, and other property of the club in her custody and possession by January 15 of the incoming Secretary's term of office.

**Article V**  
**Meetings**

**Section 5.1 Regular Meetings** The club elects to hold meetings and projects throughout the year. A calendar of regular meeting dates will be established by the Executive Board in May of each year to run August to May. During 2013, the Executive Board will establish meeting dates for the 2013 Calendar year.

**Section 5.2 Special Meetings** Special meetings shall be called by the President or the Executive Board and shall be called upon the written request of seven members of the Club. The purpose of the meeting shall be stated in the call and the call may be sent via electronic means. Except in emergency situations, notice given must be a minimum of three days.

**Section 5.3 Quorum** Fifty percent (50%) of all active members in good standing shall constitute a quorum.

## **Article VI Executive Board**

**Section 6.1 Composition** The elected officers of the Club shall constitute the Executive Board. The Parliamentarian or Parliamentary Advisor shall serve as an advisor to this body when appointed by the President.

**Section 6.2 Duties and Powers** The Executive Board shall have general supervision of the affairs of the Club between its regular meetings, fix the hour and place of meetings, make recommendations to the Club, prepare and submit standing rules or rules of special procedure and order to the Club for final approval, and perform such other duties as are specified in these bylaws and in the standing rules. The Executive Board shall be subject to the orders of the Club membership and none of its actions shall conflict with action taken by the Club majority vote.

**Section 6.3 Meetings** The President shall call the monthly meeting of the Executive Board. Special meetings of the Executive Board may be called by the President and shall be called upon by written request of three members of the Executive Board. The Executive Board members may not meet without the knowledge of the President for Club business.

## **Article VIII Committees**

**Section 8.1** The President shall appoint committees from time to time if deemed necessary to carry on the work of the Club. The President shall be an ex officio member of all committees except the nominating committee. If a finance committee is appointed, the Treasurer shall be the chairperson and three other club members shall be appointed by the President and will prepare the budget for the Executive Board review. If a bylaws committee is appointed, the Parliamentarian will be the chairperson and three other members will be appointed by the President and this committee may review and submit proposed amendment changes.

## **Article IX Parliamentary Authority**

The rules contained in the current edition *Robert's Rules of Order Newly Revised* shall govern the Club in all cases to which they are applicable and in which they are not consistent with these bylaws and any special rules of order that the Club may adopt.

## **Article X Defederation and Dissolution**

**Section 10.1 Defederation** It shall take two-thirds vote for the Club to cease membership in GFWC Georgia and GFWC. However, if at least five members of the Club wish to continue as a federated club, the Club shall continue and those members are entitled to retain the club name and all assets, including all financial aspects, of the Club.

**Section 10.2 Dissolution** It shall take a two-thirds vote of the membership to dissolve the Club. However, if at least five members of the Club wish to continue as a federated club, the Club shall continue and those members are entitled to retain the club name and all assets, including all financial aspects, of the Club. In the event of dissolution, all club assets to include any monies left in the Treasury after all liabilities and obligations have been met shall be donated to the GFWC Georgia Ella F. White Endowment Fund.

## **Article XI Amendment**

**Section 11.1 Amendments** These bylaws may be amended at any regular meeting by a two-thirds majority vote of those present and voting, provided the proposed amendment has been submitted in writing at the previous meeting or has been mailed to all members to include electronic submission at least two weeks prior to the meeting at which the vote is to be taken. The Club allows electronic voting for bylaw changes, if two-thirds of the voting membership responds.