

April 2019

BYLAWS OF THE PALMETTO CLUB, INC. DAYTONA BEACH, FLORIDA

Article I – Membership

Section 1

This association shall have three classes of membership: Active, ~~Honorary~~ Life and One Day. Friend of the Club is a recognition classification for non-members

Rationale – *Add a recognition classification for non-members*

Section 2

Active members shall have the right to vote, hold office, propose and endorse candidates for the membership, and shall be held responsible for carrying on the work of the club.

Section 3

When a member has paid dues yearly to the club for thirty-five (35) years, ~~an a Honorary~~ Life Membership will be conferred upon him/her. Membership dues for ~~an a Honorary~~ Life Member is ~~\$15.00~~ determined by the Executive Board

Rationale – *If the dues change there is no need to update the bylaws.*

Section 4

Friend of the Club is determined by the Executive Board. A Friend of the Club is a person who enjoys the Club but is unable to become a member.

Rationale – *Added to define a Friend of the Club*

~~Section 4~~ Section 5

Rationale - *Changed Section 4 to Section 5 due to new info in Section 4*

Any individual participating in an event at the Palmetto Club is required to pay a one day membership fee. The one day membership fee will be determined by the Executive Board of the Palmetto Club. Any individual who brings suit against the Palmetto club is no longer permitted on the premise.

~~Section 5~~ Section 6

Rationale - *Changed Section 5 to Section 6 due to new info in Section 4*

Any member wishing to sponsor or endorse a candidate for membership shall be an active member in good standing.

~~Section 6~~ Section 7

Rationale - *Changed Section 6 to Section 7 due to new info in Section 4*

Any person interested in becoming a member is required to attend one club meeting (September-May, meal to be paid for by the club) prior to submission of application. A candidate for membership shall complete a membership application. The application must be signed by the applicant and sponsor. Application is to be submitted to the membership chair with dues. Such candidate shall be elected to membership by a majority vote of the Executive Board and shall be notified by the Corresponding Secretary that he/she shall be enrolled as a member. If membership is denied dues will be refunded.

~~Section 7~~ Section 8

Rationale - *Changed Section 7 to Section 8 due to new info in Section 4*

Any member who desires to withdraw from the club, shall send a written resignation to the President.

~~Section 8~~ Section 9

Rationale - *Changed Section 8 to Section 9 due to new info in Section 4*

Any member who resigns while in good standing may be reinstated by a majority vote of the Executive Board. A member, dropped for non-payment of dues, may ~~be reinstated only~~ reapply

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for membership through the regular channels of admission.

Rationale – To clarify membership reapplication for members dropped for non-payment of dues

Article II – Dues

Section 1

Annual dues for Active ~~members shall be Fifty Dollars (\$50.00). Honorary~~ and Life Members shall be ~~Fifteen (\$15) Dollars~~ determined by the Executive Board. New members joining after December 31 ~~will pay a reduced amount for that year~~ shall have their dues applied through the following club year.

Rationale – If the dues change there is no need to update the bylaws and for clarification for dues of new members joining after December 31

Section 2

Annual dues are payable May 1st. Dues must be paid no later than June 30th in order to remain a member. Dues shall be paid to the Financial Secretary.

Article III – Officers

Section 1

The officers designated by the club to be elected each year shall be elected at the annual election to be held the first meeting in April. At the election to be held in the even numbered years, President. First Vice President. Recording Secretary and Financial Secretary shall be elected to serve for two years. At the election held in the odd numbered years, the Second Vice President. Third Vice President, Corresponding Secretary and Treasurer shall be elected to serve for two years. Any officer who, for any reason, has served one-half of a term or less, shall be eligible to succeed her/his self in that office. They shall assume office at the Annual Meeting which shall be the first meeting in May.

~~No person shall be eligible for re-election to the same office, except the Financial Secretary and the Third Vice President who may succeed themselves for one additional term.~~ The Treasurer may succeed her/his self indefinitely with the approval of the Board of Directors and the membership. Officers for President, 1st Vice President, 2nd Vice President, 3rd Vice President, Financial Secretary, Recording Secretary and Corresponding Secretary may hold their offices until a suitable successor has been elected. Any officers may be removed by the membership for cause. These officers shall constitute the Executive Board together with special appointments.

Rationale – Clarification of officers who may remain in office

Section 2

A nominating committee of five members shall be elected by the Executive Board at least one month before the annual election. Only three members of this committee shall be members of the Executive Board. It shall be the duty of this committee to nominate a candidate for each office to be filled at the annual election, having previously obtained the consent of the candidate to serve. Additional nominations may be made from the floor, provided the consent of the nominee has been obtained.

Section 3

Election shall be by ballot and a majority vote shall elect. If a candidate is unopposed, election shall be by voice.

Section 4

A vacancy occurring during any club year in an office except that of the President, shall be filled until the next regular election for that office by appointment of the President, with approval of the Executive Board.

Article IV – Duties of Officers

Section 1

The **President** shall be the chief executive officer of the Club. He/she shall preside at all meetings of the club and of the Executive Board. He/she shall appoint all standing and special committee chairmen, subject to ratification by the Executive Board. He/she shall be ex-officio a member of all committees, except the nominating committee.

Section 2

The **First Vice President** shall in the absence of the President, perform the duties pertaining to that office and, in the event of the resignation, death, or inability of the President to serve, the Vice President shall succeed to the office of the President for the remainder of the un-expired term. He/she shall be Chairman of the Program Committee.

Section 3

In the absence of the First Vice President or the President, the **Second Vice President** shall perform the duties of their offices. He/she shall be Chairman of the House Committee.

Section 4

The **Third Vice President** shall perform the duties of the Second or First Vice President or of the President in their absences. He/she shall be in charge of Summer Open Houses and coordinate special events ~~with the Social Chairman~~ as assigned by the President.

Rationale – To increase their duties

Section 5

The **Recording Secretary** shall keep the minutes of the club meetings and of the Executive Board meetings. He/she shall keep a file of all written reports.

Section 6

The **Corresponding Secretary** shall conduct such correspondence as may be requested by the President, the Club, or the Executive Board. ~~Also~~ He/she is required to send acknowledgements to all donors (tax receipt) & recipients.

Rationale – To acknowledge men/women may hold this office

Section 7

The **Treasurer** shall be the custodian of the funds of the club and shall deposit them in such a manner as the Executive Board shall direct. He/she shall file vouchers for disbursements of funds and keep accounts of all receipts and expenditures.

Section 8

The **Financial Secretary** shall collect all dues and other monies coming to the club, including Green & Gold donations turning all monies over to the Treasurer with a Financial Secretary Report showing the source of all funds, and keeping a copy in his/her file. Financial Secretary shall maintain the membership list. A copy of the membership list shall be sent to the membership chair and reservation chairs. Any Green & Gold donations shall be reported to the Green & Gold chair for recording in the Green & Gold Book. Green & Gold donation information shall be sent to the Corresponding Secretary to send acknowledgements to donors (tax receipts) and to the recipient. Other donations shall be reported to the Corresponding Secretary to send an acknowledgement to the donor (tax receipt).

Article V – Meetings

Section 1

The Palmetto Club meetings shall be held on the first and third Friday of each month from

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September through May, unless otherwise ordered by the Executive Board.

Section 2

Special meetings may be called by the President or by three members of the Executive Board, or upon the written request of fifteen (15) members.

Section 3

Two-thirds (2/3) of the members present shall constitute a quorum for the transaction of business of any meeting of the club.

Article VI – Executive Board

Section 1

The regular meetings of the Executive Board shall be held on the first and third Wednesdays of each month from September through May and the third Wednesday in June, July, and August unless otherwise ordered by the President. All board meetings are strictly confidential.

Section 2

A special meeting of the Executive Board may be called by the President or by three members of the of the board.

Section 3

Five (5) members shall constitute a quorum.

Section 4

Past Presidents may attend meetings of the Board and have a voice in discussions, but no vote.

Section 5 – Conflict of Interest Policy

Whenever an executive board member has a financial or personal interest in any matter coming before the board, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested board members determine that it is in the best interest of the corporation to do so. The minutes of the meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Article VII – Dissolution

In the event this Organization shall be dissolved for any reason, any of the remaining assets shall be distributed for purposes within the scope of IRS 501(c)3.

Article VIII – Parliamentary Authority

Roberts Rules of Order, (newly revised) shall govern the proceedings of the Palmetto Club, subject to the special rules which may be adopted.

Article IX – Amendments

Any article of the by-laws or of the Charter may be amended at any regular meeting, or at any meeting specially called for that purpose, by a two-thirds vote of the active members present, such amendment having been proposed and approved at a previous Board meeting and at least two-week notice of such change having been given to the membership.