



**BYLAWS  
OF  
HEATHROW WOMEN'S CLUB, INC.  
Amended February 2022**

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Article #1 Name

This club shall be known as the Heathrow Women's Club, Inc.

Article #2 Purpose

The Heathrow Women's Club, Inc. shall be organized and operated for charitable, educational and social purposes.

Article #3 Membership

3-1 Member (someone who is in good standing – paid dues and any outstanding debts) shall be entitled to vote, to hold office and may sponsor new members. All members are encouraged to serve on at least one club committee each year. Members are required to fulfill committee assignments and to financially support the fundraising projects and designated charities.

3-2 Honorary members are excused from voting and dues responsibility. They shall enjoy all the rights and privileges of membership. They are asked to attend and support all fundraising projects of the Heathrow Women's Club.

Article #4 Officers

4-1 The officers of the Heathrow Women's Club shall be: President, Executive Vice President, Program Vice President, Membership Vice President, Charitable Endeavors Vice President, Ways & Means Vice President, Treasurer, Recording Secretary, Corresponding Secretary, Advisor and Parliamentarian. These elected officers shall constitute the Executive Board.

4-2 The officers shall be elected at the April General Membership Meeting and installed at the May General Membership Meeting and will assume their duties as of the Transitional Meeting in June.

4-3 A vacancy in the office of President shall be filled by the Executive Vice President. If the Executive Vice President is unable to assume the office, then one of the Vice Presidents in the following order - Program, Membership, Charitable Endeavors, or Ways & Means will assume the office.

4-4 At the discretion of the Executive Board the positions of Vice President of Programs, Membership, Charitable Endeavors and Ways & Means may be shared by two Members who will serve as Co-Chairs. These Co-Chairs must coordinate their input and participation at Board Meetings. Only one may vote at any Board Meeting.

Article #5 Duties of the Officers

5-1 The President shall preside at all meetings of the Board of Directors and General Membership; serve as the official representative of the Heathrow Women's Club; serve as an ex-officio member of all committees except that of the Nominating Committee; and serve as Advisor for one year following her term as President. She will serve as custodian of all official documents and records.

5-2 The duties of the Executive Vice President shall be to perform the duties of the President in her absence or at her request and to serve as an ex-officio member of all committees except Nominating. The Executive Vice President will assume the office of the Presidency the following year and submit recommendations to the Nominating Committee for potential Board members.

5-3 The Program Vice President shall chair the Program Committee, provide monthly programs for the membership and communicate this information along with the menu for each meeting to the Technical Services and Public Relations Chairwomen for the website, press releases and *The Newz*. The Program Vice President shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-4 The Membership Vice President shall chair all activities related to new members, including hospitality, and maintain a correct and accurate membership roster. The Membership Vice President shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-5 The Charitable Endeavors Vice President shall chair the Charitable Endeavors Committee to review and suggest charities to be supported by the Heathrow Women's Club and provide support for ongoing activities. The Charitable Endeavors Vice President shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-6 The Ways & Means Vice President shall chair the Ways & Means Committee and be responsible for coordinating the fundraising efforts of the Heathrow Women's Club for its selected charities. The Ways and Means Vice President shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-7 The Recording Secretary shall keep the minutes of all meetings, type and distribute copies to the board members and post to the shared document site for access by the membership. The Recording Secretary shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-8 The Corresponding Secretary shall handle all correspondence and distribute club mail to the appropriate parties. The Corresponding Secretary shall be elected for a one-year term and may be re-elected for one additional term in succession.

5-9 The Treasurer shall be responsible for the handling of all monies, the accountability for receipts and disbursements, the payment of all bills, having accounts and vouchers available for an internal audit at the close of the fiscal year, the presentation of a quality financial statement and the transfer to the incoming Treasurer custody of all funds and records pertinent to the office at the close of the fiscal year. She will serve as Chairperson of the Finance Committee. The Treasurer may be re-elected for additional terms in succession, ideally, up to a maximum of three consecutive years.

5-10 The Parliamentarian shall serve as an advisor to the President in all matters pertaining to rules of conduct, Chair the Nominating Committee and perform the duties of Sgt. of Arms. The position of Parliamentarian shall be appointed by the President.

5-11 The Advisor is the past president for the preceding year and will serve on the Executive Board for the current year. The Advisor will serve on the Nominating Committee.

#### Article #6 Board Composition and Standing Committees

The Standing Committees include Technical Services, Public Relations, and Social. The Chairs of the Standing Committees, along with the Executive Board Officers shall constitute the Board of Directors.

#### Article #7 Meetings

7-1 The General Membership meetings shall be on the second Tuesday of each month from September through May unless changed by the Executive Board and approved by the membership.

7-2 A quorum of the General Membership shall consist of one-third of the members. A quorum of the Executive Board shall consist of not less than one-third of the Executive Board members.

7-3 There shall be a Nominating Committee of three plus the Advisor. The Nominating Committee shall consist of the Parliamentarian and two members appointed by the President. One member shall have served previously on a nominating committee. This committee shall present the nominating ballot at the March General Membership meeting. Election shall be by a majority vote at the April General Membership meeting and installation no later than the May General Membership meeting.

7-4 Detailed written reports are to be presented by all Board Members to the President no later than May 15. The President shall subsequently submit an end of year outline report in the June issue of *The Newz*.



7-5 Special meetings may be called by the President upon the request of the Executive Board and may also be called upon the request of one-tenth of the membership. At least 48 hours' notice shall be given.

#### Article #8 Board of Directors

8-1 The Board of Directors consisting of the Executive Board and Standing Committee Chairwomen shall meet a minimum of ten times a year at a time and place selected at the discretion of the President.

8-2 In case an emergency arises between Board Meetings, the Executive Board shall be empowered to transact the business of the club.

8-3 The Board of Directors shall receive no compensation for performing their duties.

#### Article #9 Dues and Finances

9-1 Members of the Heathrow Women's Club are obligated to the club for the payment of dues as fixed by the majority vote of the membership. Annual dues are payable upon receipt of membership renewal notice in May, prior to the beginning of the new fiscal year. New members joining in April or May will have a valid membership for the upcoming year. Dues must be current to participate in any club members only social activities.

9-2 The Treasurer shall notify a member of unpaid financial obligations. Members shall be responsible for all their financial obligations to the club. Failure to pay shall result in termination of membership.

9-3 The fiscal year shall be from June 1<sup>st</sup> through May 31<sup>st</sup>.

#### Article #10 Amendments

The bylaws may be amended at any General Membership meeting by a quorum of one-third with majority approval, provided a four-week notice has been given.

#### Article #11 Dissolution

In case the corporation wishes to dissolve and by due process of law shall dissolve all assets of whatever nature, or their equivalent in value which remain after the just debts and liabilities of this corporation have been satisfied shall be used for such educational or public purpose or purposes, within the State of Florida, as will complete or continue undertakings for the public benefit which are already begun by the Heathrow Women's Club and any remaining assets shall be distributed for purpose or purposes within the scope of HWC. No part of the net income or earnings of the corporation shall be inured to the benefit of any individual member or be distributed to its members or officers.

Article #12 Parliamentary Authority

Roberts Rules of Order Newly Revised shall be the Authority of the Heathrow Women's Club.