

Southgate Goodfellows By-Laws

Article I - Name

Section 1.

This organization shall be known as the Southgate Goodfellows.

Article II - Nature

Section 1.

This organization shall, forever, be a civic, non-political, non-partisan, and non-profit organization dedicated to helping the needy of Southgate.

Article III – Purpose

Section 1.

The purpose of this organization is to furnish, through various fundraising activities, materials, and services necessary for the underprivileged of the City of Southgate. Encompassed in this concept are such objectives as:

- A. Provide a Merry Christmas for underprivileged children (our motto is “ No Child Without A Christmas”).
- B. Counsel needy as to other organizations that can offer long-term services.

Article IV – Membership

Section 1.

Membership in this organization shall be open to any person who is a legal resident in good repute in the City of Southgate, and who shall donate an annual donation of one dollar (\$1.00) to the Southgate Goodfellows Fund.

Article V – Board of Directors and Officers

Section 1.

The governing body of the organization shall be a Board of Directors comprised as follows:

- A. President
- B. Vice-President/Treasurer
- C. Secretary

Section 2.

The Board of Directors shall manage the affairs of the Goodfellows and shall act for the representation of the Goodfellows, according to the will of the membership; provided that new projects, acquisition or disposal of property, or expenditures for other than normal administrative purposes shall be approved by 75% vote of the members of the body present at the time of consideration by the body; and no individual or group shall act on behalf of the Goodfellows for the purpose stated prior to approval by the body in accordance with this Section. The Board shall approve normal administrative expenditures and shall assure the existence of a system of internal control with all funds and property of the Goodfellows, or for which the organization may assume responsibility, are properly safeguarded, conserved, accounted for, and disposed of.

Section 3.

The Board of Directors shall have authority by a two-thirds (2/3) vote of its members to expel from the Board any Director for conduct reflecting adversely upon the organization, for failure to attend meetings, or for any other reason considered prejudicial to the best interests of the Goodfellows.

Section 4.

The duties of the officers shall be as follows:

- A. The President shall preside at all meetings of the Goodfellows and the Board of Directors. He/she shall exercise general supervision and guidance over the affairs of the Goodfellows and shall assure that the business of the Goodfellows is conducted in accordance with the constitution and by-laws. Except as otherwise provided herein and subject to the approval of such Board of Directors, the President shall appoint such committees as are deemed expedient to further the objectives of the Goodfellows and shall be an ex-officio member of all committees except the nominating committee.
- B. The First Vice-President shall assist the President in the execution of his duties, shall perform the duties of the President in the absence of the President and shall exercise general supervision over the fundraising and membership committees.
- C. The Secretary shall maintain an accurate record of all meetings of the Board of Directors, shall maintain a master list of current membership, prepare and disseminate all correspondence and notices for the Goodfellows, and shall pass on all records to his/her successor.

- D. The Treasurer shall receive all monies from members and committees and keep, in the books belonging to the organization, full and accurate accounts of all receipts and disbursements. He shall disburse the receipts and disbursements. He shall disburse the funds of the organization at the direction of the Board. He shall see that all monies, securities, and other depositories shall be disbursed as may be designated by the Board. He shall be directly responsible to the President and render to him and the Board a monthly statement of receipts and disbursements. The Treasurer shall insure that monetary transactions are consummated in accordance with Article VI hereof and such procedures as may be established by the Board of Directors, and shall assure that the records are in condition for audit at all times.

Article VI – Finances

Section 1.

No officer or member of the Goodfellows shall receive remuneration for services rendered; but, at the discretion of the body, members may be reimbursed for actual expenses incurred in the transaction of Goodfellows business upon presentation of receipts.

Section 2.

The revenues of the Goodfellows shall be derived from dues and from fundraising activities for projects or purposes within the concept of Article III hereof.

Section 3.

The fiscal year of the Goodfellows shall extend from January 1 through December 31.

Section 4.

Upon approval of expenditures in accordance with Article V, Section 2, hereof, the Treasurer shall draw and sign checks in approved amounts; and the President or Secretary shall countersign such checks.

Section 5.

At the discretion of the Board of Directors, a petty cash fund, not to exceed \$75.00, may be established to provide for emergencies.

Section 6.

The financial records of the organization shall be subject to external audit at the end of each fiscal year.

Article VII – Election

Section 1.

The Board of Directors shall be elected as follows:

In the event that a vacancy arises, an election will be held. They shall be elected without specification of office, by and from the body, as soon as possible. Election shall be determined by majority vote.

Section 2.

The Board of Directors and officers shall take office at the close of the meeting on the day of their election.

Article VIII – Meetings

Section 1.

Meetings shall be held as needed at the discretion of the President, Vice President/Treasurer, and/or Secretary. Order of business shall include: (a) roll call (b) Reading of Minutes of last preceding meeting (c) Reports of President, Vice President/Treasurer, and Secretary (d) Regular business and (e) Election of Directors.

Section 2.

Quorum for all meetings shall be a minimum of 7 (seven) persons, including at least one of President, Vice President/Treasurer, or Secretary.

Section 3.

In the absence of a quorum, if a vote must be decided upon, telephone confirmation of votes may be accepted.

Article IX – Amendments

Section 1.

Proposed amendments or alterations of this constitution and by-laws may be presented at any meeting of the organization, and adoption thereof shall be by a majority vote.

Article X - Dissolution Clause

Section 1.

Should the Southgate Goodfellows dissolve, all assets, and real and personal property will revert to the Detroit Goodfellows.

Carolina L. Miller
Carolina Miller, President

10-18-02
Date