

The Dana Point Woman's Club By-Laws

(Amended August 2018)

Article I – **NAME**

Section 1. The name of this organization shall be The Dana Point Woman's Club, Federal ID # 95-3721512 and Charitable Trust ID # CT-0149594.

Section 2. The Dana Point Woman's Club is a subordinate of the California Federation of Women's Clubs, and is recognized as a 501(c)3.

Article II – **OBJECT**

The objective shall be to unite the influence and enterprise of the women of Dana Point, Capistrano Beach, San Juan Capistrano, San Clemente, and adjoining communities in the promotion of measures pertaining to the general welfare of those communities whether their measure be moral, educational, or civic.

Article III – **MEMBERSHIP**

Section 1. Membership shall be open to all women who are in agreement with the objectives of this club and who act accordingly.

Section 2. Membership Opportunities - The written application for membership, endorsed by one member of the club, and accompanied by the initiation fee and dues, shall be presented to the Executive Board for approval by a majority vote.

- a) On an annual basis, members are encouraged to serve on at least one committee, one fund-raiser and complete a 'Service and Activity' sheet by December 31st. The current Membership Chair will oversee the member completion and collection of referenced forms.

Section 3. The new member shall be introduced at the first regular meeting following her notification of admission to the club.

Section 4. To resign in good standing, a resignation must be in writing to the Corresponding Secretary before the end of the current club year. A verbal resignation shall be effective when made to a member of the Board and confirmed in writing by the President.

Section 5. Associate Membership and Auxiliary entities which are formed to complement the activities of the Club shall be established at the discretion of the Executive Board.

Article IV. **DUES**

Section 1. The annual dues of the Club shall be \$45.00 for the fiscal year, June 1st – May 31st, and payable March 1 through April 15 each year. After 60 days of delinquency, the Membership Chair in consultation with the Treasurer shall send a final notice to the delinquent member. Ten days after mailing of the final notice, the Membership Chair in consultation with the Treasurer shall drop the delinquent member from the list.

Section 2. The initiation fee shall be \$25.00.

Section 3. Members joining after February 1st shall pay one-half the annual dues, plus the initiation fee. A member joining in May shall pay an initiation fee and the next fiscal year's dues.

Section 4. A member who has resigned in good standing may be reinstated in accordance with Article III Section 4 upon application to the Executive Board and by paying the stipulated annual dues.

Article V– **EXECUTIVE BOARD**

Section 1. The Executive Board Officers shall be President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Corresponding Secretary, and Treasurer who shall be elected at the regular May meeting. The President of the Community House shall be a member of the Executive Board, while being President of the Community House Inc.

- a) Any member who has belonged to the Club for one year or more, immediately prior to the nomination, and who is in good standing with the Club, shall be eligible to hold an elected office for a two year term.
- b) In addition to the above, the President shall have served at least one (1) year on the Executive Board.
- c) Preferably no one shall serve on the Executive Board for more than four (4) consecutive years, unless she is elected to President, who may possibly serve one term (two (2) years) in addition to the four (4) consecutive years.

Section 2. The outgoing President shall serve in the position of Advisor to the newly elected President for a period of one year. The Advisor shall attend all board meetings, but have no voting rights, unless she has been elected to another board position.

Section 3. The Executive Board shall have general supervision over all interests of the Club and shall authorize the payment of all fixed expenses set forth in the annual budget.

Section 4. Five (5) members of the Executive Board shall constitute a quorum.

Article VI – **DUTIES OF OFFICERS AND APPOINTEES**

Officers:

Section 1. The President shall preside at all meetings of the Club and Executive Board. She shall appoint all committee chairs, perform all other duties belonging to that office, and act as an official member of all committees, except for the nominating committee.

Section 2. The First Vice President shall assume the duties of President when she is not available. Should the President be unable to serve, the First Vice President shall fill the unexpired term of office or until a new President has been named. The First Vice President shall be Program Chair.

Section 3. The Second Vice President shall be Membership Chair.

Section 4. The Third Vice President shall be Chair of Ways and Means.

Section 5. The Recording Secretary shall keep a record of the meetings of the Club and the Executive Board.

Section 6. The Corresponding Secretary shall be responsible for all Club communication. Duties will include but not be limited to monitoring the Club email, correspondence, and issue all notices ordered by the Club.

Section 7. The Treasurer shall be custodian and disbursing officer of all funds of the Club.

- a) She shall provide a monthly financial report at each Club meeting, with copies available upon request. In addition, she shall provide a full annual written financial report at the Annual Membership Meeting in June.
- b) Her books shall be available to the Board when requested and the Auditing Committee's review one month after the end of each fiscal year, June 1 – May 31.
- c) She shall coordinate with the Bookkeeper and within fifteen (15) days after quarter end, provide the Club's quarterly financial statements and records to the Bookkeeper.
- d) The Treasurer shall be responsible for any and all electronic payment devices; she shall have possession of any device used to process credit card payments.

Section 8. The President of the Community House Inc. is an Executive Board Member while in office.

Appointees:

Section 1. The President shall appoint the position of Parliamentarian who shall preside over all disputes concerning By-laws and conduct of meetings. 'Robert's Rules of Order', newly revised, shall be the authority in all questions of parliamentary law. The Parliamentarian shall chair the By-laws Committee, which shall review the By-laws annually and make recommendations for change to the Executive Board. She shall coordinate with the Directory Committee for the printing of the revised By-laws.

Section 2. The President shall appoint the Historian, who shall be responsible for the preservation of historical artifacts pertinent to the Club.

Section 3. The Executive Board shall appoint a Certified Public Accountant (CPA) who shall in a timely manner prepare and file all Federal and State income tax returns and required government filings including: California Secretary of State's 'Statement of Information' and the Attorney General of California's 'Registration Renewal Fee Report'. The CPA shall provide the Executive Board and the Finance Committee with copies of all filings, including user names and passwords for online filings. The CPA shall be experienced in charitable accounting and not be related to any Dana Point Woman's Club member.

Section 4. The Executive Board shall appoint a Bookkeeper to maintain Club finance records. The Treasurer to coordinate and provide quarterly finance statements and records, within fifteen (15) days after quarter end to the Bookkeeper. The Bookkeeper's Quarterly Statements are to be provided in a timely manner, either by mail or email, to the Treasurer for distribution.

Section 5. The President shall appoint the Chairs of the Committees and shall review all such appointments with the Board. At the Board's discretion, more positions may be deemed necessary.

Article VII – **COMMITTEES**

Section 1. The Committees of the Club shall include the following Standing Committees:

1. Audit Committee - The Chairman shall be appointed by the President; the Committee shall consist of four (4) members, including the Chair. The Board shall appoint the remaining three (3) members, one from the Executive Board and two (2) from the General Membership. The Treasurer shall not serve on the Audit Committee. The Committee shall audit the Treasurer's books at the end of the fiscal year (June 1 – May 31). A written copy of the audit must be provided to the Board and to the General Membership for approval at the September general meeting.
2. By-laws Committee – The Parliamentarian shall chair the Committee and shall review the By-laws each year and recommend proposed changes in accordance with existing by-law revision requirements.

3. Membership Committee – shall consist of the 2nd VP as Chairman and as many committee members as deemed necessary to plan all membership drives for new members.
 - a) Phone Tree Committee – to make personal phone calls, inviting or reminding members, prospects and community leaders about upcoming events.
 - b) Directory Committee – shall be responsible for the organization, publication and distribution of the Directory to each member no later than the October meeting. The directory shall contain members' contact information, officers, committee chairmen, By-laws and the 'Collect for Clubwomen'.

4. Nominating Committee – shall consist of three members: the Chair appointed by the President; a current member of the Executive Board; and a member from the general membership. Committee members selected from the General Membership must be in place by the March meeting of the Club, and must be active members for at least one year or more.
 - a) Each nominee must consent to nomination for office.
 - b) No member shall accept a nomination for more than one Club office.
 - c) No member of less than one year's standing shall be eligible for office, unless all eligible members have refused the office.
 - d) If the Nominating Committee cannot secure an eligible member as a nominee for office, the incumbent may be nominated by invitation to retain the office.

5. Program Committee – shall consist of 1st VP as Chairman and as many committee members as deemed necessary. The chairman shall submit the program schedule for the year to the Executive Board for approval and before the printing of the directory. The Chairman and/or her committee shall be responsible for securing and introducing speakers, discussion groups and coordinating with vendors. The Program Committee is responsible for the Installations Banquet.
 - a) Hospitality Committee - shall plan and organize the monthly luncheons. They will coordinate with the First Vice President

(Programs) and the Social Media/Web Page Committee; they are responsible for the meeting theme, arranging the caterer, set-up and clean-up. Two members from the general membership shall be assigned each month to assist the Committee. The Committee shall create the invitations for the monthly luncheons and forward to the Corresponding Secretary for distribution.

6. Ways & Means Committee – shall consist of the 3rd VP as Chairman and as many committee members as deemed necessary. The Ways & Means Committee shall propose and plan all fund-raising activities of the Club and shall submit proposals of activities to the Executive Board and then to the General Membership for approval.

Section 2. The other Committees of the club may include but are not limited to the following:

1. Domestic Violence Awareness & Prevention Committee – the chair shall be appointed by the President. This is a 'GFWC Signature Project' to increase awareness and prevention of domestic violence. Committee works to provide and participate in projects that support the aforementioned topic.
2. Long-Term Planning Committee – shall advise the Executive Board and make annual recommendations so that the organization is able to anticipate and adapt to challenges and changes.
3. Philanthropy Committee – shall evaluate and review community philanthropies worthy of Club support. Recommendations shall be made to the Executive Board.
 - a. Scholarship Committee – shall evaluate and advise the Executive Board on the awarding of scholarships to qualifying seniors at high schools in the surrounding communities.
4. Social Media/Web Page Committee – charged with maintaining an Internet presence on the various social media sites, as well as, creating and updating Dana Point Woman's Club web site. The Committee shall publicize and promote the activities of the Club, including the monthly luncheons, fund-raisers and special events of the Club.

Article VIII – **MEETINGS**

Section 1. The regular meeting of the Club shall normally be the first Thursday of each month of the Club year, September to June, inclusive. The Board normally meets the third Thursday of the month.

Section 2. More than half of the General Voting Membership shall constitute a quorum.

Section 3. The President may call Special Meetings at any time. Five members of the Executive Board or more than half of the General Membership, may also call a Special Meeting.

Section 4. The Annual Meeting of the Club will normally be part of the June regular meeting.

Article IX – **ELECTIONS**

Section 1. The Nominating Committee shall present a proposed slate of nominations for elected officers at the April regular meeting. Nominations from the floor shall be accepted only at the April regular meeting and shall be added to the proposed slate of nominations, at which time nominations will be closed.

Section 2. The election of officers shall take place at the May regular meeting of the Club. If more than one candidate is running for an office, the election shall be conducted by written ballot, provided by the Nominating Committee, with the simple majority of voting members present being decisive.

Section 3. Ballots shall be counted by the Nominating Committee and winning candidates announced. Should there be only one candidate for election to each office, the President may declare the slate elected or there may be a motion from the floor accepting the slate.

Section 4. The officers shall be installed at the regular meeting in June and shall serve for a two (2) year term.

Section 5. To insure continuity of leadership, the following rotation of Officers is recommended: President, Third Vice President and Recording Secretary

will retire the first year. The following year the First Vice President, Second Vice President, Treasurer and Corresponding Secretary will retire.

Section 6. No President shall serve more than two (2) consecutive years. However, a President may continue to serve at the end of her term until a new President has been installed.

Section 7. All vacancies in office shall be filled by a majority vote of the Executive Board. The Appointed Board member shall serve until the next Board election.

Article X – **AMENDMENTS TO THE BY-LAWS**

Section 1. The By-laws may be amended at any regular meeting of the Club by a quorum vote of the voting membership (more than half of the General Membership constitutes a quorum). Proposed amendments must be submitted in writing and read at the regular Club meeting one month prior to the vote.

Article XI – **TAX EXEMPT STATUS AND CLUB DISSOLUTION**

Section 1. Any and all property of the Dana Point Woman's Club is irrevocably dedicated to charitable and educational purposes, which establishes the club's tax-exempt status under Section 501(c)3 of the Internal Revenue Code thereby meeting the requirements for tax exemption provided by the Revenue & Taxation Code.

Section 2. As required in Section 214 (6) of the California Revenue & Taxation Code, upon dissolution of the Club, any and all property/assets will not inure to the benefit of any private person except to a fund, corporation or association for charity and/or educational purposes which is duly qualified as a 501(c)3. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the club is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XII – **Robert's Rules of Order**

Section 1. Robert's Rules of Order, newly revised, shall be the authority in all questions of parliamentary law.

(Amended August 2018)

STANDING RULES

1. The Club business meeting takes place during the Club's regular meetings of the general membership.
2. No guest shall be admitted to more than two meetings during the Club year.
3. Any member or section of the Club shall incur no bills unless approved by the Executive Board.
4. The President shall be allowed a courtesy fund of \$250.00 for necessary expenses during her term of office.
5. The First Vice President, Second Vice President and Third Vice President may appoint respective committees to assist them with their duties.
6. Repaying the entrance and the current year dues may reinstate members, who have been properly notified that they have been dropped from the membership for non-payment of dues.
7. Reservations for the use of the Community House for the yearly Club Calendar shall be made with the Community House Rental Chair or Property Manager.
8. The President shall attend business meetings of the Community House, Inc. as a voting representative of the Dana Point Woman's Club.
9. The Club may maintain a website, Facebook and other social media sites to inform the membership of club news and activities.
10. Each member is to serve on a luncheon committee at least once a Club year. If she is unable to serve at the luncheon she is assigned, she is required to find a replacement or trade with a future luncheon committee member.
11. The expenditure of Club monies over \$150.00 not specified in the yearly budget shall require a vote of the Executive Board.
12. A gift, not to exceed \$100.00, may be sent to any seriously ill or hospitalized Club member or to the family of any deceased member.

13. The Standing Rules may be amended at any regular meeting of the Club by a quorum vote of the membership; more than half of the General Membership constitutes a quorum.

14. All club checks must be approved by the President and signed by one of the following Board Members; President, 1st Vice President, or Treasurer.

15. Contact information, including, without limitation, street addresses, phone numbers and email addresses provided by Members shall be used only for DPWC purposes and the DPWC requests that Members and others with access to such information respect the intended usage and not use such information for commercial or other purposes.

16. The Community House, Inc. Board shall keep the General Membership informed of all important actions and provide an annual financial statement during each fiscal year.

(As amended August 2018)