

# Women's Club of Greater Lakeway

## *Our Bylaws*

### *ARTICLE I – Duties of Officers*

#### *Section 1. – President*

*It shall be the duty of the President to preside at all meetings of the General Membership, the Board of Directors, and the Executive Committee, and to have a casting vote in case of a tie. She shall be an ex officio member of all committees except the Nominating Committee.*

#### *Section 2. – First Vice President*

*The First Vice President shall assume all duties of the President in the President's absence and shall serve as Program Chairman.*

#### *Section 3. - Second Vice President*

*The Second Vice President shall serve as Chairman of all Special Interest Group Chairmen and shall act as a liaison between the President and the Chairmen.*

#### *Section 4. - Recording Secretary*

*The Recording Secretary shall keep a record (minutes) of all the proceedings at General Membership, Board of Directors, and Executive Committee meetings. She shall post the minutes of the previous General Membership meeting where members can read them at the subsequent General Membership meeting. A copy of all approved minutes shall be furnished to the President.*

#### *Section 5. - Corresponding Secretary*

*The Corresponding Secretary shall be provided a list of the Board of Directors and the general membership. She shall conduct correspondence as directed and shall read important correspondence at meetings at the request of the President.*

#### *Section 6. – Treasurer*

*The Treasurer shall receive all monies pertaining to the club and shall deposit same in the name of the club in a bank approved by the Board of Directors, keep an account of all receipts and disbursements, pay all expenses of the club, and report on all financial matters at the request of the President or any member of the club. She shall submit immediately after May 31, or at the conclusion of her term, all Women's Club financial records to an independent source selected by the President and approved by the Board of Directors for an examination of same. The Treasurer shall also file an annual tax return as required by the Internal Revenue Service for organizations exempt from federal income tax under Section 501(c)(7) of the Internal Revenue Code.*

# Women's Club of Greater Lakeway

## *Our Bylaws*

### *Section 7. – Signature Authority*

*The Executive Committee shall control and manage the affairs of the club and shall authorize the President and the Treasurer to sign checks on behalf of the club.*

### *Section 8. – Term of Office*

*The term of office is one year. No officer shall serve more than two consecutive terms in the same office.*

### *Section 9 – Vacation of Office*

*The First Vice President shall succeed the President if, for any reason, the President cannot continue in office. Other offices so vacated during the year shall be filled by appointment by the President and confirmed by the approval of a simple majority of the Board of Directors.*

## *ARTICLE II – Membership*

### *Section 1. – Eligibility*

*Membership shall be limited to those women living within the City of Lakeway, the Lakeway ETJ, and The Hills. Members-in-good-standing who subsequently move outside these areas, as well as non-resident property owners who have not necessarily been previous members, may become associate members. Associate members will pay full dues and enjoy full privileges of membership except 1. They will not be eligible to be on the Board of Directors or hold positions in Special Interest Group leadership, and 2. They may not participate in Dinner Club.*

### *Section 2. - Non-Member Meeting Attendance*

*Women eligible to join the club are welcome to attend two (2) meetings before joining. Houseguests of members shall be welcome at all General Membership meetings.*

### *Section 3. – Conduct Unbecoming*

*The Board of Directors may take appropriate action should any member's conduct in connection with any club-sponsored activity, including any Special Interest Group, be determined by the Board of Directors to not be in the best interest of the club.*

# Women's Club of Greater Lakeway

## *Our Bylaws*

### *ARTICLE III – Dues*

#### *Section 1. – Dues Determination*

*Annual dues shall be determined by the Board of Directors and approved by the general membership.*

#### *Section 2. – Voting Privileges*

*Only members-in-good-standing who have renewed their membership for the current year shall be eligible to vote in any election. New members will have full voting privileges.*

#### *Section 3. Partial Dues*

*Women joining the club after January 31st shall pay half the annual amount.*

### *ARTICLE IV – Meetings*

#### *Section 1. General Membership Meeting Times*

*General Membership meetings of the club shall be on the fourth Monday of each month at 10:00 a.m., or as the Board of Directors may designate.*

#### *Section 2. – Board of Directors Meeting Times*

*Meetings of the Executive Committee and the Board of Directors may be called at the discretion of the President or at the request of a quorum of the Board of Directors.*

### *ARTICLE V – Quorums*

#### *Section 1. – General Membership Quorum*

*A quorum of the club membership shall be the members present at any particular General Membership meeting.*

#### *Section 2. Board of Directors Quorum*

*A quorum of the Board of Directors shall be one-half of its members.*

#### *Section 3 – Executive Committee Quorum*

*A quorum of the Executive Committee shall be five (5).*

### *ARTICLE VI – Elections*

#### *Section 1. – Nominating Committee*

*A Nominating Committee shall consist of five (5) members appointed by the following officers of the Executive Committee: First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary and Treasurer.*

# Women's Club of Greater Lakeway

## *Our Bylaws*

*In addition, the Parliamentarian shall chair the Nominating Committee as a non-voting member. Only the results of the Nominating Committee's deliberations shall be announced. All other discussions shall be kept strictly confidential in perpetuity.*

### *Section 2. – Officers' Qualifications*

*The qualifications for nomination as President, First Vice President or Second Vice President shall include one year's previous experience on the Board of Directors, not necessarily the year preceding the year of nomination.*

### *Section 3. – Slate of Nominees*

*The Slate of Nominees for the next year's Executive Committee as recommended by the Nominating Committee shall be presented at the March General Membership meeting. Nominations from the floor will be received at that time, provided the nominator has the nominee's prior consent. If an in-person gathering is not possible, the recommended Slate of Nominees shall be announced via an online system. Further nominations, with nominees' prior consent, shall be accepted by the President via an online system.*

*Section 4. – Provision for Multiple Candidates/Simple Majority Vote Election of the officers for the coming year shall be held at the April General Membership meeting. If there is more than one (1) candidate for any office, the vote shall be by ballot and signed absentee and proxy ballots shall also be counted. The winner(s) shall be the candidate(s) receiving a simple majority of either verbal or ballot votes.*

*If an in-person gathering is not possible, ballots shall be issued and tabulated via an online system. The results will be reviewed for accuracy by the President and two members of the Board of Directors whom she shall select.*

### *Section 5. – Installation of Officers*

*The installation of officers for the following year shall take place at the May General Membership meeting. See Standing Rules Item 14 for swearing-in oath language. If an in-person gathering is not possible, the President shall make arrangements with the incoming Executive Committee members to be sworn in prior to June 1st of that year.*

# Women's Club of Greater Lakeway

## *Our Bylaws*

### *ARTICLE VII – Standing Committees*

*The Board of Directors may add or delete standing committees as deemed necessary. Suggested standing committees are listed in the Standing Rules. No standing committee chairman shall serve more than two (2) consecutive terms on the same committee. See Article VIII.*

### *ARTICLE VIII – Webmaster(s)*

*Due to the technical skills and experience required by this/these positions, the incoming President may appoint a Webmaster or Co-Webmasters for indefinite consecutive terms, which shall be confirmed or revoked by the Executive Committee.*

### *ARTICLE IX – Special Interest Groups (SIGs)*

*Special Interest Groups may be formed within the club as desired by members. All application forms requesting to start a new SIG are subject to prior approval by a simple majority of the Board of Directors. A chairman of each group shall be chosen by the group or appointed by the Second Vice President. At the end of the Women's Club year in May, the chairman of each SIG shall submit: 1. A brief summary of the year's activities to the Second Vice President, and 2. An accounting of any carryover funds which shall not exceed current IRS guidelines to the Treasurer.*

### *ARTICLE X – By-Laws Amendments*

*These by-laws may be amended at any General Membership meeting in the same manner as the Constitution, by a simple majority vote.*

### *ARTICLE XI – Parliamentary Authority*

*The latest edition of Robert's Rules of Order, Newly Revised, shall govern in all questions of Parliamentary Law not covered by the Women's Club of Greater Lakeway's Constitution and By-Laws.*

*Constitution and By-Laws Revision Dates: 1988, 1992, 1995, 1996, 1997, 1998, 1999, 2001, 2002, 2003, 2005, 2006, 2009, 2013, 2014, 2016, 2019, 2021.*