

## BYLAWS OF MERCER ISLAND WOMEN'S CLUB

- ARTICLE I      NAME**  
The name of the organization shall be the **Mercer Island Women's Club**.
- ARTICLE II      PURPOSE**
- Section 1.      To encourage friendship among members by providing a varied program of non-commercial, non-political, and non-religious activities.
- Section 2.      To introduce newcomers to the community.
- Section 3.      To acquaint members with charitable and civic organizations on Mercer Island and in the surrounding communities.
- ARTICLE III     MEMBERSHIP**
- Section 1.      **Resident Membership**
- Any Mercer Island resident is eligible for membership.
  - Membership may be retained as long as the member remains in good standing and continues her residency on Mercer Island. To remain in good standing, a member must pay all dues and fees by the date designated. Those not in good standing will be barred from Club activities until dues/fees have been paid.
  - Prospective members may attend two General Meetings or activities before joining.
- Section 2.      **Non-resident Members:**
- Any former Mercer Island Women's Club member is eligible provided that they do not live on Mercer Island.
  - Shall have the right to vote.
  - May not be elected to the Executive Board. If a currently serving Executive Board Member becomes non-resident after being elected, they may serve the remainder of their term with the approval of the remaining Board Members.
  - May attend all regular functions.
  - Will receive the Newsletter and Directory.
  - Dues shall be the same as resident membership.
- Section 3.      The Executive Board shall have the authority to suspend or expel a member from membership as explicitly stated in Standing Rule #5.
- ARTICLE IV     EXECUTIVE OFFICERS**
- Section 1.      The executive board is composed of elected officers of the Mercer Island Women's Club. It shall include President, Vice President(s) of Activities, Vice President(s) of Civic Projects, Vice President(s) of Club Events, Vice President(s) of Communications, Vice President(s) of Membership, Secretary, and Treasurer.
- Section 2.      A member shall hold an office for one year, beginning and ending with the installation of new officers.
- Section 3.      The President and Treasurer may hold elected office for a maximum of two consecutive years. This maximum term can be extended under exceptional circumstances as determined by nominating committee and approved by membership vote.
- Section 4.      No member shall be eligible for the office of President unless she has first served on the Board.
- ARTICLE V     DUTIES OF OFFICERS**
- Section 1.      The **President** shall:
- prior to taking office, select as Parliamentarian, the immediate past-president, or a previous member of Board of Directors
  - select all Standing and Special Committee Chairs and help in the selection of committee members
  - be an ex-officio member of all committees, except the Nominating Committee
  - preside at all meetings of the Club, the Executive Board, and the Board of Directors unless she is unavailable, in which case she should appoint an Executive Board Member to preside
  - call the Executive Board together for action in the event of emergency decisions having to be made between regularly scheduled Board of Director Meetings

- report any action taken at an Executive Board Meeting at the next meeting of the Board of Directors
- conduct other business of the Club as directed by the Board of Directors

Section 2.

The **Vice President(s) of Activities** shall:

- be prepared to perform all the duties of the President in her absence, or when called upon to do so
- serve as Activity Coordinator(s)
- arrange Chairs for each Activity Group and act as liaison between the Groups, the Board, and the General Membership

Section 3.

The **Vice President(s) of Civic Projects** shall:

- be prepared to perform all the duties of the President in the absence of the President or when called upon to do so
- serve as Civic Project Coordinator(s)
- identify charitable and civic organizations on Mercer Island and in the surrounding communities deserving the Club's financial support.
- present at least two such organizations to the Board of Directors for approval before presentation to the General Membership for vote
- handle all fundraising activities, turn in deposits and expenses to the Treasurer and provide a detailed report to the Treasurer for each fundraising activity

Section 4.

The **Vice President(s) of Club Events** shall:

- be prepared to perform all the duties of the President in the absence of the President, or when called upon to do so
- serve as Luncheons and Programs Coordinators
- serve as Evening Events Coordinators
- arrange Chairs for luncheon and evening events and act as liaison between the Chairs and the Board
- oversee the selection of suitable venues and programs

Section 5.

The **Vice President(s) of Communications** shall:

- be prepared to perform all the duties of the President in the absence of the President, or when called upon to do so
- establish and maintain the club's Communication Management Plan
- identify other operations or procedures that can increase the effectiveness of communication
- oversee all communication activity, such as the newsletter, publicity, social media, website, and other activities as determined by the Board of Directors

Section 6.

The **Vice President(s) of Membership** shall:

- keep a database of all Club members and Club Activities
- collect all dues and turn the monies over to the Treasurer
- oversee compilation of and distribution of membership directories
- coordinate mailings of printed newsletters

Section 7.

The **Secretary** shall:

- keep the Minutes of all meetings of the Boards
- notify Board Members of Board Meetings
- conduct the necessary correspondence of the Club, the Executive Board, and the Board of Directors
- be responsible for sending cards, letters, flowers, and gifts in the name of the Club on appropriate occasions and at the discretion of the Board of Directors
- hold inventory lists and location of Club supplies

Section 8.

The **Treasurer** shall:

- handle all monies pertaining to the Club
- present an annual budget to the Board of Directors for approval
- present the Board-approved annual budget for vote by the Membership
- keep an accurate record of receipts and payments
- submit an oral and written report at the Board of Directors' Meetings
- close the books at the end the end of the fiscal year on May 31 and turn them over to the new Treasurer no later than June 30

- Section 9. The **Parliamentarian** shall:
- be an authority and advise on parliamentary procedure when required
  - be responsible for amendments to Bylaws and Standing Rules as needed
  - keep a current copy of the Bylaws and the standing Rules of the Club in the online folder for access by the Board of Directors and verify that the website includes the most recent version of these documents
  - be liaison between the immediate past and present Boards
- Section 10. All officers shall perform the duties prescribed by these Bylaws and the Parliamentary authority adopted by the Club.
- Section 11. Outgoing officers shall provide new officers with a written report outlining their responsibilities, and will relinquish to them, by May 31st, all supplies and equipment in an up-to-date and workable condition.

**ARTICLE VI NOMINATION, ELECTION, INSTALLATION AND VACANCIES**

- Section 1. **Nomination**
- The Chair of the Nominating Committee shall be the Parliamentarian, unless otherwise decided by the President. The Chair shall appoint, before the January meeting, two members from the current Board of Directors and two from the General Membership.
  - The Nominating Committee shall nominate candidates for the Offices of President, Vice President(s) of Activities, Vice President(s) of Civic Projects, Vice President(s) of Club Events, Vice President(s) of Communications, Vice President(s) of Membership, Secretary, and Treasurer, having secured the consent of the nominees to serve, if elected.
  - The Nominating Committee shall present its slate of candidates to the General Membership in the spring at least two months prior to election.

- Section 2. **Election**
- Officers shall be elected by written ballot at the General Meeting in the spring. If there is but one nominee for an office, the ballot may be dispensed with by general consent and the vote taken by voice vote.
  - The election shall be preceded by the Chair of the Nominating Committee again reading the prepared Slate of Officers.
  - Other nominations may be made from the floor by an active member in good standing. No name shall be presented for nomination without the consent and the willingness to serve of the nominee.
  - Election shall be subject to the requirements for eligibility as stated in Article IV, Sections 1, 2, 3, and 4.
  - Candidates receiving a majority of votes shall be elected.

- Section 3. **Installation**
- Elected officers shall be installed at the General Meeting in May and will assume their duties after installation.

- Section 4. **Vacancies**
- A vacancy in the Presidency shall be filled by a Vice President who will be selected by the Nominating Committee and voted on by the General Membership.
  - The Chair of the Nominating Committee with her Committee Members will present a nominee for a vacancy of any elected office to the General Membership for a vote.

**ARTICLE VII MEETINGS**

- Section 1. A minimum of two (2) General Meetings shall be held, September through May.
- Section 2. All decisions of the General Membership shall be by majority vote of the members present at a General Meeting.

**ARTICLE VIII BOARDS**

Section 1. The Executive Board shall consist of all elected officers and the Parliamentarian.

Section 2. The Board of Directors of the Club shall consist of the Executive Board and the Chairs of the Standing Committees.

Section 3. **DUTIES**

The **Elected Officers** shall:

- perform the duties required for their offices
- meet on call of the President in matters calling for emergency action
- at their discretion, appoint an auditor to audit the books of the Treasurer and/or Civic Projects

The **Board of Directors** shall:

- meet at the discretion of the President and determine the general policy of the Club
- Authorize the formation or deletion of Standing Committees as deemed necessary and appropriate for the best interest of the Club
- attend Board and General Meetings and other functions of the Club

Section 4. **QUORUM**

All Board Members present at a Board of Directors Meeting may vote. A quorum of seven (7) Board Members is required to vote on motions put before the Board of Directors. The Parliamentarian does not vote. The President only votes if there is a tie.

**ARTICLE IX COMMITTEES**

Section 1. The **Standing Committees** of the Club shall consist of, but not be limited to, the following: Decorations, Directory, Nametags, New Members, Newsletter Editor, Publicity, Socials and Website.

Section 2. The **Special Committees** of the Club shall be the Nominating Committee and such other committees, appointed by the President, as the President, Executive Board or Board of Directors deem necessary to carry on the work of the Club.

The Chairs of such Special Committees, designated by the President, will attend Board of Directors' Meetings at the discretion of the President, but will have no vote.

**ARTICLE X FINANCES**

Section 1. Renewal period for membership is from June 1 to September 15.

Section 2. Memberships received past our September 15 deadline will not be listed in the Membership Directory. Additions to Activity Group Lists are only updated periodically.

Section 3. The President and Treasurer are authorized to sign checks for the Club.

Section 4. A budget, prepared by the Treasurer and approved by the Board of Directors, shall be presented to the General Membership for a vote of approval.

Section 5. The fiscal year shall run from June 1<sup>st</sup> through May 31<sup>st</sup>.

**ARTICLE XI PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order Revised shall govern all meetings on matters not covered by these Bylaws.

**ARTICLE XII AMENDMENT**

After approval by a majority vote of the Board of Directors, proposed amendments to these Bylaws must be submitted in writing to the membership one month preceding the vote on adoption or read at the General Meeting preceding the vote on adoption.

***MIWC GUIDELINES & PROTOCOLS EXPLANATION***

A standing guideline may be introduced, amended, deleted or suspended at any Board Meeting.

1. The cancellation policy of all other Club functions will be left to the discretion of the chairman of that event.
2. The Board of Directors may spend, when deemed necessary, up to \$500.00 without the approval of the General Membership.
3. The amount of dues shall be set annually by the Board of Directors.
4. No member shall receive compensation from chairing any activity. Activity expenses will be paid by the participants.
5. Members and their guests are expected to exercise personal self-control and reasonable judgment when attending club functions, particularly, but not limited to, those including alcohol, sales or recruiting for business, and discussions regarding politics (including campaigning) and religion. Failure to do so will result in a written warning from the Executive Board for the first offense, and a one-year suspension from the Club for a subsequent violation. Any violation occurring after reinstatement will result in an automatic expulsion from the Club. A spouse or guest may receive one warning and will be barred from all club activities if a second offense occurs.
6. Guidelines for E-blasts to the membership are as follows:
  - a. Condolences will be sent upon the passing of current members, former members who have recently moved or are no longer active in the club, spouses of current members, and children of current members. Notices about the above, plus other loved ones, can be in an announcement section of the Newsletter.
  - b. Events Reminders will be sent twice: once as an early-bird reminder and once as a final reminder.
  - c. Emergency Announcements will be sent as needed.

(Last Revision: 12/11/2024 to remove Standing Committees we no longer have and months when events need to happen, reflecting the fact that there are fewer General Meetings.