



Newcomers Club of Amelia Island™

September 2020

CONSTITUTION

I. Name

The name of this club shall be Newcomers Club of Amelia Island™ (the “Club”).

II. Purpose/Mission

The purpose of the Club is to extend a friendly hand to all newcomers and to women whose lifestyles have changed by providing an atmosphere for developing new friendships and offering social and service opportunities in the community.

III. Status

The Club is a not-for-profit 501 (c) (7) women’s organization.

IV. Membership

Any woman who resides in Nassau County, FL may apply for membership.

V. Governance

The Executive Board (the “Board”) is responsible for the smooth functioning of the Club.

BYLAWS

I. Membership

a. Privileges

- i. Membership is valid for one 12-month fiscal year which will run from April 1 through March 31.
- ii. A prospective member may attend one luncheon meeting and/or two meetings of activity groups before paying the prescribed annual dues.
- iii. A member may retain membership in the Club as long as desired, provided she pays her dues on time and abides by the regulations set down in this Constitution and Bylaws.

- iv. Guest privileges will be limited to visiting friends and family members of Club members and to prospective new Club members.
- b. Dues
 - i. Annual dues shall be payable in April of each year. All members of the previous year must pay their dues by May 15th, or they will be dropped from membership.
 - ii. Dues will be adjusted only for first time members joining December through March.
 - iii. Any and all changes in annual dues must be approved by a majority of the Board.
- c. Communication with Members
 - i. A newsletter of Club activities shall be sent to all members each month.
 - ii. A Club directory with an up-to-date membership roster shall be provided to each member each year following renewal of annual dues.

II. Officers

- a. Executive Board
 - i. Officers to be elected from the general membership are President, President-Elect, Vice President, Secretary, Treasurer, Community Service Officer, Communications Officer, Membership Officer, and Technology Officer.
 - ii. All Board members shall be year-round residents of Nassau County.
- b. Term of Office
 - i. Term of office for officers shall be one (1) year. Any partial term of office for six to twelve months in length shall be deemed a full term for that particular officer.
 - ii. An officer may not serve on the Board for more than three consecutive terms unless the Nominating Committee is unable to identify another member willing to serve and a majority of the Board approves an extension for that office.
 - iii. A vacancy in any office shall be filled by a majority vote of the Board with the exception of a vacancy in the office of President, who is replaced by the President-Elect.
- c. Election of Officers
 - i. A minimum of a three member Nominating Committee shall be appointed by the President to present a slate of officers for election by the general membership. The names of the Nominating Committee members will be published in the newsletter at least two (2) months prior to the annual general meeting. No nominee for office may serve on the Nominating Committee.
 - ii. Election of officers will take place at the annual general meeting in January. The recommendations of the Nominating Committee shall be published in the newsletter prior to the annual meeting. Further nominations may be made from the floor. The consent of a nominee must be obtained prior to the nomination.
- d. Assumption of Office
 - i. The transition of duties will begin after the January election, and the new officers will officially assume their duties at the April Board meeting.

- ii. The new Board will meet with their predecessors to discuss duties and receive a written report detailing the duties and activities of the past year to provide for a smooth transition.
 - iii. Any officer may have an assistant and/or committee to assist her as needed.
- e. Duties of Officers
- i. President
 1. The President shall preside at all meetings of the Club and of the Board. She shall appoint activity and project committee chairs for her term, and coordinate their efforts, and she shall perform all other duties pertaining to the office.
 2. The President shall be authorized to sign checks in the absence or disability of the Treasurer.
 3. She is a member ex-officio of all committees except the Nominating Committee.
 - ii. President-Elect
 1. The President-Elect shall perform all duties of the President in her absence.
 2. She will maintain and update committee member listings and position descriptions.
 3. She will serve as liaison between the committees and the board.
 4. She will plan and prepare for the transition to the new year, and shall assume the presidency in the following term of office.
 - iii. Vice President
 1. The Vice President shall plan and manage the monthly luncheons.
 2. She will select venues and menus, and negotiate pricing.
 3. She will select and facilitate programs.
 4. She will coordinate member registration and the waiting list.
 5. She will coordinate the day-of-luncheon needs such as mixer tables, name tags, centerpieces and the member welcome table.
 - iv. Secretary
 1. The Secretary shall keep minutes of all general meetings and Board meetings and handle club correspondence.
 2. The Secretary will maintain and store all correspondence, meeting minutes, legal documents, taxes and computer passwords.
 - v. Treasurer
 1. The Treasurer shall keep an itemized account of all income/deposits and disbursements and shall report monthly to the Board.
 2. She shall pay all bills, obtaining approval of the Board for all non-recurring expenditures.
 3. Following the election of officers, the current Treasurer will convene a committee that includes the Treasurer, the newly elected President, and the newly elected Treasurer to draw up an annual budget for the coming year to be presented to the new Board for approval at its April meeting. The new budget, as approved, will be included in the Club newsletter. The budget may be amended as needed by the Treasurer with Board approval.

4. The Treasurer shall prepare an annual financial report at the end of each year and make all records available for audit in April. Audit of the financial records is completed by the Audit Committee three (3) times a year.
- vi. Community Service Officer
 1. The Community Service Officer will manage all of the Club's charitable activities.
 2. This will include the selection of charities we will sponsor, coordination of our fund-raising efforts, and publicity surrounding those efforts.
- vii. Communications Officer
 1. The Communications Officer shall coordinate all mass communications relevant to the general membership and/or the general public to ensure all messaging is timely and appropriate for the target audience and consistent across the media spectrum.
 2. The Communications Officer shall serve as liaison between the Board and communications-related committees responsible for emails, the newsletter, social media, publicity and the website content.
- viii. Membership Officer
 1. The Membership Officer shall serve as contact person for prospective members and provide liaison services for new members.
 2. She will coordinate other member services such as Nurturing Newcomers and a buddy system.
- ix. Technology Officer
 1. The Technology Officer shall oversee the Technology Committee.
 2. She will research any future technology needs and recommend solutions to the Board. Approved solutions will then be implemented by the Technology Committee.

III. Activity and Project Committees

- a. Activity and Project Committees will be determined by the Board. Groups may be added or deleted as warranted.
- b. All activities will be open for participation by all members.
- c. All activities will be financially self-sustaining
 - i. All checks paid by members for activity functions will be made payable to the Club.
 - ii. Activity groups will be permitted to handle member cash provided they submit a report by April 1 of each year to the Treasurer outlining their process for collecting, reconciling and distributing the cash. The process of handling cash by activity groups may be included in the audit.
- d. Activity and Project Committee Chairs
 - i. Activity and Project Committee chairs for the current term will be approved by the President.
 - ii. The President has the right to create special committees as deemed necessary.
 - iii. The Nominating Committee will recruit and present potential Activity and Project Committee chairs to the President-Elect. Final appointments for the upcoming year will be made with the approval of the President-Elect.

- iv. Members of the Board may also serve as Activity and Project Committee chairs.
- v. The new Activity and Project Committee chairs will meet with their predecessors to discuss duties and receive a written report detailing the duties and activities to provide for a smooth transition.
- vi. Any chair may have an assistant and/or committee to assist her as needed.
- vii. All chairs will schedule appropriate events, make all members who attend feel welcome, insure that all attendees are Club members, handle money collected for their activities, keep a record of their finances, and prepare a written report of the group's activities and procedures for the next chair's information.

IV. Meetings

- a. Board Meetings
 - i. The Board will meet monthly or more often as deemed necessary by the Board members.
 - ii. A majority of the Board must be present at each Board meeting to constitute a quorum. A favorable vote on any issue will require the assent of a majority of the Board.
- b. Luncheon Meetings
 - i. Regular luncheon meetings shall be held each month at a place and time designated in the monthly newsletter, which will be sent to each member prior to the luncheon.
 - ii. Reservations and payment for the luncheons are to be made in advance.
- c. General Meetings
 - i. A general meeting of the membership may be called by the Board at any of the monthly luncheons, provided notice has been published in the monthly newsletter prior to the meeting along with the reason for the called meeting.
 - ii. Officers will be elected at the annual general meeting in January.
 - iii. Any other club business may be conducted at any annual or called general meeting.
 - iv. Those present at an annual or called general meeting constitute a quorum. A favorable vote on any issue will require the assent of the majority of those present.

V. Policy

- a. The personal member information in the Club directory is intended for official Club and members' personal use only. It is not to be used for solicitations or communications by a member for personal or commercial gain nor on behalf of a third party nor made available to non-members. Violation of this policy could result in revocation of membership.
- b. Any member who solicits other Club members for commercial, political, religious or personal gain at any Club function could have her membership revoked.
- c. No member is allowed to plan an event and bill the Club for charges incurred for such event without prior Board approval. Any member who commits to such an expense shall be personally responsible for the prompt payment of the charges.
- d. Invited speakers and other guests of the Club shall not engage in any type of solicitation at any Club sponsored meeting, function, event or activity. Speakers will

be permitted to leave printed information relevant to their topic outside of the dining room.

VI. Parliamentary Authority

The rules of the current edition of Robert's Rules of Order shall govern the organization in all instances when they are applicable and not inconsistent with these bylaws.

VII. Indemnification

The Club shall indemnify the members of the Board, the officers of the Club, committee members, activity and project chairs, and all members of the Club (collectively the "Indemnified Parties") from any claims, lawsuits, or liabilities ("Claims") arising from any negligent act or omission committed by any indemnified party in performing any duty or function on behalf of the Club, to the maximum extent permitted by law. The indemnified party shall have a duty to cooperate with the Club and its counsel in the defense of the claim.

VIII. Amendment of the Bylaws

- a. The Constitution and Bylaws may be amended by an affirmative vote of the majority in attendance at the annual general meeting or any called general meeting, provided the written proposed revisions have been presented to the members prior to the meeting.
- b. The revisions become effective upon approval unless otherwise noted.