



UNIVERSITY PARK WOMEN'S CLUB BYLAWS

Revised April 2019

ARTICLE I – NAME

The name of the club shall be UNIVERSITY PARK WOMEN'S CLUB, Inc. hereafter "the Club".

ARTICLE II – MISSION STATEMENT

The mission of the Club is to:

1. Provide members with opportunities for friendships and shared interests through group activities and social events.
2. Welcome all new residents and provide helpful information about the Club and their community.
3. Promote awareness of the social and cultural offerings of the surrounding community through planned activities and outings.
4. Provide opportunities to improve the welfare of others through community service activities.

ARTICLE III – POLICY

1. The Club shall be nonpartisan and nonsectarian and shall not sponsor any legislative activities.
2. The Club shall not discriminate against prospective members because of race, creed, national origin, income, marital status, educational background nor any other factor.
3. The Club shall comply with all laws, rules and regulations of all federal, state, and local government agencies.
4. The Membership Directory is to be used for Club purposes only. No member shall give or sell the Directory, or any information contained in the Directory to any party or use the Directory for any purpose other than Club activities. By accepting a membership Directory, the member agrees not to

use the Directory for the purpose of soliciting members for any business other than Club activities. Any violation of this rule will result in immediate termination of the member's Club membership.

5. Any member not abiding by Club policy may lose their membership privileges.
6. The Club will neither solicit nor accept professional services of any member.

ARTICLE IV – MEMBERSHIP

1. Resident membership in the Club is limited to all women residents of University Park Country Club upon payment of annual Club dues as follows:
 - a. Women residents of University Park Country Club (UPCC)
 - b. Future women residents of UPCC during the period of construction of the home or during the closing period
 - c. Non-resident women who are members of UPCC
 - d. Non-resident women who are former UPWC members
 - e. Women who are a wife/partner of a current UPCC member
 - f. Women who are renting a home in UPCC are eligible to join UPWC
2. Membership is not available to UPCC trial members, summer members, or UPCC membership through any other promotion.
3. Members shall comply with the Policy of the Club as stated in the Bylaws.
4. The membership of a Club member may be terminated by a two-thirds majority of the Board of Directors if the member does not comply with the requirements of membership.
5. Members may choose to resign; however, dues are not refundable.
6. The Board of Directors shall recommend and approve by a simple majority any changes to the annual membership dues. This amount will take effect for the following Membership Year. A Membership Year begins on July 1 and ends on June 30.
 - a. Dues shall be due and payable by July 1st of each year for the Membership Year July 1-June 30.
 - b. New Members who join the club in the months January– June will pay ½ of the annual dues valid from the month they join through June 30 of that year. This is not valid for members whose membership lapses, when they renew, regardless of the month they will pay the annual dues.
 - c. Prospective members may attend a Special Interest Group or Club function once before committing to membership.

- d. There will be 5 General Meetings (usually held at the luncheons) in October, December, February, April, and June.
- e. The Club is not affiliated with University Park Country Club or any other clubs or groups.

ARTICLE V – FINANCE

1. The annual budget projection shall be adopted by the Board of Directors prior to the April General Meeting.
2. An operating budget will be left in the treasury at the end of the fiscal year to cover the cost of operating expenses expected to be incurred in the upcoming fiscal year.
3. The price of dues shall be set to cover operating expenses of the Club (e.g., website expenses, insurance, accounting fees, meeting place rentals, paper supplies, P.O. Box rental fees, and other miscellaneous expenses).
4. Funds raised by Ways and Means will be used for charitable purposes.
5. The checking account shall have 3 signatories: The President, Treasurer, and the Co-Treasurer.
6. The Treasurer shall close the books for the Club by July 31st for the fiscal year ending June 30th. With Board approval, the incoming President shall appoint a member of the Club to conduct an internal financial review of the Club's books and records after year-end closing. The review is to be completed and presented to the Board of Directors at the subsequent September Board meeting.
7. Excess funds may be used at the discretion of the Executive Committee. The fiscal year of the Club shall begin July 1st and end on June 30th.
8. Funds raised by the sale of raffle tickets at the luncheons should be distributed as follows: Approximately 50% will go to the prize winners (to keep to round numbers) and the remainder will be used to offset luncheon expenses. At the end of the fiscal year if there are any unused raffle proceeds, they will go into the General Fund or as otherwise allocated by the Board.

ARTICLE VI – OFFICERS

1. The elected officers of the Club shall be: President, First Vice President, Second Vice President, Recording Secretary, Membership Executive, Ways and Means Executive, and Treasurer.
2. The First Vice President will be expected to fill the Presidency in the next succeeding year or when the current Presidency becomes vacant.

3. The office of Second Vice President, Recording Secretary, Membership Executive, and Treasurer shall each have a named person who will be a co-officer. The co-officer will share responsibilities of the office, will have voting rights on the Board of Directors, and will be considered as the first choice to fill the respective position in the next succeeding year.
4. The term of office for elected officers and co-officers shall be one year, beginning July 1st and ending on June 30th.
5. Typically, elected officers shall be limited to two one-year terms of office in the office to which they have been elected; but the Nominating Committee has the discretion to ask a current board member to remain in that position if necessary. No officer shall be prohibited from seeking election to another office at the expiration of her term.
6. The officers shall perform the duties usually required of such officers and as defined in Articles IX and X.
7. The Club will not adopt Robert's Rules of Order.
8. The Past President will become the Ex-Officio President and is welcome, but not obliged, to attend Board Meetings.

ARTICLE VII – ELECTIONS

1. The President shall appoint the First Vice President as Chair of the Nominating Committee. The Chair will then select a minimum of three but not more than five members from the Club membership to serve on the Committee. The President cannot serve on the Nominating Committee.
2. Prior to the April meeting, the Nominating Committee shall nominate a single slate of officers and shall prepare a report of its nominations to be announced at least one week in advance of the April meeting. In addition, nominations for each office can be taken from the floor at the April meeting, providing the nominee has given prior consent.
3. In the event of additional nominations from the floor, the membership, by show of hands, will indicate their preference.
4. Elections will be held at the April meeting. A two-thirds majority of those present and voting or absent and submitting proxies is required for the candidates' election. Those elected will be duly installed at the next meeting.
5. A vacancy in any office shall be filled by the President with approval of the Board of Directors. The exception is the office of President, which is automatically filled by the First Vice President, and any office in which a Co-officer has been named, as the co-officer will automatically fill the vacancy.

ARTICLE VIII – AMENDMENT OF BYLAWS

1. Any change in these Bylaws as a proposed addition, correction or deletion by a member will constitute a proposed amendment. For a proposed amendment to be considered, it must be in writing and presented to the President of the Club.
2. The President will refer the proposed amendment to a duly constituted Bylaws Committee made up of three members of the Board of Directors. The Bylaws Committee will review the proposed amendment and make recommendations to the Board.
3. Upon approval by the Board, the amendment shall be announced at least one week in advance of the next meeting on the Club’s website. Approval requires a positive vote from two-thirds of the Club’s membership present and voting or absent and submitting proxies at that meeting. If approved, the amendment shall be immediately incorporated into the Bylaws.

ARTICLE IX – DUTIES OF OFFICERS

1. GENERAL DUTIES OF ALL ELECTED OFFICERS
 - a. It shall be the duty of all officers to maintain appropriate records.
 - b. All officers are expected to attend Board Meetings and submit a monthly report to the President. All “Co” positions are encouraged to attend the Board meetings.
 - c. Officers should be available at all general meetings and social functions to help integrate new members into the Club.
 - d. Should any officer be unable to complete her term of office, she shall submit a letter of resignation to the Board President and Recording Secretary. At such time, a person holding the office as a co-officer shall immediately assume the duties of such office.
 - e. All officers shall be available to assist with the duties of all other offices, other than the office of the President, should the need arise.
 - f. The specific duties for each position are described in the Roles and Responsibilities Document and any required processes are described in the handbook for each position.
2. DUTIES OF THE PRESIDENT
 - a. To preside at all General Meetings of the Club and Board of Directors meetings
 - b. Provide general supervision of the Club

- c. In the event that an Officer who does not have a Co-Officer resigns, or the Co-officers resigns, the President (with Board approval) will appoint a member from the general membership. The President will also appoint and/or approve Chairs of Standing Committees, subject to Board approval. In the instance of resignation of the First Vice President, the President, with Board approval, shall appoint a member currently serving on the Board of Directors to fill this position.
- d. To appoint an auditor and any other special committee she deems necessary
- e. To install new officers of the succeeding term at the last General Meeting of the fiscal year.
- f. To serve as Ex-Officio President on the succeeding year's Board of Directors.
- g. Regularly communicates to members of the club.

3. DUTIES OF THE FIRST VICE PRESIDENT

- a. To preside in the absence of the President at all General Meeting of the Club and Board of Directors meetings
- b. To fill the office of the President immediately upon that office becoming vacant should the current President be unable to carry out her term of office
- c. To act as Chair of the Nominating Committee and send a message to the membership in January informing them of the upcoming Board elections and soliciting them to volunteer for the following year's Board including the "Co" positions and the Standing Committee positions.
- d. To ensure that each neighborhood is serviced by a Neighborhood Liaison
- e. To publish a paper Directory of the membership no later than the end of October of each Club year and to distribute the directories to the Neighborhood Liaisons

4. DUTIES OF THE SECOND VICE PRESIDENT

- a. To plan the programs for the General meetings subject to prior approval of the Board of Directors
- b. To find appropriate venues for all General meetings/Luncheons and make luncheon arrangements with the facility.
- c. To collect and reconcile both online and paper reservations and payments for all UPWC Luncheons.

- d. Within one week after the General meetings/Luncheons the 2nd Vice President will provide to the Treasurer a reconciled list of expenses and receipts in budget format.
- f. Prior to each luncheon or General Meeting/Luncheon, the Second Vice President will provide the Membership Executive with a list of attendees for the purpose of verifying membership status.

5. DUTIES OF THE RECORDING SECRETARY

- a. To maintain a record of the proceedings of all General Meetings and Board of Directors meetings
- b. To provide all Board members copies of the minutes of the preceding Board meeting prior to each upcoming Board meeting and of the business portion of each quarterly General meeting
- c. Create a year-end digital file consisting of all the minutes for the current year and submit it to the website coordinator

6. DUTIES OF THE MEMBERSHIP EXECUTIVE

- a. To work in concert with the First Vice President and the Website
- b. To greet members and guests at all General Meetings and provide name tags to all in attendance
- c. To determine and report to the Special Interest Chair any special interests or talents of new members or to the Nominating Committee when deemed appropriate
- d. To collect all paper and online membership applications
- e. Update the online membership system with any manual membership applications
- f. To report new members to the Neighborhood Liaisons so that the Liaisons can welcome them to their neighborhoods

7. DUTIES OF THE TREASURER

- a. To receive the annual dues and fees from members
- b. To deposit all dues and fees for Club activities in a timely manner into the Club's bank account and keep accurate records of the Club's finances
- c. To pay bills in a timely manner and keep receipts of same. All requests for committee member reimbursements must be submitted by the Committee Chair (Board Member)

- d. To maintain an updated financial statement detailing revenues and expenses for the current fiscal year and to submit such statement to all Board members prior to each Board of Directors' meeting
- e. To close financial books and records of the Club by July 31st for the fiscal year ending June 30th
- f. Assist Ways and Means with the accounting of all funds collected and disbursed
- g. Submit the year end digital files to the Website Coordinator
- h. Work with the Raffle Coordinator on the sale/collection of raffle tickets at the luncheons and distribution of prize monies
- i. Submit all documents in PDF format to the Web site coordinator per the Records Retention Policies

8. DUTIES OF THE WAYS AND MEANS EXECUTIVE

- a. To work with the Executive Committee of the Board to determine fundraising objectives of the Club
- b. To hold at least one fundraising event per year for the primary purpose of raising funds for a local charitable organization approved by the Board of Directors
- c. To establish a committee as needed to assist in the implementation of such fundraising activity
- d. To seek Board approval prior to implementation of any event
- e. Keep an accounting of all funds received and disbursed for each fundraising event and provide a copy to the Treasurer

ARTICLE X – BOARD OF DIRECTORS

- 1. The Board of Directors shall consist of the elected officers, those officers who co-officiate in an elected office, & the Standing Committee Chairs. BOD members present have voting rights.
- 2. The Executive Committee of the Board of Directors (the elected officers), composed of the President, First Vice President, Second Vice President, Treasurer, Recording Secretary, Ways and Means Executive, and Membership Executive, shall be the governing body of the Club.
- 3. It shall be the duty of the Board of Directors to coordinate plans and activities of the Club and have general management of the Club and its affairs.
- 4. The Board of Directors shall meet at least quarterly or as often as deemed necessary.

5. A two-thirds majority of the members of the Executive Committee shall constitute a quorum. Members of the Executive Committee must be present or submit written proxies to the President to vote.

ARTICLE XI – STANDING COMMITTEES

1. The Standing Committees of the Club shall be:
 - a. Historian
 - b. Corresponding Secretary
 - c. Outreach
 - d. Publicity
 - e. Social
 - f. Special Interests
 - g. Website
 - h. E-Communications

ARTICLE XII – DUTIES OF THE STANDING COMMITTEES

1. STANDING COMMITTEES
 - a. The Chair(s) of each Standing Committee shall attend all meetings of their respective committee.
 - b. The Chair(s) of said committee(s) shall attend all Board meetings and submit a monthly report to the Board of Directors.
 - c. The Chair(s) shall submit each month an update of activities to the Website Coordinator for posting on the website.
 - d. The Chair(s) of each Standing committee shall prepare a written report detailing the prior year's activity and present this to the incumbent President, copied to the succeeding Chair.
2. HISTORIAN
 - a. Oversee the Records Management Schedule and ensure that all club documents are retained/deleted per the schedule
 - b. Select the photos for the digital archives
3. CORRESPONDING SECRETARY

- a. Write notes of support, encouragement, sympathy, etc. to members experiencing illness, death in the family, or any variety of life's challenges.
- b. Keep accurate records of such correspondence and report all communications at the Board meetings.
- c. Provide notes on behalf of the Club at the President's request

4. OUTREACH

- a. The Outreach Chair shall identify special needs in the community and recommend activities and opportunities for Club participation in improving the welfare of others, subject to approval of the Board of Directors.
- b. In cooperation with the responsibilities of the Ways and Means Executive, Outreach will recommend, with Board approval, a local charity to benefit from Ways and Mean's major fund-raising event.
- c. Keep an ongoing accounting of all monies received and all expenditures for Outreach.

5. PUBLICITY

- a. The Publicity Chair is responsible for ensuring that photographs are taken at all Club functions, to the extent possible.
- b. The Chair is responsible to arrange the publication of Club events in local newspapers and maintain contacts at such newspapers.

6. SOCIAL

- a. The Social Chair shall meet with her committee to plan the coming year's activities and shall submit such plans for prior approval of the Executive Committee.
- b. The Chair shall coordinate reservations and funds for all social events and submit receipts for expenses to the Treasurer.
- c. The Chair shall prepare notices of social activities for publication to the Club's website.

7. SPECIAL INTERESTS

- a. The duties of the Special Interest Groups Chair include helping to establish new interest groups as needed.
- b. The Chair shall maintain a calendar of all Club special interest group activities and shall ensure that updated information on activities is

provided monthly by the Special Interest Group leaders to the Website Coordinator.

- c. The Chair shall be a spokesperson for all Special Interest Groups at the regular membership meetings and Board meetings.
 - d. The Chair shall advise the incoming President of prospective candidates for incoming Special Interest Group leaders.
8. WEBSITE

- a. The Website Coordinator is responsible for maintaining the Club's website. The website will be the main communication tool for Club members and will contain the Club's Mission Statement, Bylaws, Event Calendar, information about upcoming Social and Special Interest activities, events and news of interest; the Membership Directory; Board information; and any other information pertinent to the Club. She will be assisted by the Website Co-Coordinator.
- b. The Website Coordinator will provide the 1st VP with a formatted membership file to be used for the printed directory as well as up-to-date files of Vendors and Services and Equipment to Lend

9. e-COMMUNICATIONS

- a. The e-Communications Coordinator is responsible for sending out the monthly eblast to the members. She will need to be in frequent contact with the Membership Chair in order to get information regarding new/renewed members for updating the distribution list. When appropriate, eblasts can be sent out in the middle of the month to highlight special UPWC events or necessary communications.

ARTICLE XIII – PERSONAL LIABILITY

No Director, Officer, Co-officer, Chair or any other person authorized to represent the Club for any Club purpose shall be personally liable for the debts or obligations of the Club of any nature whatsoever, nor shall any property of such persons be subject to the payment or obligations of the Club.

Revised Based on Membership Vote on April 10, 2019 at General Meeting