

PHNC BYLAWS

ARTICLE I NAME OF THE ORGANIZATION

Section 1.01 The name of the organization shall be Palm Harbor Newcomers Club (hereinafter referred to as the Club).

ARTICLE II PURPOSES AND OBJECTIVES OF THE CLUB

Section 2.01 The purposes and objectives for which the Club is formed are to provide a social atmosphere for its members and to promote social interaction among its members.

Section 2.02 The Club is a not-for-profit 501(c)(7) women's organization operated exclusively for pleasure, recreation and other non-profit purposes.

Section 2.03 No part of the earnings of the Club shall inure to the benefit of, or be distributed to, its members, officers, directors or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and disbursements in furtherance of the purposes and objectives of the Club as set forth above.

Section 2.04 No gifts may be purchased with Club funds without approval of the Executive Board.

Section 2.05 It is intended that the Club shall have perpetual existence.

ARTICLE III MEMBERSHIP

Section 3.01 Membership of the Club shall not be limited to residents of the Greater Palm Harbor area. Each member in good standing shall be entitled to one vote.

Section 3.02 Membership is for one (1) year duration starting January 1. Membership will continue on an annual basis by payment of dues within thirty (30) days of the expiration date.

Section 3.03 Members are financially responsible for reservations for any meeting or social event unless the reservation is cancelled prior to the stated deadline for such meeting or event.

Section 3.04 Prospective members and other guests may not attend more than two (2) general meetings a year prior to joining.

Section 3.05 All participants of Club Activity Groups must be members in good standing

Section 3.06 Members of the Club agree to hold harmless, without fault and free from damages, the Club and members of the Board of Directors, the General Board and the Executive Board in the event of any accident, injury or harm which may occur at or during or traveling to/from a Club activity or event.

Section 3.07 Guests of members and unescorted Club guests agree to hold harmless, without fault and free from damages, the Club and members of the Board of Directors, the General Board and the Executive Board in the event of any accident, injury or harm which may occur at or during traveling to/from a Club activity or event.

Section 3.08 Member personal information collected by the Club is for exclusive use by Palm Harbor Newcomers Club. No member information may be sold. Additionally, new member information is published periodically in the Club newsletter, Chatterbox, and annually in the membership directory. Neither the Club or any individual club member may use membership information, or the Membership Directory for sales or solicitation.

Section 3.0.9 From time to time, members' names and/or photos may be published on the internet, on the Club Website, or in the Chatterbox newsletter publication. Membership creates permission/release for this use. However, members may opt out of this release by providing a written decline to any member of the Executive Board.

ARTICLE IV FINANCES

Section 4.01 The fiscal year shall run June 1 to May 31.

Section 4.02 The Board of Directors may determine from time to time the amount of annual dues payable to the Club.

Section 4.03 All checks, drafts and instruments of payment of funds shall be signed in the name of and on behalf of the Club by either the Treasurer, the President, the President-Elect or the 1st Vice President.

Section 4.04 All charitable donations must have the approval of the Board of Directors.

Section 4.05 The Treasurer shall serve as chairperson of the Budget Committee. The Budget Committee shall consist of the Treasurer, Financial Advisor and members of the current and slated Executive Board. The proposed budget shall be presented to the newly installed Executive Board for approval.

Section 4.06 A Financial Review Committee, consisting of three (3) members of the General Membership shall be appointed in June to review the prior year's financial records of the Club. The members of the Financial Review Committee shall be appointed by the President, with approval by the Executive Board. No member of the Financial Review Committee may be a current officer or have been a member of the Board of Directors for the year being reviewed.

ARTICLE V MEETINGS OF MEMBERS

Section 5.01 General meetings of the Club shall be held on the third (3rd) Thursday of each month at a time and place determined by the Board of Directors.

Section 5.02 The Executive Board may change the date, time and place of any general meeting or call a special meeting provided that adequate notice of the change is given to the members.

Section 5.03 In the event of a local disaster, weather, or emergency, PHNC reserves the right to cancel or postpone any and all events regardless of prior commitment and to distribute refunds as/if they are available to paying members. PHNC will void all checks and reservations as possible at the discretion of the Executive Board.

Section 5.04 All PHNC Board of Director meetings are open to attendance by interested general membership.

ARTICLE VI GOVERNING BOARDS

Section 6.01 The Board of Directors shall consist of the Executive Board and the General Board.

Section 6.02 The Executive Board shall be the governing body of the Club and shall consist of the following officers: President, President-Elect (Programs), 1st Vice President (Special Events), 2nd Vice President (Membership), Recording Secretary, Corresponding Secretary and Treasurer.

Section 6.03 The Executive Board shall meet at the call of the President or at the written request of any three (3) Executive Board officers to act in an emergency between monthly meetings of the Board of Directors and/or to perform such duties as outlined in these bylaws.

Section 6.04 The General Board shall consist of the past President, Financial Advisor and the following Chair/Co-chair persons: Activities, Facebook, Hospitality, Luncheon, Newsletter, Editor, Pot of Gold, Publicity, Table Décor and Website.

Section 6.05 General Board members will be voting members of the Board of Directors and will meet monthly with the Executive Board to report on activities and to conduct the routine business of the Club.

Section 6.06 No Executive Board officer or General Board member shall serve more than two (2) consecutive years in any one capacity with the exception of the Facebook Chair, Newsletter Editor, Website Chair and Treasurer.

Section 6.07 The term of office for Executive Board officers, General Board members and Committee Chairs shall run from June 1 to May 31.

Section 6.08 If an officer or chairperson resigns, the resignation becomes effective when the Executive Board approves it.

Section 6.09 Vacancies in any Executive Board office other than that of President shall be filled for the remaining term by majority vote of the Executive Board.

Section 6.10 Vacancies in any General Board position will be filled by appointment of the President with approval of the Executive Board.

Section 6.11 The Board of Directors, by a two-thirds (2/3) vote of those present and voting, may remove an officer or chairperson from her position in the event of an action which is detrimental to the reputation, revenue or relations of the club.

ARTICLE VII EXECUTIVE OFFICERS

Section 7.01 At the time of election, an executive officer shall not have been a member of the Club more than five (5) years with the exception of Treasurer. With Executive Board approval, an Executive Officer may serve a second (2nd) consecutive term in the same position even if she has been a member for more than five (5) years with the exception of the Treasurer.

Section 7.02 All executive officers shall serve from June 1st to May 31st and are expected to attend all Executive Board, Board of Directors and General Membership meetings.

Section 7.03 Executive Officers shall be year-round residents and must be computer literate.

Section 7.04 The President shall be the chief executive and operating officer of the Club and shall preside at all meetings except those of the standing committees. The President shall see that all orders and resolutions are executed.

Section 7.05 The President, with the approval of the Executive Board, shall appoint all Chairpersons and Coordinators.

Section 7.06 The President shall be an ex officio member, without vote, of all committees, except the Nominating Committee. The President may be appointed to the Nominating Committee.

Section 7.07 The President-Elect is in charge of monthly programs and presides in the absence of the President. In the event the office of President becomes vacant, the President-Elect shall serve as President for the remaining portion of said term.

Section 7.08 The 1st Vice President shall oversee special events and perform other duties as may be assigned by the President. In the absence of the President and the President-Elect, the 1st Vice President shall perform the duties and exercise the powers of President.

Section 7.09 The 2nd Vice President shall act as Membership Chair and Nominating Committee Chair.

Section 7.10 The Recording Secretary shall keep the minutes of all meetings except those of Standing Committees. The Recording Secretary shall present the General Meeting minutes to the membership for approval and acceptance. A copy of all minutes shall be forwarded to all members of the Board of Directors.

Section 7.11 The Corresponding Secretary shall handle all correspondence pertaining to the Club as requested by the Board of Directors. In collaboration with the President-elect she shall also be responsible for the Transition Social Event. In the absence of the Recording Secretary, the Corresponding Secretary will perform the duties of that office.

Section 7.12 The Treasurer shall chair the Budget Committee and shall be responsible for disbursing the funds of the Club in accordance with the directions of the Executive Board and the Board of Directors. The Treasurer shall render an account of all transactions and financial conditions of the Club to the Board of Directors.

ARTICLE VIII ELECTION OF OFFICERS

Section 8.01 The Nominating Committee shall consist of five (5) members, one of whom shall be the immediate Past President. The Chairperson shall be the Membership Vice President. Three (3) members shall be appointed from the general membership by the Executive Board by January of each year.

Section 8.02 The Nominating Committee shall select candidates to serve as Executive Officers who are year-round residents of the area and shall present a slate of nominated officers to the General Membership at the March meeting.

Section 8.03 Nominations may be made from the floor at the March meeting with the consent of the nominee.

Section 8.04 In the event there is only one nominee for an office, the Recording Secretary shall cast a unanimous ballot in favor of the nominee. If there is more than one candidate for an office the vote shall be by written ballot.

Section 8.05 In the event of a written ballot the Recording Secretary shall prepare ballots and distribute them to all eligible members. Ballots shall contain names of the candidates and the office for which nominated. The President and the Past President shall tally the votes.

Section 8.06 Voting shall take place at the General Membership meeting held in April.

Section 8.07 New officers shall be installed at the General Membership meeting held in May. They shall assume their duties June 1.

ARTICLE IX QUORUM

Section 9.01 The members present and in good standing shall constitute a quorum necessary to conduct business at general meetings.

Section 9.02 A majority of the Executive Board shall constitute a quorum at meetings of the Executive Board.

Section 9.03 One-third (1/3) of the Board of Directors shall constitute a quorum at all Board of Directors meetings.

ARTICLE X AMENDMENTS

Section 10.01 These bylaws may be altered, amended or replaced and new bylaws proposed by submission in writing of the changes to the Executive Board for approval.

Section 10.02 If approved by the Executive Board, proposed changes in these bylaws shall be presented in writing to the Board of Directors for approval.

Section 10.03 If approved by the Executive Board and the Board of Directors, changes to these bylaws shall be presented in writing to the General Membership at a General Membership Meeting. A two-thirds (2/3) affirmative vote of the eligible members present at the General Membership meeting is required for adoption.

ARTICLE XI RULES OF ORDERS

Section 11.01 Meetings of this organization shall be governed by Robert's Rules of Orders, Revised.

ARTICLE XII DISSOLUTION

Section 12.01 If the Club becomes dissolved, the assets of the Club will be distributed to charity.

AMENDED: 03/97 03/98 1/01 1/28/07 3/18/10 2/20/14 1/19/17 4/1/18