

AGUA DULCE WOMEN'S CLUB

BY-LAWS

This Club was organized September 23, 1948 and Incorporated August 16, 1949.

Article I - Name

This organization shall be known from this day, September 1, 1948 and each year henceforth, as the Agua Dulce Women's Club, located at 33201 Agua Dulce Canyon Road, Agua Dulce, Los Angeles County, State of California.

Article II - Mission Statement

The Agua Dulce Women's Club is a 501(c)(3) nonprofit charitable organization founded by women in 1948, whose mission is to put caring and commitment into action through community based philanthropic and scholarship programs. The Agua Dulce Women's Club maintains and preserves a historic clubhouse for use by local community organizations.

Article III - Executive Board

The Executive Board shall consist of a President, Vice President, Secretary, Treasurer, Membership Director, Program Director, Health & Welfare Director, Facilities Director and Editor elected to serve a period of one year. No person shall hold the same office for more than two years consecutively, except the Treasurer, Facilities Director and Editor. An Executive Board majority may, at their discretion, authorize expenditures not to exceed \$500 without approval at a general meeting.

Section I - The President shall preside at all meetings of the club and Board of Directors, appoint special chairmen, be a member ex-officio of all committees, be responsible for all correspondence, be responsible for developing a yearly calendar to be distributed by January; sign all legal documents with the Secretary or Treasurer and, sign all checks with the Secretary, Treasurer or Vice President. Two out of four signatures are required - namely the President, Secretary, Treasurer or Vice President. The President can authorize expenditures up to \$100 for day-to-day business.

Section II - The immediate past president shall serve as Vice President the first year after leaving the office of president. The Vice President shall substitute for the President in case of absence followed by Secretary, then Treasurer. In the event the President serves a second term, the office shall be open for nominations.

The Vice President shall, in the absence of the President, assume her duties and assist in the work of the President. She shall also be Hospitality Chairman who is responsible to greet and introduce guests and new or returning members. She shall maintain an attendance/guest book at each general meeting. The outgoing Vice President shall chair the Installation and, with the assistance of the outgoing President, arrange for the necessary awards.

Section III - The Secretary shall keep the general club records, including minutes of general and board meetings, standing committee appointments, list of officers, list of members showing their

addresses and telephone numbers, a copy of the by-laws and the club seal. She shall sign with the President all legal documents and keep a copy. She shall provide the President with a copy of the minutes of the previous meeting and be prepared to present recommendations of the previous board meeting to the members present.

Section IV – The Treasurer shall receive all monies and deposit same in the name of the club in a bank approved by the club, and to keep an itemized account of receipts and disbursements; make a written report to be presented at each general and/or Board meeting. Checks shall be signed by the Treasurer and President, with an alternate signee in the person of the Secretary or Vice President, two signatures being required. The Treasurer may pay ordinary operating expenses up to \$250 without prior Board approval. The Treasurer shall prepare and submit an annual financial report to be read no later than the March general meeting. The books are to be closed and audited prior to the March meeting. In order that the books may be closed and audited, the Treasurer shall call for all bills owed and monies due to be given to the proper person or persons at the general meeting in December.

Section V - The Membership Director shall plan and host the Membership Luncheon. She shall print a membership roster by the end of March and maintain it throughout the year. She shall order and distribute badges, collect membership dues. She shall present a list of new members, with pertinent information, at every Board meeting. She shall give every new member a current roster and copy of the bylaws.

Section VI - The Program Director shall provide interesting, informative, constructive and entertaining programs for the general meetings. She shall coordinate the activities of the Refreshment Committee. The Refreshment Chairman shall be in charge of coordinating the refreshments for the general meetings which may include soliciting volunteers to bring the refreshments and reminding them of their obligation in advance of each meeting.

Section VII - The Health and Welfare Director shall send out get well, sympathy, birthday and other appropriate cards provided to her by the club. Flowers or a living tree shall be sent in the event of the death of a member or the immediate family of a club member. The Board shall determine what is appropriate upon the death of a long time resident. The amount is to be determined at the beginning of the fiscal year.

Section VIII – The Facilities Director shall coordinate the activities of the Building Maintenance and Rental Committees. The Facilities Director shall be in charge of renting the building to groups or private individuals. She shall have them sign the rental agreement and be responsible for collecting all rental fees and deposits in advance. She shall also be responsible for checking the condition of the building and grounds after each paid event. This includes the purchasing of all supplies needed for the operation of the clubhouse. Building Maintenance Committee is responsible for the upkeep and cleanliness for the building and grounds. They shall arrange for all necessary repairs, oversee cleaning, and dispose of all trash and donations left at the clubhouse. The committee shall obtain at least three itemized estimates for maintenance and repair work and shall submit them for Board approval prior to any work being done. They shall maintain a list of all keys issued.

Section IX – The Editor shall coordinate the activities of the Newsletter, Publicity Committee and Historian Committee. The Editor shall compile, edit and mail a newsletter to every member monthly. She shall be responsible for soliciting advertising and collecting income. The newsletter shall be reviewed by the president or her designee prior to publication.

The Publicity Committee shall contact all local newspapers and publications with information on all activities. The Committee shall coordinate with every event chair to insure that each event is appropriately publicized. The Committee shall maintain a list of all media contacts. All written publicity shall be approved by the President prior to publication.

The Historian Committee is to compile and keep a record of activities of the organization and to make historical facts available. The Committee is to compile a yearly scrapbook which shall include all programs, newsletters, photos of each event, and copies of any pertinent publicity. If the historian is unable to attend any event, one of the committee shall cover the event.

Article IV - Board of Directors

Section I:

The Board of Directors shall consist of the Executive Board and the appointed chairmen of any other committees.

Each Executive Board member and chairman, on the expiration of her office, or in case of resignation, shall turn over to her successor without delay, all records, books, funds, or any other material pertaining to her office. All prior year records are to be kept at the Women's Club.

If an officer fails in the performance of her duties, or if she should miss three consecutive meetings without valid reason, she shall be dismissed by the Board of Directors.

In case of resignation or vacancy during the term of office, the Board of Directors shall appoint a member to complete the term.

Section II - Duties:

The Board of Directors shall have general supervision of the affairs of the club. It shall be subject to the orders of the club and none of its acts shall be in conflict with action taken by the club. Minutes shall be taken of these meetings. The date and place is to be selected at the discretion of the majority of the board members. At the first Board meeting in January, the Board shall develop an event calendar and a financial plan which shall include a determination of the amounts to be spent on memorial offerings, events, budget, and the newsletter.

Section III - New Business:

All new business shall be presented to the Board of Directors for consideration at their regular meeting. New business, previously discussed by the Board of Directors, may be presented at the general meetings. Any club member may present new business at the general meeting at the

discretion of the President.

Article V- Committees

Other Committees that may be appointed include but are not limited to

- A. Boutique
- B. Children's Parties
- C. Scholarship
- D. Parade of Tables
- E. Bylaws

The chairs of other committees are not members of the Executive Board. They are encouraged to attend Board of Directors' meetings but do not have a vote.

Article VI- Meetings

Section I:

The general meeting of this club shall be held on the first Thursday of each month unless otherwise ordered by the club. Time to be set. Refreshments shall be served. The agenda shall include a business meeting and predetermined program or activity.

Section II:

A special meeting may be called at the request of the President or upon written request of five members.

Section III:

A majority vote of all members present shall be sufficient to pass on all motions and elections.

Article VII- Nominations and Elections

Section I:

A nominating committee of five or more members in good standing (attended at least 50% of the general meetings in the current calendar year) shall be organized at the general meeting in September. The committee shall meet at least once and submit its written recommendations for the Executive Board at the general meeting in October. At that time further nominations may be made from the floor following a review of the duties of each office. The consent of each candidate must be obtained before her name is placed in nomination.

Section II:

Election of officers shall be held at the general meeting in November, voting to be by secret ballot if there is more than one candidate for an office. Prior to the first general meeting in

January, the new Executive Board will be installed and all appropriate documentation, keys, etc. will be turned over. The new Board of Directors shall assume their duties January 1.

Section III:

Any member elected to the office of President shall have been an Executive Board member within the last two (2) years. Any member elected to the office of Vice President, Secretary or Treasurer must have been a member in good standing.

Article VIII- Installation of Officers

Section I:

Officers shall be installed following election in November, prior to the first general meeting in January, at a time designated by the members. A public installation ceremony may be desired.

Section II:

The installing officer shall be selected by the newly-elected President and shall conduct the installation. The installation shall be chaired by the outgoing Vice President.

Article IX - Eligibility

Section I:

A member must be 18 years of age or older.

Section II

The dues of the club shall be decided by the membership for the period January through December. Only members who have paid their dues are eligible to vote.

Article X- Amendments

Amendments to these By-Laws may be made at any general meeting by a majority vote, provided notice was given at the previous general meeting.

Article XI- Disbandment

Section I:

In case of disbandment or decision to sell the club property on Agua Dulce Canyon Road (described as the East 350' of the South 100' of the N.E. 1/4 of the N.E. 1/4 of Sec. 27, T. 5 N., R. 14 W.S.B. B.M.), deeded to the club by Ben F. and Mary O. Sciarra, as Joint owners; Mr. Ben F. Sciarra or his heirs shall have the first option to buy.

Section II:

Section I of Article XI (Eleven) may not be amended at any future date.

Section III:

Upon the dissolution of the Club, its assets remaining after payment of all debts, liabilities and obligations of the Club shall be distributed to a nonprofit fund, foundation or corporation existing in the Agua Dulce area which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) or applicable successor section of the Internal Revenue Code unless no such qualifying organization shall then exist within the Agua Dulce area in which event, all such assets shall be distributed as set forth herein without regard for the location of any such qualifying organization.

Article XII- Parliamentary Authority

Section I:

The rules contained in Robert's Rules of Order Revised shall govern this club in all cases. Anything not covered by these bylaws - refer to Robert's Rules.

Section II:

No mortgages or encumbrances shall be levied against this property at any time. Refer to Article XI, Section I.

Section III:

Monies for improving or additions on this property, must be raised prior to implementing.

Revisions: 7/11/57
4/28/66
4/12/77
4/2/98
7/5/01
10/3/02
6/7/07