

FAIRFIELD GLADE LADIES CLUB BYLAWS
Revised January 4, 2023

ARTICLE I: Name of Organization

The name of this organization is the Fairfield Glade Ladies Club (The Club).

ARTICLE II: Purpose

The Club is a 501(c)(3) non-profit organization, established exclusively for charitable, religious, educational, and scientific purposes. Such purposes may include distribution of funds to other organizations that benefit the residents of Cumberland County and qualify as non-profit under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Article III: Membership

Section 1. Eligibility

- A. Adult female property owners or residents of Fairfield Glade as well as former Fairfield Glade Ladies Club members are eligible for membership.
- B. Any non-member may attend only one membership meeting as a guest per membership year.

Section 2. Membership Year

The membership year is July 1 through June 30.

Section 3. Dues

- A. The Board of Directors (The Board) determines the amount of annual membership dues.
- B. Dues will be paid initially upon joining The Club and are non-refundable. Thereafter, dues will be paid annually beginning May 1 for the following membership year.
- C. Participation in any club activities or office shall not be available until dues are paid, with the exception of Article III, Section 1, B.

Section 4. Fees

The fee for the membership meeting/luncheons is set by The Board.

Article IV: The Board

Section 1. The Purpose: The Board is the governing body of The Club.

Section 2. The Board Composition

The Board is composed of the elected officers and standing committee chairs.

A. Elected Officers

The elected officers of The Club are President, President-Elect, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and Assistant Treasurer. The Immediate Past President is an ex-officio member of The Board with voting rights. The elected officers of The Club constitute the Executive Committee.

1. The President

- a. Presides at all meetings and is the Chair of The Board.
- b. Acts as ex-officio member of all committees.
- c. Appoints Ad Hoc committees as needed.
- d. Appoints a parliamentarian from among members of The Board.

2. The President-Elect

- a. Is a learning position preparing to become the President at the end of the current President's two-year term of office, or sooner in the event the current President cannot fulfill her duties.
- b. Will become familiar with the Bylaws of The Club as well as all the functions of each committee.
- c. Performs such other duties as assigned by the President.
- d. Presides over all meetings in the absence of the President.
- e. If the president's office is vacated, presides over all meetings and performs the duties of that office.

3. The First Vice President

Serves as Program Chair, coordinating programs and special events.

4. The Second Vice President

- a. Serves as Membership Chair, registering all new members and keeps updated contact data.
- b. Introduces new members and guests at each meeting.
- c. Coordinates the New Member Tea.
- d. Coordinates the preparation of a membership directory/yearbook annually to be made available to paid members.

5. The Recording Secretary

Keeps The Club records including the minutes of membership meetings, The Board meetings, Executive Committee meetings, and other duties as assigned.

6. The Corresponding Secretary

Is responsible for all correspondence for The Club.

7. The Treasurer

- a. Signs on The Club's bank accounts and receives all monies, except for Travel, and deposits same into the authorized accounts.
- b. Pays out monies only as necessary for the operation of The Club.
- c. Prepares and submits monthly financial reports to The Board in a timely manner.
- d. Presents a preliminary annual budget for the following fiscal year for review at the June Board meeting.
- e. Presents an annual budget for approval at the September Board meeting.
- f. Provides all documents required for the annual review of The Club's financial records by a non-member accountant commencing after The Club's fiscal year end of June 30. The report, signed by the accountant, shall be presented to The Board at its next regularly scheduled meeting after receipt. Copies of the review report shall be filed with the Secretary and Treasurer.

8. The Assistant Treasurer

- a. Signs on The Club's bank accounts.
- b. Reviews and affirms monthly bank reconciliations.
- c. Screens charitable requests and provides a list of those qualified to the Executive Committee for potential Charitable Fund distributions.
- d. Assists the Treasurer where needed and performs other duties as assigned.
- e. Is authorized to conduct the Treasurer's duties in the absence of the Treasurer.

B. Standing Committees

Standing Committee Chairs, to be appointed by the President, shall chair these committees: Community Relations, Nominating, Publicity, Reservations, Scholarship, Service, Travel, and Ways & Means.

1. The Community Relations Committee

Solicits sponsors, maintains a relationship with the current year's Club sponsors, and reports sponsor attendees for each membership meeting to Reservations, the President, and the Recording Secretary. Oversees Veterans' Affairs.

2. The Nominating Committee

Presents its slate of officers at the April meeting every other year unless a special election is declared necessary or as otherwise stated herein.

3. The Publicity Committee

- a. Reports newsworthy items to newspapers for publication.
- b. Maintains The Club's website.
- c. Communicates with members through emails.
- d. Acquires photos of The Club's events.

- e. Keeps an up-to-date scrapbook of The Club's activities and submits completed records to the Cumberland County Archives.

4. The Reservations Committee

- a. Makes arrangements for and takes reservations for Club events as assigned.
- b. Collects luncheon payments and reconciles funds with the Treasurer.
- c. Provides table signage and decorations for brunches/luncheons and other special events.

5. The Scholarship Committee

Implements the Fairfield Glade Ladies Club Pam Biggs Scholarship awards. Amounts requested for funding should be submitted to the Executive Committee by April of each year.

6. The Service Committee

- a. Investigates prospective recipients and implements a monthly service project.
- b. Prepares and submits a list of potential recipients to the President for approval at the start of each club year.

7. The Travel Committee

- a. Plans and implements all trips.
- b. Keeps its own financial records and bank account(s) to be included as part of The Club's annual review.
- c. Provides a copy of the most recent bank statement to The Board on a monthly basis.
- d. Provides the final report to The Board for each trip completed during the prior month, accounting for the trip's receipts, expenses, and amount of profit or loss.

8. The Ways & Means Committee

Initiates and is responsible for fundraising projects and events as approved by The Board.

Section 3. General Responsibilities of The Board Members

- A. Board members are expected to attend The Board meetings.
- B. Each Board member, except Past President, is responsible for annual updates to their committee's Procedures Manual.
- C. The Board members are responsible for preparing written reports covering their activities for The Club and submitting them to the Recording Secretary prior to the monthly Board Meetings.

ARTICLE V: MEETINGS

Section 1. The Board Meetings

- A. The Board meets prior to each membership meeting.
- B. A quorum to conduct The Board meeting shall be a majority of the members of The Board.
- C. Business requiring a vote shall be decided by a majority of The Board members present.
- D. Ad Hoc committee chairs may attend The Board meetings but may not vote.
- E. Some Board members may choose to attend meetings by electronic means under certain circumstances, so long as the President and Recording Secretary are made aware ahead of time, and that facilities are available so that all members attending can be heard and understood.

Section 2. Membership Meetings

- A. The Club meets monthly except for July and August.
- B. The Executive Committee has the authority to cancel a scheduled membership meeting if deemed necessary.
- C. No funds shall be solicited from The Club members during meetings by any individual for non-club purposes.
- D. Any suggestions or propositions made at any membership meeting calling for the expenditure of money for other than budgeted obligations shall be submitted in writing to The Board for its action.
- E. A copy of The Club's Bylaws will be available at each meeting.

Section 3. Executive Committee Meetings

- A. The Executive Committee meets annually in May to review requests for distributions of charitable funds that have been vetted by the Assistant Treasurer.
- B. Makes recommendations to The Board regarding the distribution of available charitable funds at the June Board Meeting.
- C. The President, or any other three Executive Committee members, may call an Executive Committee meeting at any time.
- D. Some Executive Committee members may choose to attend meetings by electronic means under certain circumstances, so long as the President and Recording Secretary are made aware ahead of time, and that facilities are available so that all members attending can be heard and understood.

Section 4. Parliamentary Authority

- A. The Club's meetings are governed by The Club's Bylaws using Roberts Rules of Order as a guideline.
- B. The Parliamentarian ensures that the meetings are conducted in an orderly manner.
- C. The Parliamentarian chairs and appoints members to review/revise the Bylaws as deemed necessary.

ARTICLE VI: NOMINATIONS AND ELECTIONS

Section I. Nominations

- A. The Nominating Committee presents its slate of officers with one candidate for each office at The Club's April membership meeting every other year.
- B. Other candidates who have expressed a willingness to serve may be nominated from the floor at the May membership meeting.

Section 2: Elections

- A. At the May membership meeting the slate of officers shall be elected by acclamation unless nominations are made from the floor.
- B. If nominations are made from the floor, a majority of the votes cast shall constitute an election.
- C. Voting privileges are granted only to members whose current dues are paid.
- D. An election may be held by electronic means so long as all current members are advised of the election, have opportunity to nominate other candidates, and good effort is made to give them opportunity to vote. An attempt to contact those with no email capability should be made by phone or mail.

Section 3: Installation of Officers

- A. The newly elected officers will be installed at the end of the June meeting every other year, unless otherwise stated in these Bylaws.
- B. All elected officers take office on July 1 and shall hold office for two years from that date.
- C. The period between the June membership meeting and July 1 shall serve as a transition period for both outgoing and incoming officers.

Section 4: Term of Office

- A. The elected officers, with the exceptions of the Treasurer and Assistant-Treasurer, are not eligible to serve more than two consecutive years in any one office except as otherwise provided herein.

- B. The Treasurer and Assistant Treasurer may serve longer than two years by re-election.

Article VII: Vacancy of Elected Officers

Section 1. President

- A. If for any reason the President's position is vacated, the President-Elect immediately becomes President and assumes the title and all the duties of this position for the remainder of the vacating President's two-year term.
- B. Upon completion of the partial term, the current President may, if so desired, complete her commitment to fulfill the next biennial President's term, or make her position as current President available to be filled by the current President-Elect, thus becoming the immediate Past-President.

Section 2. President-Elect

- A. If for any reason the President-Elect's position is vacated, the Nominating Committee shall immediately begin a search for an individual to replace the vacating President-Elect and submit that name to The Board for approval.
- B. After The Board's approval, that nominee will be presented to the membership at the earliest opportunity.
- C. When the nominee is presented to the membership, additional nominations will be accepted for 30 days; a special election will follow either at a membership meeting or electronically.
- D. The newly elected President-Elect will be installed immediately and assume all the duties of the position for the remainder of that term.
- E. Upon completion of the President-Elect's term, she is an eligible candidate for the office of President at the next regular election.

Section 3. Vacancies of Remaining Elected Officers

- A. In the event of a vacancy of any other elected officer, the President, with the approval of The Board, may appoint a replacement to complete the vacating officer's two-year term.
- B. Upon completion of that two-year term, the appointed officer may run for re-election, if so desired.

Section 4. Resignation

Resignation of any officer or committee chair shall become effective upon receipt of written notice to the President or Recording Secretary of The Club unless written notice specifies an effective resignation date.

Article VIII: Amendments

Section 1.

A Club member may propose an amendment by submitting it in writing to the President for The Board's review at its next regularly scheduled meeting. Results of that review will be presented to the membership for 30 days' consideration. The amendment will then be presented for a vote at the next regular Club meeting following the 30 days.

Section 2.

The Bylaws may be amended at any membership meeting of The Club by a two-thirds vote of the members present, provided that The Board has previously considered the merits of the amendment(s).

Article IX: Non-discrimination

The Club shall not discriminate against active or prospective members on the basis of race, ancestry, color, creed, national origin, religion, income, marital status, educational background, or any other factor.

Article X: Dissolution

Upon dissolution of The Club assets shall be distributed by The Board for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Revised: January 1994
August 1996
February 1999 – Article II
June 1999 – Article VI
April 2001
November 2003
March 2006 - Article X, By-Laws #4
April 2009
July 2012
March 2015 – Consolidation of Constitution, Bylaws & Policies into one document
August 2018
June 2019
May 2021
January 2023