

THE
WOMAN'S CLUB
of
St. Michaels, Maryland
Incorporated

By-Laws



ARTICLE I

Name/Seal

The name of this organization shall be the Woman's Club of St. Michaels, Maryland, Inc.

The Corporate Seal of the Club shall have inscribed thereon the name and year of incorporation (1942).

ARTICLE II

Mission

The purpose of this Club shall be to organize, maintain and operate a Club for the advancement of community interest and the promotion of education and philanthropic work along practical lines and for pleasure, recreation, and other non-profitable purposes. No part of the net earnings shall inure to the benefit of any member.

ARTICLE III

Policy

No information in regard to the Club or its activities shall be released for publication by any member without the approval of the Publicity Chairman and the President.

ARTICLE IV

Membership

Section 1: Membership shall be by invitation.

Section 2: Anyone who has been a member of the Club for one (1) year or more may propose and endorse one (1) new member during a year. The proposed member shall attend two (2) general meetings prior to approval by the Executive Board.

Section 3: Proposal of a new member shall be made on a form approved by the Executive Board. The form shall be signed by the proposer and endorser. The completed form shall be submitted to the Executive Board by the Membership Committee. Election to membership shall be by a majority vote of the Executive Board.

Section 4: The applicant shall pay the annual dues at the time she presents her application for membership.

Section 5: Any member wishing to resign from the Club shall present her resignation in writing to the Corresponding Secretary. Resignations shall be presented to the Executive Board. No member may resign in good standing unless her current dues have been paid.

Section 6: Any member who resigns in good standing may be reinstated by application to the Membership Committee. Reinstatement shall be approved by the Executive Board.

Section 7: By invitation of the Executive Board, a clergywoman or the wife of an active clergyman in St. Michaels may become a member of the Club without the payment of an application fee or dues.

Section 8: Honorary membership will be given to any member who has reached 90 years of age. Dues will be waived and they shall have all the privileges of Club membership.

Section 9: Membership shall be limited to 260. The Executive Board, with unanimous approval, may limit the number of members at any time, when it is deemed necessary.

ARTICLE V

Dues

Section 1: The fiscal year of the Club shall be from July 1 through June 30.

Section 2: The annual dues shall be seventy-five dollars (\$75.00) per year.

ARTICLE VI

Officers

Section 1: The officers shall be twelve (12) in number. A President, a First Vice President, a Second Vice President, a Corresponding Secretary, a Recording Secretary, a Treasurer, an Assistant Treasurer, and five (5) Directors. They shall be elected at the annual meeting and hold office for one (1) year or until their successors are elected. No officer with the exception of the Treasurer and Recording Secretary shall be eligible to hold more than two (2) consecutive terms in the same office and no Officer shall hold more than one (1) office at a time. The terms of office shall begin at the close of the fiscal year.

Section 2: The Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Club.

Section 3: The Treasurer and Assistant Treasurer shall be bonded by the Club for the faithful performance of their duties.

ARTICLE VII

Nominations and Elections

Section 1: A Nominating Committee consisting of three (3) members, (one of whom shall be designated as Chairman) and one (1) alternate shall be appointed by the President and approved by the Executive Board. No officer of the Club can serve on the Nominating Committee.

Section 2: It shall be the duty of this Committee to nominate a candidate for each office to be filled at the May meeting. It shall prepare a slate of these candidates and mail it to each member of the Club no later than two (2) weeks prior to the May meeting.

Section 3: Additional nominations may be made for any office providing the nominee has been endorsed by three (3) members of the Club, and written consent of the nominee has been obtained and filed with the Nomination Committee one (1) week prior to the elections. Election shall be by ballot when more than one (1) candidate is proposed for the same office, the candidate receiving the highest number of votes being elected.

Section 4: Any vacancy occurring in any office during the Club year shall be appointed by the President and approved by the Executive Board, with the appointee serving until the next annual election.

ARTICLE VIII

Club Meetings

Section 1: The regular meetings of the Club shall be held at the clubhouse on the first Wednesday of the month from October through June, inclusive, unless otherwise determined by the Executive Board.

Section 2: Special meetings can be called by the President with the approval of the Executive Board, or shall be called on the written petition of fifteen (15) members, such petition stating the purpose for which the meeting is desired. If the special meeting is requested by petition, such meeting shall be called within thirty (30) days from the date the petition is presented to the Executive Board.

Section 3: The election of officers shall be held at the regular monthly meeting in May.

Section 4: The installation of officers shall be held at the annual June luncheon.

Section 5: Thirty-five (35) members shall constitute a quorum at all business or special meetings.

ARTICLE IX

Executive Board

Section 1: There shall be an Executive Board consisting of the elected Officers and Directors. The immediate Past President shall be a member of the Executive Board the ensuing year in an advisory capacity only.

Section 2: The Executive Board shall have general supervision of the affairs of the Club between its business meetings, fix the hour and place of the meetings, and make recommendations to the Club.

Section 3: Regular meetings of the Executive Board shall be held once a month from September through May with the exception of December.

Section 4: Special meetings may be called by the President and shall be called upon the request of three (3) members of the Board. The request shall be presented in writing to the Recording Secretary.

Section 5: Any Officer or Director who is unable to be present at a Board meeting shall notify the President prior to the meeting. Any Officer or Director absent from three (3) consecutive meetings without being excused shall be considered to have resigned.

Section 6: Seven (7) voting members shall constitute a quorum for the transaction of business.

ARTICLE X

Committees

Section 1: The Standing Committees shall be: Audit, Civic, Finance, Membership and Publicity.

a: The Audit Committee, consisting of a Chairman and two (2) members, shall be responsible for making an audit of the books and accounts of the Club at the end of the fiscal year. The audit report shall be submitted to the Executive Board and shall be included in the President's Book.

b: The Civic Committee shall consist of a Chairman and one or more members. It shall be the duty of this committee to study community activities and make recommendations for promoting educational and philanthropic work to the Club membership. Funds for such activities shall be approved by the Executive Board.

c: The Finance Committee shall consist of four (4) members including the Treasurer, the Assistant Treasurer, the Chairman of the Audit Committee, and one other person to be appointed by the Chairman. The President will appoint one of these members as Chairman of the Committee. The Committee shall prepare a budget for the ensuing fiscal year for the approval of the Executive Board at the first meeting. A copy of the budget shall be made available to the Club members for their information at the October meeting.

d: The Membership Committee shall consist of a Chairman and two (2) members. This committee shall present the names of candidates proposed for membership to the Executive Board for their approval.

e: The Publicity Committee shall consist of a Chairman and one or more members. It shall be the duty of this Committee to release to the news media information concerning general meetings and special events of the Club as approved by the President. (See Article III)

f: Other Standing and Special Committees can be appointed by the President.

g: Committee Chairmen, unless otherwise specified, shall be appointed by the President with the approval of the Executive Board.

h: The President shall be a member, ex officio, of all committees, except the Nominating Committee.

ARTICLE XI

Departments

Section 1: The Departments shall be Administrative, Clubhouse and Grounds, and Club Programs and Activities.

a: The Administrative Department shall be under the direction of the President.

b: The Clubhouse and Grounds Department shall be under the direction of the First Vice-President.

c: The Club Programs shall be under the direction of the Second Vice-President.

Section 2: All Departments shall be subject to the approval of the Executive Board.

ARTICLE XII

Amendments

These by-laws may be amended at any regular or special meeting by a two-thirds (2/3) vote of the members present and voting, providing a written notice and text of the proposed amendment(s) or revision shall have been sent to all members at least ten (10) days before such meeting.

ARTICLE XIII

Parliamentary Procedure

Section 1: Where these by-laws are silent with respect to procedure, Robert's Rules of Order Newly Revised shall be the parliamentary authority and the Club shall be governed thereby.

Section 2: The President may appoint a Parliamentarian.

Bylaws adopted: January 6, 1971

Bylaws revised: 1976-1977, 1981, 1991, 1999, 2003, 2004-2008, and 2014