

## **MISSION STATEMENT**

The mission of the Cape Coral Social Club is to give its members a friendly, welcoming place to have fun, enjoy social activities, and gain awareness of our community and its services.

## **CAPE CORAL SOCIAL CLUB BYLAWS**

### **ARTICLE 1 – NAME**

The organization will be known as Cape Coral Social Club (hereinafter the “Club”).

### **ARTICLE 2 – PURPOSE**

The sole purpose of the Club shall be social. Soliciting, advertising, and political activities are explicitly forbidden at any Club meeting or other function.

### **ARTICLE 3 – MEMBERSHIP**

Residents of Cape Coral and surrounding areas. Members are entitled to attend all General Meetings and Socials, and to participate in voting (**see Article # 19**) and all other Club activities.

### **ARTICLE 4 – ADVISOR**

The immediate Past President of the Club will serve as advisor to the Executive Board and should attend the Executive Board and General Membership meetings.

### **ARTICLE 5 – OFFICERS**

Section 1. The Officers shall be: President; First Vice President; Second Vice President; Secretary; Treasurer; Assistant Secretary; and Assistant Treasurer. The officers and the Standing Committee Chairpersons will constitute the Executive Board. The Past President will be an Ex-officio member.

Section 2. The Officers and Standing Committee Chairpersons shall take office effective January first and be formally installed at the preceding December General Meeting. Officers are elected and Chairpersons are appointed, for a period of one year by the president.

Section 3. Duties of Officers:

- A. President:  
Shall preside at all meetings of the Board and General Membership; will appoint Standing Committee Chairpersons and such Special Committee Chairpersons as needed; will be the A.M. Program Chairperson; and is an ex-officio member of all Standing and Special Committees except the Nominating Committee.\*
- B. First Vice-President:  
Shall preside in the absence of the President and serve as P.M. Program Chairperson.\*
- C. Second Vice-President:  
Shall serve as Membership Chairperson; accept new members; and maintain the Club membership list on a current basis. Shall also be responsible for the publication of a .list of members on a current basis.\*
- D. Secretary:  
Shall keep the minutes of the Club and Executive Board; have charge of all records, other than financial and membership records; and be responsible for general correspondence of the Club.
- E. Treasurer:  
Shall have charge of all monies in the name of the Club; disburse the Funds, keep an accurate account of the monies received and disbursed; provide a monthly financial report at Executive Board meetings. An annual report, properly audited, will be submitted at least 60 days after the expiration of each Club year. Checks issued by the Club shall be signed by the Treasurer, President or Assistant Treasurer. Club assets shall be held in the Club name and used solely for the social entertainment and enjoyment of the membership, charity or memorials as approved by the Board.
- F. Assistant Secretary:  
Shall fulfill the duties of Secretary in the Secretary's absence.
- G. Assistant Treasurer:  
Shall fulfill the duties of Treasurer in the Treasurer's absence.

\*Full job descriptions are listed in the Club's Operating Manual.

**ARTICLE 6 – PROGRAMS**

Programs will consist of information that is useful to the general membership. Programs will not present any product that can be construed as for sale, whereby the speaker will profit from the presentation. In certain circumstances with prior Board approval a speaker may present an item for sale whereby a percentage of the sales is donated to the Club.

## **ARTICLE 7 -EXECUTIVE BOARD**

### **Powers of Executive Board:**

- To appoint members to fill any vacancies occurring during the year.
- To have the necessary power to act on behalf of the organization with the exception of removing an officer. Any removal must be reviewed and proposed to the membership for a vote.
- The President or President pro-tem will set Board meetings at least eight (8) times annually.
- If protocol or procedures are in question, the parliamentarian will be consulted.

### **Representation of Executive Board to the public:**

- Members must act within the guidelines of the Club.
- All correspondence must be signed with the full formal name and title of the club officer or chairperson.
- No member may act on his/her own or represent himself/herself in any capacity without prior approval of the Executive Board. If a member does so, they are “piercing the bylaws” of the Club which may then leave the member open to legal action.

## **ARTICLE 8 – TRANSITION OF EXECUTIVE BOARD**

The outgoing officers and chairpersons will arrange a meeting with the incoming officers and chairpersons prior to the December general meeting relative to their individual duties. If additional assistance is necessary, an outgoing officer or chairperson will lend such assistance as deemed necessary.

## **ARTICLE 9 – TERM OF OFFICE**

No officer or chairperson shall serve for more than two (2) consecutive terms in the same position unless his or her professional credentials and/or knowledge of the position qualifies them to continue to serve.

## **ARTICLE 10 – VACANCIES**

In the event a vacancy occurs in the office of the President, the Vice-Presidents, in their order will succeed to the office of the President. In such event, the general Membership will elect a replacement Vice-President to serve for the balance of the term of office. In case of a vacancy in any other office, it will be filled by the Executive Board.

**ARTICLE 11 – MEETINGS**

A General Membership Meeting will be held on the 2<sup>nd</sup> Thursday of each month, unless and until a new schedule is established by the Executive Board. The Executive Board will meet monthly on a date and time and at a place selected by the President.

**ARTICLE 12 – DUES**

The membership dues are payable on becoming a member. Dues will be set by the Executive Board and any change in dues must be approved by the membership. Annual dues are payable in January and, if not paid by the March General Meeting, a member's name will not be included in the membership roster. Any new member who pays dues in the months of October, November and December will have their dues applied to the following year's dues.

**ARTICLE 13 – COMPENSATION**

No officer, chairperson or member will receive directly or indirectly any compensation or pecuniary benefit from his or her services to the club except that the Club may reimburse them for approved expenses.

**ARTICLE 14 -CONFLICT OF INTEREST**

It shall be considered a conflict of interest for any member, regardless of position in the Club, to use membership in the Club to benefit another individual or organization and accept a quid pro quo gift, compensation or benefit of any kind unless such action is previously authorized by the Executive Board. All such actions shall be disclosed to the Executive Board in advance of taking such actions. For avoidance of doubt the above clause does not apply to members exchanging favors or assisting each other, whether such assistance is paid or unpaid.

In the event that an individual is found by the Executive Board to be in violation of these Conflict of Interest policies he or she may be asked to resign from the Club at the discretion of the Executive Board.

Pertinent Club information to include, without limitation, member personal information (e mail, telephone number, home address) derived from membership in the Club shall not be used for personal gain and shall be kept within the confines of the Club and not open for discussion with any other individual, organization or club without the Executive Board's prior approval. In addition, details of private Club information, which may include but may not be limited to, details of Club plans shall not be discussed outside of the Club without prior approval of the Executive Board.

### **ARTICLE 15 – LEGAL RESPONSIBILITIES**

Neither officer nor chairperson shall incur personal liability for any Club contract or Club financial obligation of any kind, provided such contract or obligation is duly authorized.

### **ARTICLE 16 - DISSOLUTION**

In the event of the dissolution of the Club after paying or making provisions for the payment of all liabilities of the Club, the officers shall dispose of the remaining assets by donating them to a charitable organization(s).

### **ARTICLE 17 – DEATH OF MEMBER/SPOUSE**

Upon the death of a member or spouse of a member, a donation, not to exceed \$25.00 will be given in memory of the deceased member or spouse to the charity designated by the family.

### **ARTICLE 18 – COMMITTEES**

Section 1. Standing Committees:

The following Standing Committee Chairpersons shall be recommended by the Nominating Committee. The President must approve the nominees and be approved by a majority of all other elected officers of the Club.

- A.M. Refreshment Chairperson
- PM Refreshment Chairperson
- PM Caterer Chairperson
- Communications/Publicity Chairperson
- Community Liaison
- Dance Reservations Chairperson
- Activities Chairperson
- Raffle Chairperson
- Newsletter Chairperson
- Parliamentarian & Bylaw Chairperson
- Entertainment Chairperson (Dance)
- Photographer
- Sunshine Chairperson
- Travel & Fundraising Chairperson
- Dance themes & decorations chairperson

If necessary, committees may be chaired by more than one person.

**Section 2. Nominating Committee:**

The Nominating Committee will consist of three members: one appointed by the President, who will serve as Chairperson; one named by the Executive Board; and one selected by the General Membership at the June General Membership meeting. Two members of a past Nominating Committee will serve as advisors. **(See Job Description)\***

**Section 3. Audit Committee:**

An Audit Committee shall consist of not less than three members; one to be appointed by the President; and, two to be selected by the membership. Strong preference should be given to members with professional training and/or accounting, finance or auditing experience. **(See Job Description)\***

**Section 4. Bylaw Committee:**

A Bylaw Committee will consist of the Chairperson and two other members, one to be named by the Executive Board and one to be selected from the General Membership. Club bylaws should be reviewed at least every two (2) years. **(See Job Description)\***

## **ARTICLE 19 – ELECTIONS**

A slate of Officers will be presented by the Nominating Committee at the October General Membership Meeting. Nominations from the floor shall be called for at the November General Meeting. Consent of a person should be obtained prior to his or her nomination. Election of Officers will be held at the November General Membership Meeting.

### **MEMBERS WHO ARE ENTITLED TO VOTE**

Dues must be paid by October General Meeting of the current year to vote for a slate of officers at the November General Meeting. Only members in good standing are eligible to vote for the slate.

#### Voting Procedure and Teller's Report

- In order for a vote to be taken at a GENERAL MEETING, a CLUB officer must be present.
- Voting shall be by a show of hands unless a secret ballot is deemed necessary.
- Should a secret ballot be necessary, the President shall appoint two or three tellers to pass out and collect all ballots. Tellers should not have a direct personal involvement in the question or result of the vote.
- To ensure accuracy and to enable Tellers to detect any error when unfolding ballots, each ballot will be folded in a manner announced in advance.
- Should any member fail to vote while polls are open, said member cannot vote without the permission of the assembly.

- The President questions: “have all voted who wish to do so?” If there is no response, the President then says, “If no one else wishes to vote... the polls are now closed.”
- Ballots are now handed to the Teller who judges by the thickness and feel of the paper that only one ballot is being cast. The Teller then deposits the ballots into a central box.
- Ballots shall be recorded in the full presence of the meeting.
- Tellers shall ignore blank ballots and will not credit them to any question(s) or candidate(s).
- If when unfolding, the Teller has two or more ballots together they are recorded as illegal votes and are not credited.

#### Teller’s Report

- Shall Contain the number of votes cast, number necessary for election, number received per candidate or question and the number of illegal votes.
- Shall be read standing and addressing the Chair.
- Shall not declare results.
- The President will also read the Teller’s report and declare the results.
- The Secretary will enter the report in full into the minutes.
- Ballots should be held until after the swearing in of officers at which time they may be destroyed.

### **ARTICLE 20 – QUORUM**

At an Executive Board meeting a quorum consists of a presiding officer, secretary and at least 50% of the elected and appointed positions.

At a General Membership Meeting the quorum is simply the number of members present at the time, since they constitute the entire membership at that time.

### **ARTICLE 21 – AMENDMENTS**

The Bylaws may be amended by a 2/3<sup>rd</sup> vote of the members present at a General Membership Meeting, provided a notice of the proposed amendments(s) have been submitted at the immediately preceding General Membership Meeting.

### **ARTICLE 22 –PARLIAMENTARY AUTHORITY**

Robert’s Rules of Order shall govern any matters not specifically covered by these Bylaws.

**Notes:**        **Name of Club adopted by majority ballot vote at the 2/8/01 General Membership Meeting. These Bylaws, as proposed at the 2/8/01 General Membership Meeting, became effective upon the adoption thereof by a 2/3 Majority vote at the 3/8/01 General Membership meeting.**

**Bylaws amended by amendment proposed at the 2/13/03 General Membership Meeting and adopted by more than a 2/3 majority vote at the 3/13/03 General Membership Meeting. Bylaws further amended by amendments proposed at the 6/10/04 General Membership Meeting and adopted by more than a 2/3 majority vote at the 7/8/04 General Membership Meeting.**

**Bylaws amended by amendment proposed at the 10/12/2006 General Membership Meeting “to include pecuniary benefits” “disillusionment” and adopted by more than a 2/3 majority vote at the 11/9/2006 General Membership Meeting.**

**Bylaws amended by amendment proposed at the 5/8/08 General Membership Meeting “to include voting procedures” and adopted by more than a 2/3 majority vote at the 6/12/08 General Membership Meeting.**

**Bylaws amended by amendment proposed at the 10/9/08 General Membership Meeting to include “Environs of Cape Coral” and “serving of alcoholic beverages at CCSC events”, and adopted by more than a 2/3 majority vote at the 11/13/08 General Membership Meeting.**

**Bylaws amended by amendment proposed at the 5/14/2015 General Membership Meeting to include “Conflict of Interest Statement” and adopted by more than 2/3 majority vote at the 6/11/2015 General Membership Meeting.**

**By laws amended at the 6/8/2017 General Meeting to address membership roster, terms of office, meeting attendance, Chairperson Titles, address death of a member/spouse, establish language on a quorum, dissolution provision, and dues last quarter.**