

BY-LAWS  
STONEBRIDGE WOMEN'S CLUB  
*(as amended on March 3, 2021)*

ARTICLE I  
Name

The name of this organization shall be Stonebridge Women's Club.

ARTICLE II  
Purpose

Section 1. The purpose of the Stonebridge Women's Club is to cultivate an environment of sociability, communal spirit and to develop, support and promote common interests, activities and experiences. The primary focuses of the group will be social, educational and charitable.

Section 2. Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. No part of the net earnings of the organization shall be used for the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by any organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE III  
Membership

Section 1. To be eligible for membership, a woman must reside or be under contract to reside in the Stonebridge Community.

Section 2. To become a member, the resident will complete and forward her application form and a check for her dues to the Treasurer.

Section 3. Dues shall be collected covering the club's fiscal year from June 1 to May 31. All members must pay dues to the club Treasurer by July 1 of each year. Individuals who close on their homes between February 1 and May 31 and who are first time members will pay apportioned dues for the remainder of the year.

Section 4. On August 1, those members whose dues are in arrears shall be notified by the Chairman of the Membership Committee. If payment is not made by September 1, the member will be considered an inactive member of the club.

Section 5. A member who becomes inactive may activate their membership by submitting their check to the club Membership Chair.

Section 6. If a member displays inappropriate misconduct, the Executive Board should refer to Article VIII entitled Discipline and may penalize the offender by a two-thirds vote.

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ARTICLE IV  
Officers

Section 1. The officers shall be two (2) Co-Presidents; two (2) Vice-Presidents; two (2) Co-Communications Secretaries; one (1) Recording Secretary; two (2) Co-Treasurers and one (1) Sergeant-at-Arms. Each officer's term will be for two (2) years. Terms of office for each "co" position will be staggered such that each year there will be an election for one (1) President, one (1) Vice President, one (1) Communications Secretary and one (1) Treasurer. Each officer may serve for two (2) consecutive terms. The retiring President will continue to serve as an Advisor to the Executive Board for one (1) year at the end of her term of office with voting privileges. To ensure a smooth transition for any board position, the outgoing board member may continue to serve on the board in the capacity of a Job Specific Mentor, as needed. This will continue until such time that the Job Specific Mentor and the incoming officer together agree that sufficient training has been provided. The Job Specific Mentor will have no voting rights but may attend board meetings and may participate in discussions.

Section 2. Committee Chairpersons are appointed on a yearly basis.

Section 3. Qualifications of officers: To serve as an officer of the organization, a candidate must be a member in good standing and a resident for a minimum of one year. At least one (1) Co-President must have served on the Board for at least one year. Additionally, all officers must be full-time residents of the community, i.e., cannot be absent from the community for more than a two (2) month consecutive period of time during the fiscal year.

Section 4. At the February Executive Board meeting, the President shall select three (3) Board members to serve on the Nominating Committee. At the February General meeting, the President shall appoint two (2) members from the general membership to serve on the Nominating Committee for a term of one year. The Nominating Committee shall elect its Chair. All members of the Nominating Committee shall have been a member of the Women's Club in good standing for at least one year. Members interested in serving as officers should notify the Nominating Committee Chair of their interest prior to the designated deadline. No candidate may be nominated without her express consent. The Nominating Committee will interview individuals interested in serving as officers and present the slate to the Executive Board at the March Board meeting. The Nominating Committee will then present the slate of candidates at the March General meeting and at the April General meeting. Additional nominations will be opened to the floor at the March General meeting.

At the April General meeting, the Nominating Committee Chair shall read the slate. A vote will be held and the results shall be reported to the membership. If more than one person has been nominated for any office as a result of the open nominations from the membership at the March General meeting, a closed ballot shall be used. If there is only one person nominated for each office, the Secretary shall cast one vote on behalf of the club for the entire slate. The new officers will be installed at the May General meeting.

Section 5. Duties of Officers

The Presidents shall preside at the meetings of the club and of the Executive Board. In their absence, the duties of the President shall be performed by one of the other officers or their designee. They shall serve as ex-officio members of all committees, except the Nominating Committee.

The Vice Presidents' duties shall consist of developing and executing the program for each meeting. In the event that the Presidents are unable to carry out their duties, the Vice Presidents will assume the Presidents' responsibilities, as necessary.

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The Recording Secretary shall keep computer-generated records of all General and Executive Board meetings. The minutes shall be emailed to all officers in a timely manner each month.

The Communications Secretaries shall take care of all business and social correspondence and announcements as directed by the President. This includes all communications with members as well as announcements and correspondence with persons outside of our club. She shall report incoming and outgoing communications at General and Executive Board meetings.

The Sergeant-at-Arms shall maintain order at General meetings and Executive Board meetings, as well as assuring that the club is in compliance with the by-laws.

The Treasurers shall:

- Collect dues
- Oversee all club funds
- Deposit all monies received during the month into the bank approved by the Executive Committee in the name of the Stonebridge Women's Club
- Reconcile the account each month
- Submit the check register or account statement and ledger for tax preparation annually
- Pay by check or club credit card such sums as approved by the Executive Board or chairperson
- Checks must be signed by the Treasurer and/or a President
- Keep computer-generated accurate accounts of all monies received and expended
- Render a written statement at all General and Executive Board meetings
- Render a report at the close of each fiscal year of the organization (June – May)
- Chair the annual budget meeting in June
- Keep a file of all receipts and club financial reports for a period of three (3) years

ARTICLE V  
Executive Board

Section 1. The Executive Board shall consist of all officers of the Club.

Section 2. All contracts must have Executive Board approval. The Treasurer will review all contracts before they are signed.

Section 3. The Executive Board shall have the power to create and discontinue committees. The Executive Board, by a two-thirds vote of its membership, may relieve a chairperson or an officer of her duties for due cause.

Section 4. The Executive Board will meet on the **second Thursday** of each month.

Section 5. Special meetings of the Executive Board may be called by the Presidents.

Section 6. A quorum for Executive Board meetings shall be a majority of those present.

Section 7. Any charitable donation above \$1000.00 must be approved by the general membership unless there is a specific fundraising event for a designated charity.

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ARTICLE VI  
Standing Committees

The following standing committees have been established:

- Nominating
- Membership
- Charity
- Fundraising
- Hospitality
- Photography
- Volunteerism

Ad hoc committees shall be appointed by the Executive Board as necessary from time to time to carry out the work of the club.

ARTICLE VII  
Meetings

Section 1. General meetings will be held on the third Thursday of each month at 7:00 pm except when otherwise requested by the club or the Executive Board.

Section 2. Newly-elected officers shall commence their term upon installation at the May General membership meeting.

Section 3. A quorum shall consist of a majority of the total members present at a General meeting.

Section 4. Special meetings may be called by the President or Executive Board and will be done so with written notice stating its purpose to all members prior to the date of the meeting. No business other than that stated in the notice for the meeting shall be transacted.

Business to be Discussed

1. Call to order by Presiding Officer
2. Vote for approval of minutes
3. Read Treasurer's Report
4. Other Officers' Reports
5. Reports of Committee Chairwomen
6. Unfinished Business
7. New Business
8. Program
9. Announcements
10. Adjournment of Meeting

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Article VIII  
Discipline

Chapter 15 (entitled “Discipline”) of “*Robert’s Rules of Order Newly Revised*” indicates that every organization has the authority to endorse its rules and expect ethical and honorable conduct from its members. Members can be disciplined for immoral and inappropriate misconduct at meetings and events. Penalties may be taken if a member is seen or found to have committed any of the following, including but not limited to: absenteeism, bribery, conspiracy, disloyalty, fraud, lying, theft, working against the organization and violating other values that the organization holds dear.

PENALTIES:

The chair cannot impose a penalty without the approval of the Executive Board members. The following penalties can be imposed:

- A motion that the member must apologize
- A motion that the member must leave during the remainder of the meeting or event
- A motion to suspend the member’s rights for a designated period of time
- A motion to expel the member from the organization

If the Executive Board wants the member to leave the meeting while they discuss the penalty, someone must present this option in the form of a motion, which takes the majority to adopt. If the member is not asked to leave during the discussion, that person may speak briefly in her defense. If the member denies the charges, the secretary can read what she has said or done.

If a person is asked to leave a meeting or event and refuses, the chair should ask the Sergeant-at-Arms to escort the person to the door. The Sergeant-at-Arms should not use force but persuade the person to leave. If not, they should call the police.

ARTICLE IX  
Parliamentary Authority

The rules contained in the current edition of “*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 inconsistent with these by-laws and any special rules of order the Club may adopt. The Sergeant-at-Arms shall maintain order at the meeting.

ARTICLE X  
Amendments

These by-laws may be amended at any General meeting of the organization by a majority vote of those members present and voting, provided that such proposed amendments shall have been presented in writing to the general membership at least seven (7) days prior to the meeting at which the vote is taken.

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ARTICLE XI  
Dissolution

No (member) officer shall be personally liable for the debts or obligations of this club of any nature whatsoever, nor shall any of the property of the (member) officer, be subject to the payment of the debts or obligations of this club.

At the time of dissolution of the club, the officers shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses, dispose of all of the assets of the club.

(Signed document maintained offline)  
Linda Longo, Co-President

March 3, 2021  
Date

(Signed document maintained offline)  
Judith Feltz, Co-President

March 3, 2021  
Date

- By-laws-Stonebridge Women's Club
- Amended on 03/03/2021
- Supersedes By-laws dated 09/25/17