

BYLAWS OF THE MARCO ISLAND WOMAN'S CLUB

No. 1 – DUTIES OF OFFICERS AND DIRECTORS

ARTICLE I - NAME

The name of this organization shall be the Marco Island Woman's Club.

ARTICLE II - OBJECT

The object of this club shall be for the mutual improvement of its members in service to the community, education, literature, arts, science and the vital interests of the day and to promote community sociability. The Marco Island Woman's Club shall at no time be used as a medium for political propaganda, nor for the preferment of anyone seeking or holding office. Neither the Club nor any officers, as such, shall in the name of the Club endorse or recommend any merchandisable commodity or service. Support of other organizations and/or events not associated with the Marco Island Woman's Club are at the discretion of the Board.

ARTICLE III – BOARD OF DIRECTORS

Section 1: The President shall be general executive head of the Club and the Board of Directors and shall be an ex-officio member of all committees except the Nominating Committee. She shall appoint the Club Parliamentarian, and all standing and special committee chairmen, with the exception of the Nominating Committee. She shall preside at all meetings of the Club and Board of Directors and may call special meetings at her discretion. She shall vote only in case of a tie. The President selects, with Board approval, the organizations to receive the donation of the funds which were earned during her administration plus any monies left from any prior administration.

Section 2: The Vice-President shall assist the President in general

supervision of the Club and shall perform all the duties of the President in case of the absence or disability of the President and be responsible for setting the annual budget with the Treasurer. She shall also serve as Chairman of the Finance Committee.

Section 3: The Recording Secretary shall take the minutes of the Club and the Board of Directors and special meetings. The minutes of the Club luncheon meetings shall be approved by the President and filed in the President 's Book; the minutes of the Board of Directors and special meetings shall be approved by the Board of Directors. All minutes shall be approved within two weeks of the meeting. The Recording Secretary shall give notice of all Board of Directors meetings.

Section 4: The Corresponding Secretary shall conduct all general correspondence of the Club.

Section 5: The Treasurer shall receive all monies; pay all bills, subject to the approval of the Board of Directors; keep an account of all receipts, expenditures, and furnish a monthly report to the Board of Directors and the Club. She shall also furnish an annual audited account to the Board of Directors and the Club. With the President, she shall sign all documents such as checks, contracts, and other obligations authorized by the Board.

All dues collected during an administration are to be used for operating costs, scholarships and other charities for the incoming administration. administration.

Section 6: The Assistant Treasurer shall work with the Treasurer in the collection of all monies. She shall perform all the duties of the Treasurer in the event of the absence or disability of the Treasurer. The Assistant Treasurer is responsible for the collection of dues.

Section 7: The immediate Past President serves as Advisor. She counsels and assists the President as needed.

Section 8: Committee Chairmen shall appoint their own committee

members, with the exception of the Finance Chairman and the Nominating Chairman (Article V, Section 2).

Section 9: Officers and Committee Chairmen shall give written reports to the President by April 15 to enable her to incorporate them in the Annual Report to the Club.

Section 10: The Board of Directors shall have the general supervision of the affairs of the Club. Its proposals and recommendations shall be presented to the Club membership for approval, except in times of emergency, when it shall have power to act.

ARTICLE IV – OFFICERS

The officers of the Club shall be President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and Assistant Treasurer. These Officers, with the immediate Past President and Chairmen of Standing and Special Committees, shall constitute the Board of Directors. Any member being considered for an elected office by the Nominating Committee will (when possible) have served on the board, in good standing, for at least one (1) year.

Officers shall be elected at the April meeting of the Club and installed at the Annual Meeting in May. To be eligible, a candidate shall be endorsed by the Board of Directors, be a paid-up member, and shall signify her willingness to serve if elected.

ARTICLE V – NOMINATING COMMITTEE

Section 1: The Nominating Committee shall consist of six (6) members. At the December board meeting the Board of Directors shall elect two (2) members from the existing Board: the Chairman who will serve for a two (2) year term and another board member who will serve for one (1) year.

At the January club meeting, one (1) member is elected from the floor

for a term of one (1) year and a second member is elected from the floor for a period of two (2) years. There will also be two (2) holdovers from the previous year.

All six (6) members of the Nominating Committee must vote on the proposed slate of officers and present the Nominating Committee report at the February board meeting and at the March club meeting. The election of officers will be held at the April club meeting and the installation of officers will be held at the May club meeting.

Section 2: Election shall be by the raise of hands at the April meeting, and a majority vote by the Club membership present shall elect. If there are any other nominations from the floor, said election shall be by ballot.

Section 3: The officers shall be elected for a term of one year except for the Treasurer and the Assistant Treasurer, who may serve more than one term.

Section 4: When a vacancy occurs among the officers, such vacancy shall be filled by the Board of Directors. Any officer elected to fill a vacancy shall be deemed to have served a full term if she holds office for more than six (6) months.

ARTICLE VI – ENDOWMENT COMMITTEE

Section 1: In accordance with Article IV, Section 1 of the MIWC Foundation Trust, the purpose of the Endowment Committee shall be:

(a) from time to time to make recommendations to the Trustee of the Marco Island Woman's Club Foundation as to the investing of the funds held under the Trust;

(b) from time to time to make recommendations to the Woman's Club as to the expenditure of funds;

(c) to advise the Trustee as to the specific allocation of funds in

accordance with ARTICLE I, Section 6 of the Trust document.

Section 2: The Endowment Committee shall consist of the Immediate Past President, who shall serve as Chair, the President, Vice President, Treasurer and Education Chair.

ARTICLE VII – EDUCATION COMMITTEE

Section 1: The purpose of the Education Committee is to annually review scholarship applications received from Marco Island residents who are currently in their senior year of high school, with the sole intention of awarding multiple single year scholarships, as well as a Verne Cabooris scholarship to be awarded over four years.

Section 2: The Education Committee shall consist of five (5) members, the Chairman and four (4) others. The Chairman serves a three (3) year term and appoints the other members of the Committee, two for a three (3) year term and two for a two (2) year term. When the incumbent Chairman's term is up, or she is no longer able to serve, the person selected as the next Chairman shall have been a member of the Education Committee for at least two years.

Section 2 A: Due to the confidential and complex nature of the Committee's task, the Committee Chair shall be selected by the MIWC President from within the previous year's Committee members.

Section 2 B: Due to the need for consistency from year to year, the Committee Chair shall select her Committee members with a minimum of two of the members having served the previous year.

ARTICLE VIII – MEETINGS

Section 1: Meetings shall be held monthly, October through May.

Section 2: Special meetings may be called at the discretion of the President.

Section 3: The Board of Director meetings shall be held monthly prior to the Club meetings and at such times as the President deems it necessary.

Section 4: The Annual Meeting shall be the first meeting in May, unless otherwise ordered by the Board of Directors, and notification shall be given to all members.

Section 5: Guest speakers may not sell any materials at the Club meetings; however, they may distribute materials to further explain the subject matter being presented.

ARTICLE IX – MEMBERSHIP

Section 1: The membership shall be limited to 250, after which a waiting list shall be established.

Section 2: There shall be two classes of membership:

- A. Active Member
- B. Associate Member

A. Active Members shall be those who are willing to assume responsibility and enter into the activities of the Club. They shall have the right to vote and be eligible to hold office.

B. Associate Members shall be those who have been Active Members for a minimum of three (3) years and who are unable to serve on committees. A new member may not join as an Associate Member. Associate Members may vote but shall not be eligible to hold office.

Section 3: Any woman who is an owner or renter in residence on Marco Island is eligible for membership. If an Active Member moves

from Marco Island, she may elect to remain in the Club as an Associate Member.

Section 4: Application for membership must be signed by the applicant. The application shall be given to the Membership Chairman. These names shall be read and voted on at a regular Board of Directors meeting. A majority vote is required. The Membership Committee shall notify the applicants of their acceptance in writing.

Section 5: All resignations should be in writing and addressed to the Marco Island Woman's Club, P.O. Box 604, Marco Island, Florida 34146.

Section 6: Any member who has violated the laws of the Club may be dropped from the Club rolls by unanimous vote of the Board of Directors.

ARTICLE X - DUES

Section 1: Annual dues shall be \$50.00 for both Active and Associate Members.

Section 2: Dues shall be for the calendar year January 1-December 31. Beginning January 1 members will be billed the amount stated in Section 1. New members only that join in October, November, December will be paid through the following December. Dues must be paid by January 31.

Section 3: Any member who has failed to pay her dues by January 31 each year shall be deemed a non-member and will be ineligible to participate in Club functions.

Section 4: All dues collected during an administration are to remain for operating costs, scholarships and other charities for the incoming administration.

ARTICLE XI – GUESTS

Members are encouraged to bring guests to Woman's Club meetings and events when there is room to accommodate them. Call the Reservations Chairman in advance to make the necessary arrangements. The Reservations Chairman will confirm guest reservations after member reservations have closed. A guest may attend only twice before applying for membership.

ARTICLE XII - AMENDMENTS

These bylaws may be amended at any regular meeting by two-thirds vote of those present and voting, providing that the proposed written amendments have been submitted at a Board of Directors meeting and read at a previous Club meeting. Amendments shall be effective upon adjournment of the meeting at which they are adopted. At the discretion of the Executive Committee of the MIWC Board of Directors, electronic methods may be used to hold Board meetings and to conduct the business of the Club as needed.

ARTICLE XIII – DEDICATION OF ASSETS

In the event of the dissolution and voluntary surrender or revocation of the Club's Charter under the laws of the State of Florida, all assets then belonging to the Club shall be assigned to a philanthropic institution or institutions that qualify under Section 501 (c) (3) of the Internal Revenue Code of 1954 or any amendments thereto, as selected by the Board of Directors and approved by the members.

ARTICLE XIV – PARLIAMENTARY LAW

The deliberations of all meetings of the Club and the Board of Directors shall be governed by ROBERT'S RULES OF ORDER.

Reviewed/Adopted: March 2023