

NEWCOMERS CLUB OF YORK COUNTY, INC.
BYLAWS
(As revised May 10, 2017)

The legal name of the corporation shall be the Newcomers Club of York County, Inc., hereinafter referred to as the Club.

ARTICLE II – PURPOSE

The purpose of the Club shall be the development of friendship among women of York County, South Carolina and their assimilation into the social and civic life of the community. The Club shall also undertake and promote within the community one or more charitable, humanitarian, or social welfare projects as proposed by the Board of Directors each year.

ARTICLE III – MEMBERSHIP

Section 1. Regular Membership. Any female resident of York County, South Carolina of at least twenty-one (21) years of age is eligible for membership. A member must pay annual dues and provide the Club with her current mailing address. Any member who first joined the Club before July 1, 2007 and whose Zip Code was subsequently changed by the U.S. Postal Service to an out-of-county Zip Code is eligible for membership.

Section 2. Honorary Membership. All living former Presidents of the Club who served through 1993 shall be lifetime Honorary Members. Beginning in 1994, and in each subsequent year, the immediate Past President shall be an Honorary Member during the year immediately following her term in office as President. Recipients of the Carol Fields Award and individuals who have been elected Honorary Members by a vote of the Board of Directors shall be lifetime Honorary Members. Lifetime Honorary Members shall be included on the active membership list for as long as they so desire. An Honorary Member shall be exempt from the obligation to pay annual dues.

ARTICLE IV – OFFICERS AND EXECUTIVE COMMITTEE

Section 1. Titles and Terms. The officers of the Club shall be a President, A Vice President, a Secretary, and a Treasurer. Co-officers may fill any office except that of President. These officers shall constitute the Executive Committee. They shall be elected at the annual Business Meeting and shall serve for a term of one (1) year from the first of July through the thirtieth of June. No member may hold more than one office at a time, and no member shall serve in the same office for more than two consecutive terms except for the President who shall be limited to one term. After five total years on the Board, a member shall not be eligible to serve as an officer, except that an officer whose fifth anniversary of membership on the Board shall fall during the last six (6) months of her term of office may complete the term. The term of five years on the Board need not be consecutive. If a member leaves the Board before a five (5) year term is completed that member will have to be voted or appointed to the Board in order to resume her five (5) year term.

Section 2. Executive Committee Meetings. Executive Committee meetings shall be held on the call of the President or two (2) members of the Executive Committee. A majority of the Executive Committee shall constitute a quorum.

Section 3. Executive Committee Duties. The Executive Committee shall have emergency powers to act for the Board of Directors between meetings of the Board.

Section 4. Officer Duties. The officers of the Club shall perform their respective duties according to the parliamentary authority adopted by the Club in Article XI, as prescribed throughout these Bylaws and as specified as follows:

- A. The President shall (1) preside at all Club meetings, Executive Committee meetings, and Board of Directors meetings; (2) appoint all Standing Chairpersons necessary for the proper functioning of the Club; (3) appoint any special committees as authorized by the Board of Directors; (4) offer counsel as requested for all Standing Chairs, committees, and activities; and (5) vote only in the case of a tie. In order to qualify for office, the President shall have had at least one (1) year of service on the Board of Directors.

- B. The Vice President shall (1) serve as program and meeting chairperson from July through June and plan the following July meeting; (2) preside at all meetings in the absence of the President; (3) fill any unexpired term of the presidency, should that become necessary; and (4) sign as an authorized user on the Club checking account along with the Treasurer.
- C. The Secretary shall (1) keep the minutes of all meetings as an official record of all business transacted; (2) publish summary minutes of each General Meeting in the newsletter; (3) distribute in advance of, or read at, each Board of Directors meeting the minutes of the previous meeting; (4) conduct all general correspondence as directed by the Club; and (5) maintain the annual report of the Auditing Committee and a copy of the budget for reference and, upon request, member review.
- D. The Treasurer shall (1) receive all Club funds and deposit the same in such bank as directed by the Board of Directors; (2) keep an accurate account of all receipts and disbursements and be responsible for all billings; (3) keep an accurate account of the paid membership; (4) confirm with the Membership Chairperson a list of paid new members; (5) maintain the annual budget for reference and review by the general membership at the regular meeting in July and thereafter to any member upon request.

Section 5. Officer Vacancies. Any vacancy in office, with the exception of the office of President, shall be filled by appointment of the President. If a vacancy arises in the office of President, the Vice President shall become President, provided, however, that if more than one person holds the office of Vice President and more than one of them wishes to fill the vacancy, one of them shall be chosen by a majority vote of the Board of Directors.

Section 6. Officer Absences. Any officer except the President who cannot fulfil her responsibilities for a meeting shall find for that meeting a replacement from among her fellow officers and shall so notify the President.

Section 7. Nominations. Nominations for office shall be made annually as follows:

- A. The Ex Officio shall recruit and recommend to the Board for its approval a Nominating Committee consistent with the requirements set forth herein. A Nominating Committee of five (5) members shall be chosen by majority vote of the Board at its February meeting. The Nominating Committee shall consist of two current Board members, one of whom shall, by majority vote of the Board, be appointed Chairperson, and three members at large, each of whom has been a member of the Club for at least two (2) years, one of whom shall be a past president. The March issue of the newsletter shall contain an announcement inviting any member of the Club to offer her name for consideration for an office by contacting the Chairperson of the Nominating Committee.
- B. The Nominating Committee shall prepare a slate of nominees, at least one (1) for each office, which shall be presented at the regular meeting in April and published in the May issue of the newsletter. The nominees shall have given their permission for their names to appear on such slate. The Nominating Committee shall not nominate candidates for any Standing Chair positions.
- C. At the Annual Business Meeting in May, nominations from the floor may be made at the time of the election, provided that the consent of any member so nominated has been obtained.

Section 8. Elections. Elections shall be held in May at the Annual Business Meeting of the Club. A member must be present in order to vote. Election shall be by ballot if there are multiple nominees for an office. A voice vote shall be taken if there is only one nominee for an office. If the election is by ballot, the President shall ask for and appoint three (3) volunteers from among those members present to serve as tellers and count the ballots. A majority vote of members present shall constitute an election.

ARTICLE V – BOARD OF DIRECTORS AND STANDING CHAIRPERSONS

Section 1. Board Composition. The Board of Directors, herein referred to as the Board, shall consist of the Executive Committee and the following Standing Chairpersons: Membership, Charity, Activities, Newsletter Editor, Newsletter Publisher, Reservations, Recruitment/Publicity, Historian, Hospitality, Sunshine and Ex Officio, Website Administrator/Directary and any other deemed necessary by the Executive Committee. A Standing Chairperson shall serve for a term of one year from the first of July through the thirtieth of June. No member shall serve in more than one Standing Chair position at a time, and no member shall serve in the same Standing Chair position for more than two consecutive terms. After

five years of serving on the Board, a member shall not be eligible to serve as a Standing Chairperson, except that a Standing Chairperson whose fifth anniversary of being on the board shall fall during the last six months of her term may complete the term.

Section 2. Board Meetings. The Board shall meet at least once a month. Special meetings may be called by the President or upon request of two (2) Board members or five (5) Club members. A majority of the Board shall constitute a quorum. The June Board meeting shall be a joint meeting of the outgoing and incoming Boards in order to accommodate the transfer of information between Board members. Any member of Newcomers may attend any Board meeting by contacting the President in advance as a courtesy.

Section 3. Board Duties. The Board shall (1) supervise and coordinate the affairs, plans, and activities of the Club in conformity with the Bylaws and policies of the Club; (2) be subject to the order of the Club and none of its actions shall conflict with actions taken by the entire Club; and (3) at its July meeting (a) consider for approval and act by majority vote on an annual budget proposed and submitted for approval by the Budget Committee; and (b) receive and act by majority vote on the report of the audit of the prior year.

Section 4. Standing Chairperson Duties. The Standing Chairpersons shall perform their respective duties as follows:

- A. Membership shall (1) welcome prospective members and guests and introduce all guests and new members to the membership at regular meetings; (2) keep records of all members and compile an annual directory in late September; (3) organize and invite new and prospective members to at least one new member tea; (4) inform the Newsletter Editor and the Publisher of newly paid members; and (5) pass new member activity sign-up sheets to the Activity Chairperson.
- B. Charity shall (1) research the needy organizations in York County, South Carolina; (2) monthly encourage donations from Club members for the benefit of various such organizations; and (3) form a committee to consist of the Charity Chairperson and two (2) members at large in order to recommend to the Board for its approval the donation to such organizations of funds from Club projects, including an annual charity project, with the organization(s) to receive such donation to be selected by vote of the general membership.
- C. Activities shall (1) oversee, explain, and promote the activities offered the Club members and appoint a leader for each activity group; (2) inform each activity leader of those new and renewing members who have signed up for the activity she leads; and (3) submit an activities calendar to the Newsletter Editor and coordinate the preparation of activity articles for publication in the newsletter.
- D. Newsletter Editor shall compile news from all areas of the Club into a newsletter including advertisements that satisfy the requirements set forth in Article IX, Section 6 and deliver the newsletter to the Newsletter Publisher.
- E. Newsletter Publisher maintain newsletter distribution lists, and distribute the newsletter before the first of the month by mail or email.
- F. Reservations shall (1) take reservations from members for each regular meeting; (2) turn in reservations numbers or names to the Vice President after the meeting reservation deadline; (3) provide a reservations list of names for the meeting each to the President, Treasurer and Membership Chairperson; (4) make name tags for members and guests before each meeting; and (5) maintain suggestion and comment baskets.
- G. Recruitment/Publicity shall (1) maintain and update Club entries on appropriate web sites, including the www.newcomersclub.com worldwide directory, as approved by the Board; and (2) place flyers advertising the Club at Chambers of Commerce, public libraries, real estate agency offices, and any other available information sources at the Chairperson's discretion; (3) put meeting notices in the local newspapers each month before the meeting and arrange for any special publicity the club may require.
- H. Historian; (1) keep two Club scrapbooks and present one scrapbook to the retiring President at the Installation Meeting; (2) keep the three most recent scrapbooks and bring them to new member teas and other meetings as requested; and (3) deliver prior scrapbooks to the Winthrop University Library archives.

- I. Hospitality shall (1) purchase a gift and hold a monthly birthday drawing at each regular meeting for those present who have birthdays that month and (2) organize periodic member coffees.
- J. Sunshine shall (1) coordinate voluntary meal preparation and delivery for members in need; (2) send cards or flowers and notify the Treasurer of memorial donations needed in accordance with current guidelines as approved by a majority vote of the Board and published in the membership directory; and (3) report member news at meetings and in newsletter articles.
- K. Ex Officio shall be the immediate Past President. She shall advise the Board on matters of parliamentary procedure and shall recruit and recommend to the Board for its approval a Nominating Committee consistent with the requirements set forth in Article IV, section 7.A.
- L. Website Administrator/Directory shall (1) update and make necessary changes to the Club's website: (2) update the Club's Directory, and have it printed and distributed to the membership.

Section 5. Standing Chair Vacancies. Any vacancy in a Standing Chair position shall be filled by appointment of the President.

Section 6. Standing Chair Absences. Any Standing Chairperson who cannot fulfill her responsibilities for a meeting shall find for that meeting a replacement from among the members of the Board and shall so notify the President.

ARTICLE VI – CLUB MEETINGS

Section 1. Regular Meetings. The second Wednesday of the month is designated as the regular meeting day. The regular meeting shall also be known as the general meeting. The date and location of each regular meeting are to be printed in the newsletter for that month. Occasionally, the meeting day may be changed as approved by a seventy-five percent (75%) majority vote of the Board. In case of a change in meeting day, notification of the change must be published in the newsletter for each of the prior two (2) months.

Section 2. Annual Business meeting. The regular meeting in May shall be known as the Annual Business Meeting and shall be for the purpose of electing officers, presenting the annual charity donation(s) and conducting any other business that may arise.

Section 3. Installation Meeting. The regular meeting in June shall be known as the Installation Meeting and shall be for the purpose of receiving the annual report of the retiring President, installing the incoming officers and conducting any other business that may arise. If a member elected to the office at the Annual Business Meeting cannot attend the Installation Meeting, she may be installed in absentia.

Section 4. Quorum, Twenty percent (20%) of the membership of the Club shall constitute a quorum.

Section 5. Reservations; Guests. Each person who makes a reservation for a meeting or other function shall be financially responsible for the cost of attending unless she cancels her reservation before the reservations deadline. Members and prospective members may bring guests to Club meetings and functions in accordance with the provisions concerning payment of dues set forth in Article VII.

ARTICLE VII – DUES

Section 1. Members. Annual dues shall be assessed by recommendation of the Board at its May meeting. A change in dues must be approved at the Annual Business Meeting in May. Dues are payable July 1 and membership shall be considered terminated if dues are not paid before or at the regular meeting in September. Dues shall not be refundable.

Section 2. New Members. A new member joining after December 31 shall pay pro-rated dues equal to one half of current annual dues. A prospective member or a guest who is a female resident of York County may attend no more than three Club functions and thereafter must pay dues before she may attend any further Club functions.

ARTICLE VIII – AWARDS

The Carol Fields Award was established to recognize exceptional service to the Club. Nominees are considered and selected according to established guidelines as approved by a majority vote of the Board and published in the membership directory.

ARTICLE IX – FISCAL AND LEGAL MATTERS

Section 1. Fiscal Year. The fiscal year shall begin on the first of July and end on the thirtieth of June.

Section 2. Audit. The accounts for the retiring Treasurer shall be reviewed by a special Auditing Committee consisting of the incoming Treasurer, one member of the Board and one member at large appointed by the Board, to be formed at the end of each fiscal year or at a change of Treasurer. A member of the Auditing Committee shall submit a written report to the Board meeting immediately following the change. The Secretary shall maintain the report for reference and member review.

Section 3. Budget. At the end of each fiscal year, a special Budget Committee consisting of the incoming President, the incoming Treasurer and the immediate Past Treasurer shall be formed to prepare and propose a budget for the new year. The Budget Committee shall submit the proposed budget for consideration and approval by majority vote of the Board at its July meeting. The treasurer shall make the approved budget available for review by the general membership at the regular meeting in July and thereafter by any member upon request.

Section 4. Dissolution. Upon liquidation or dissolution of the Club, the Board shall, after paying or making provision for the payment of all liabilities of the Club, distribute its assets to a charity to be chosen by a majority vote of the Club at its final meeting.

Section 5. Conduct. Every officer and standing chairperson shall discharge her responsibilities in good faith and with prudent care in a manner she reasonably believes to be in the best interests of the Club.

Section 6. Prohibited Activities. Actions and activities of the Club are subject to the following prohibitions:

- A. Neither the Club nor any member acting on its behalf shall employ or disseminate propaganda or otherwise attempt to influence any political cause, legislation, or other governmental regulation. Neither the Club nor any member acting on its behalf shall participate or intervene in any political campaign on behalf of any candidate for public office in any way, including the publication or distribution of statements.
- B. No Club activity may be used to promote or solicit any commercial enterprise, private business, personal employment, or any other undertaking for profit, subject strictly to the following two exceptions: (i) that advertisements for which the Club is remunerated and which are approved by the Board may be published in the newsletter; and (ii) that referrals of providers of services and goods voluntarily made by members and for which the Club receives no remuneration may be compiled in a list to be distributed to the general membership solely as a convenience to members and not as an endorsement by the Club. The Club is prohibited from engaging in any activity that would constitute a regular business of any kind ordinarily carried on for profit. No provision of these Bylaws shall be construed to prohibit the Club from engaging in fundraising projects in order to pay for Club expenses.

Section 7. Personal Information. Any and all Club membership rosters, directories, lists, or other records of personal information are intended, collected, compiled and distributed exclusively for the use of members for Club purposes only. No other use of any Club membership roster, directory, list, or personal information by the Club, any member, or other individual or organization for purposes of political persuasion, commercial enterprise, business profit, personal employment, or any other unauthorized purpose.

ARTICLE X – AMENDMENTS

The provisions of these bylaws may be amended by a two-thirds vote of those present and voting at any regular meeting of the Club, provided notice of the proposed amendments shall have been given at the previous regular meeting and printed in the newsletter, or sent in writing, at least two (2) weeks before the meeting at which such amendments are to be acted upon.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The rules contained in the most recent edition of *Robert's Rules of Order, Newly Revised* shall govern this Club in all instances in which they are applicable and not inconsistent with these Bylaws.

NOTE: The following Articles/Sections were changed in January, 2013 - Revision: Article IV, Section 1; Article V, Section 4.

The following Articles/Sections were changed in May, 2017 - Revision: Article V, Section 4; D & E.