

Tuckahoe Woman's Club

Bylaws

ARTICLE I Membership

Section 1. ELIGIBILITY. The membership of this Club shall be composed of persons elected by the Board of Governors and designated as active, associate, nonresident, legacy, or honorary. Legacy is defined as a daughter, granddaughter, daughter-in-law, or stepdaughter; or a mother, grandmother, mother-in-law, or stepmother; or sister, half-sister, sister-in-law, or stepsister of a member. Membership shall be by invitation only.

- A. Active membership shall not exceed 1500.
- B. The active membership shall be composed of residents of Richmond or those who reside within 50 miles of the city limits. They shall enjoy all rights and privileges of The Club and pay full dues. An active member moving more than 50 miles from the city limits and wishing to retain active membership may do so by paying full dues.
- C. An associate member shall be an active member who has been a member of The Club for 15 years and has reached the age of 80 by May 31 of that billing year. A request in writing by April 30 must be made to the Board of Governors in order to be effective for transfer to associate membership that year. An associate member shall enjoy all the rights and privileges of active members except those of voting and holding office.
- D. The nonresident membership shall be composed of active members, associate members and those who have attained eligibility for active membership from the waiting list and have paid the initiation fee, who do not have a residence within 50 miles of the city and have applied to the Board of Governors requesting nonresident status. The nonresident member shall have all the rights and privileges of active members except those of voting and holding office.

Upon returning to Richmond to live or securing a residence within 50 miles of the city, a nonresident member shall request in writing immediately for active or associate membership. She shall have precedence on the waiting list. No initiation fee shall be required.

- E. A member who has held active membership for at least one year may present a legacy application to the Board of Governors. No sponsors are required. If the proposed applicant has attained the age of 21 but shall not attain the age of 35 by May 31 of that billing year, she shall be accepted as a legacy member when elected by the Board of Governors. She shall enjoy all the rights and privileges of active members except those of voting and

holding office until such time as status changes to active member. If the proposed applicant shall attain the age of 35 by May 31 of that billing year, she shall have precedence on the waiting list behind any nonresident member applying for active membership and those legacy members attaining the age of 35 and transferring to active membership.

- F. The honorary members shall be those persons honored by the Board of Governors for exceptional service to The Club. Honorary members shall enjoy all the rights and privileges of active members except those of voting and holding office. Honorary members shall pay no dues.

Section 2. ELECTION OF MEMBERS. A requirement for all applicants shall be at least one year of residency in Richmond or within 50 miles of the city limits. This may include prior residency provided the total residency is one year. Each applicant for active membership shall be sponsored by three members of The Club, a main sponsor and two co-sponsors, who shall fill out the application provided by the membership chairman. The signatures of the sponsor and co-sponsors shall accompany the application. This required information shall be presented to the Board of Governors. The name of the applicant with the names of the sponsors shall be posted for two consecutive meetings of The Club. The sponsors shall have the applicant meet at least three members of the current Board of Governors.

- A. Applicants for membership shall be voted on by the board. A two-thirds vote of those present and voting by ballot shall constitute an election. If there are no vacancies, their names shall go on the waiting list. Applicants who fail to be elected may be proposed again for membership the following year.
- B. Any member may sponsor and/or co-sponsor applicants after having known them for a minimum of one year. No member shall sponsor an applicant for membership until she has been a member of The Club for one year at time of sponsoring.
- C. A board member may sponsor and/or co-sponsor applicants after having known them for a minimum of one year. Board members must recuse themselves from voting for any applicants they are sponsoring or co-sponsoring. A board member may also present a legacy application.
- D. Each new member elected to The Club, having received notification of her active membership and statement of monies due, shall pay her initiation fee and/or prorated dues within thirty calendar days or her name will be dropped. Membership shall go into effect upon board vote and approval and payment of initiation fee and prorated dues. Any applicant who does not wish to become a member at the time she is notified of admission may apply in writing to have her name withdrawn from the wait list. Her application will be kept on file for twenty-four months to reactivate if requested. The initiation fee of an active member shall be \$500.
- E. Legacy members attaining the age of 35 by May 31 of that billing year may become active or nonresident members by paying the initiation fee and appropriate dues if they

desire to continue as Club members. The position of the name of a legacy member on the waiting list shall be directly below that of any nonresident member applying for active membership.

- F. A former active member, who has resigned from The Club in good standing, may become a member of The Club by applying in writing to the board. Her name must be voted upon by the board, and if elected, she shall pay one half of the current initiation fee and full current dues. If there is a waiting list, the position of her name shall be directly following that of legacy members applying for active membership.

Section 3. RESPONSIBILITIES OF MEMBERS. The annual dues of an active member shall be \$350. The annual dues of associate, nonresident, and legacy members under 35 shall be \$175. These dues shall be paid annually by April 1. No additional notices will be required.

- A. If dues have not been paid by April 1, there shall be a penalty of \$50 plus dues. Members whose financial obligations are not met by May 1 shall receive written notice that membership will be dropped for nonpayment of dues. A member who is dropped for nonpayment may apply in writing for reinstatement to the Board of Governors by May 15. Reinstatement shall be at the discretion of the board. If acted upon favorably, the member shall be considered in good standing upon prompt payment of dues and penalty. Thereafter, a member dropped for nonpayment shall follow the procedures of a new applicant for membership.
- B. To resign in good standing from any type of membership, or change of status, a member shall present her request in writing to the Board of Governors before May 1 or be liable for full dues for the coming year.

ARTICLE II

Officers and Election

Section 1. The officers of this Club shall be a president, first vice president, second vice president, third vice president, recording secretary, corresponding secretary, treasurer, assistant treasurer, and such assistant officers as the Board of Governors in its discretion may from time to time determine. Other than the assistant treasurer, these assistant officers shall not be members of the Board of Governors. In the event such an office is created by the board, the board shall determine the duties incident to such office and shall elect the assistant officer to serve during the term of the officer whom she is assisting.

Section 2. The officers of The Club shall be elected by the members of The Club entitled to vote thereon at the February business meeting (as defined in Article VI, Section 2 of these Bylaws) to serve for a term of two years, except that the treasurer, assistant treasurer, first vice president, and second vice president shall be elected at the February business meeting to serve for a term of one year. The assistant treasurer shall serve as treasurer her second year. The second vice president shall serve as first vice president her second year.

Section 3. The nominating committee shall be composed of the retiring members at large of

the Board of Governors, an equal number of active members of The Club at large, and the immediate past president. This committee shall be elected by the board at its April meeting and announced and posted at the Annual Meeting in May.

In even-numbered years, the nominating committee shall present to The Club not later than one month before the February business meeting a slate consisting of one candidate for president, second vice president, corresponding secretary and assistant treasurer and one candidate for each vacant Board of Governors member-at-large position.

In odd-numbered years, the committee shall present to The Club not later than one month before the February business meeting a slate consisting of one candidate for second vice president, third vice president, recording secretary and assistant treasurer and one candidate for each vacant Board of Governors member-at-large position.

Section 4. Election shall take place at the business meeting. Nominations may be made from the floor provided the nominee has given her consent. The election shall be by voice vote unless there be more than one nomination for any office. A plurality of members present and voting shall constitute an election.

Section 5. No member shall be eligible for the office of president unless she has served previously for at least two years on the Board of Governors.

Section 6. New officers and members of the Board of Governors shall assume office at the adjournment of the annual meeting.

ARTICLE III Duties of Officers

Section 1. It shall be the duty of the president to preside at all meetings of The Club and Board of Governors, and to see that the bylaws and rules and regulations are strictly enforced. She shall appoint annually all standing committee chairmen and all special committees and be an ex officio member of all committees except the nominating committee. She shall co-sign with the treasurer any notes incurred by The Club. In the absence of the treasurer, she shall sign all checks, drafts, and other orders for the payment of money. Should the office of president become vacant during the year, it shall be filled by the vice presidents in their respective order.

Section 2. The first vice president shall assume the duties of the president in her absence. She shall have responsibility for programs for the current Club year. Should the president or the treasurer be unavailable, she shall sign any checks, drafts, and other orders for the payment of money and co-sign any notes incurred by The Club.

Section 3. The second vice president shall serve as chairman of the program committee and shall have responsibility for securing programs for the following Club year.

Section 4. The third vice president, in the absence of the president and first vice president shall assume appropriate duties. She shall serve as chairman of the membership committee. She shall notify new members of their election to The Club and shall notify sponsors of the election or failure to be elected of their applicant for membership in The Club.

Section 5. The recording secretary shall keep an accurate record of the proceedings of all business meetings of The Club and all meetings of the Board of Governors and present a copy to the president after each meeting. She shall keep a record of those present at each meeting of the Board of Governors.

Section 6. The corresponding secretary shall conduct any correspondence of The Club as designated by the board.

Section 7. The treasurer will assist with the bookkeeping and accounting of The Club and shall preserve its valuable papers. All Club funds shall be held in a bank, which is a member of the Federal Reserve System or in a board-approved investment account. The treasurer shall sign checks, drafts, and other orders for the payment of money and shall co-sign with the president, or, in accord with Article III, Section 2, any notes incurred by The Club. She shall submit a financial report at each monthly meeting of the board and shall authorize such reports as may be required by law on behalf of The Club. At the direction of the board, she shall transfer specified excess funds from the bank account into those funds held in investments accounts. The treasurer shall, in concert with the club manager, submit all financial records for audit at the end of each fiscal year and the auditor's report, following its approval by the board, shall be filed in the office.

Section 8. The Assistant Treasurer will assist the treasurer in maintaining the financial records of The Club in all duties as needed, including attending the monthly finance meeting.

Section 9. All officers and chairmen shall submit written reports at the annual meeting.

ARTICLE IV Board of Governors

Section 1. The Club shall have a Board of Governors, the number of which shall be as set forth in the Articles of Incorporation.

Section 2. Members of the Board of Governors shall be elected in the manner set forth in the Articles of Incorporation.

ARTICLE V Duties of the Board of Governors

Section 1. The Board of Governors shall hold one regular monthly meeting from September to May with the exception of December unless otherwise determined by a majority of the members of the Board of Governors. Special meetings may be called by the president or at the request of any

three members of the board. At least one day's notice must be given of all special meetings. A majority of the members of the board shall constitute a quorum.

Section 2. It shall be the duty of the Board of Governors to authorize the bonding of the treasurer and assistant treasurer.

Section 3. It shall be the duty of the Board of Governors to employ Club personnel.

Section 4. It shall be the duty of the Board of Governors to establish the standing rules for The Club. These standing rules may be amended at any meeting of the board by a two-thirds vote.

Section 5. Any member absent from three consecutive monthly meetings of the board without accepted excuse to the presiding officer shall be considered as having resigned and her place shall be treated as vacant. She shall be so notified. Vacancies occurring on the board, except in the case of the president and first vice president, shall be filled by the board at the following meeting.

Section 6. All proceedings of the Board of Governors must be confidential with the Board of Governors. This must be a point of honor with each member.

ARTICLE VI

Meetings

Section 1. Regular meetings of The Club's members shall be held on Wednesdays of each month from October through the first Wednesday in May, subject to change by the Board of Governors by a two-thirds vote of the members present and voting.

Section 2. The regular meeting on the third Wednesday in February shall be called the business meeting, which shall be held for the purpose of electing officers and At Large Governors of the Board of Governors. Election may be by voice vote (see Article II, Section 4). Minutes of this meeting shall be approved by the Board of Governors at the next regular meeting of the board.

Section 3. The annual meeting of The Club's members shall be held the first Wednesday in May to receive the annual reports and to transact any other business, minutes of the annual meeting shall be approved by the Board of Governors at its next regular meeting of the board.

Section 4. Special meetings of The Club's members may be called by the president or Board of Governors upon ten days advance written notice to the general membership. No business shall be transacted at special meetings except that stated in the call.

Section 5. No notice need be given of regular or annual meetings of The Club except where Article VI, Sections 6 and 7, and Article XII, Section 1, apply but at least ten days written notice shall be given of all called special meetings.

Section 6. For the sale of any Club real estate, a two-thirds vote of the active membership shall

be necessary, either by person or by proxy, provided written notice shall have been sent to each member at least ten days in advance of the meeting.

Section 7. For any major expenditure to The Clubhouse involving sums exceeding \$50,000, exclusive of funds previously earmarked, a two-thirds vote of the active members present and voting shall be necessary, provided written notice has been sent each member at least ten days in advance. In an emergency, or when The Club is not meeting regularly, the Board of Governors may take appropriate action involving sums exceeding \$50,000, which shall be presented to The Club at the next regularly scheduled meeting for ratification.

Section 8. Seventy-five active members shall constitute a quorum for the transaction of business at the business meeting and the annual meeting. Seventy-five active members shall constitute a quorum for the transaction of business at the regular or special meetings unless otherwise required in these bylaws.

Section 9. The means of conducting any meeting (annual, business, regular, special, or board) may include meeting in person, by video conference, by webcast, or by any other equivalent means, or by any combination of these means. If any voting takes place other than in person, it may be done electronically or by written ballot.

ARTICLE VII

Fiscal Year

The fiscal year of The Club shall be from June 1 to May 31.

ARTICLE VIII

Protection of Identity

Written permission must be obtained from the Board of Governors for any member or group of members of The Tuckahoe Woman's Club to use The Club name or Club building for any undertaking or sponsoring of any activity.

ARTICLE IX

Club Personnel

Section 1. There shall be Club personnel as deemed necessary by the Board of Governors and such individuals shall have responsibilities established by the board.

Section 2. All personnel matters shall be discussed and reviewed in accordance with The Club's Human Resources Policy and with the knowledge that all must be in accordance with the law regarding Club personnel.

ARTICLE X
Corporate Seal

The corporate seal of The Club shall be circular and shall have inscribed thereon, within and around the circumference, the words "The Tuckahoe Woman's Club, Richmond, VA." and in the center, the word "Seal."

ARTICLE XI
Parliamentary Authority

Section 1. The parliamentary authority of The Club shall be Robert's Rules of Order, Newly Revised.

Section 2. A registered parliamentarian shall be employed by The Club at the discretion of the president with the approval of the Board of Governors.

ARTICLE XII
Amendments

Section 1. These bylaws may be amended at any regular meeting of The Club, provided such proposed amendments have been approved first by the Board of Governors and a copy has been sent to each member at least ten days in advance of the meeting. Also, these bylaws may be amended at any special meeting called for that purpose, provided such proposed amendments have been approved first by the Board of Governors and a copy has been sent to each member with the call for a special meeting at least ten days in advance of the meeting. A two-thirds vote of those present and voting shall be required for adoption.

Section 2. Amendments shall become effective upon the adjournment of the meeting at which they are adopted, unless otherwise specified.