

# BY-LAWS OF THE CARLSBAD NEWCOMERS CLUB OF CARLSBAD, CA

ARTICLE I – TITLE – The name of this organization is The Carlsbad Newcomers Club of Carlsbad, CA. The club was formerly known as the Welcome Wagon Club of Carlsbad, CA.

ARTICLE II – PURPOSE FOR THE CLUB AND OBJECTIVES – The Club is organized to provide an opportunity for members to become acquainted and become friends with other members in the community in a friendly and social atmosphere. The Club shall promote charitable and humanitarian projects within the community.

ARTICLE III – POLICIES – The Club is a tax-exempt social club and shall be nonprofit, nonsectarian, and nonpolitical in all its policies and activities. It is organized within the meaning of Section 501c(4) of the Internal Revenue Code.

There are current non-binding policies as set forth in Addendum C which are not included as By-Laws and which may be changed from time to time.

ARTICLE IV – MEMBERSHIP – Membership is open to all adults in the City of Carlsbad and adjoining communities. The Club shall not discriminate for any factor, including but not limited to race, color, creed, national origin, gender, transgender, marital status, or educational background. The Club shall not hold meetings or special events in any establishment that discriminates against persons for any of the above-cited factors.

ARTICLE V – GENERAL MEETINGS – There shall be a monthly meeting held on the first Wednesday of the month for the Club’s members to share fellowship and information relating to community activities and of the Club’s various activity groups. It is deemed a coffee meeting at which there may be a program including speakers. No member may solicit the sale of any product and/or services at any Club function without Board approval.

ARTICLE VI – BOARD OF DIRECTORS MEETINGS – There shall be at least one (1) monthly meeting of the Board, at which time the Club’s business will be transacted. The meeting shall be open to all Club members unless it is designated as a closed meeting. No business shall take place unless a quorum is present. A quorum is defined as fifty-one percent (51%) of the total number of the Executive Board and Governing Board present at the meeting.

At the monthly meeting, reports shall be made by the members of the Executive and Governing Boards and Special Groups. The President may call special meetings when necessary.

ARTICLE VII – LUNCHEON MEETINGS – Monthly luncheons shall be held on the third Thursday of the month except for the months of July, August and December. Members who wish to attend the luncheon must make reservations and pay for the cost of the luncheon in advance. Reservations, unless cancelled prior to the deadline, shall be non-refundable.

ARTICLE VIII – FINANCES AND DUES - The Club’s Fiscal Year shall be from June 1st through May 31<sup>st</sup> of each year. The fiscal year may not be changed without a vote of the quorum of those members attending a duly noticed meeting.

Annual dues shall be determined by the Board of Directors and shall be increased to cover the costs of mailing by USPS for those members receiving hard copies of the monthly newsletter. Dues for new members joining the Club after January 1<sup>st</sup> shall be prorated.

Dues shall be payable after a prospective member attends two (2) regular Club activities as a guest. Past Presidents shall not be required to pay dues for three (3) years after leaving office and shall not exceed three (3) years regardless of the number of terms served.

Club members whose dues become delinquent shall be dropped from the Club’s membership list and directory at the time of printing.

Any pre-payment that is required to reserve participation at a Club event is non-refundable after the payment due date unless otherwise specified. All deposits to reserve participation are non-refundable if the member does not attend the function. Non-refundable payments and deposits shall accrue to the Club.

ARTICLE IX – THE BOARD OF DIRECTORS – The Board of Directors shall consist of the Executive Board and the Governing Board, which shall jointly meet monthly to conduct the business and general management of the Club. The duties of the Executive Board and the Governing Board as set forth in Addendums A and B may be changed from time to time by the Board of Directors and shall not be considered as an amendment to these by-laws, but shall require a quorum vote of fifty-one percent (51%) of the quorum present.

The members of the **Executive Board** shall consist of the President, Vice President, Recording Secretary, Treasurer, Membership Chair, Newsletter Editor, and Parliamentarian. These officers may succeed themselves in the same position on the Board and are encouraged to serve in another position on the Board in the future. Their duties are set forth in Addendum A.

The **Governing Board** shall consist of the Chairpersons of the following entitled positions: Programs, Historian, Publicity, Community Connections, Newsletter Assistant, Newsletter Distribution, Website Administrator, Calling Committee, Good Neighbor, Hospitality, Luncheon Reservations, Corresponding Secretary, Newcomer Teas, Monthly Luncheon, Coffee Meeting Coordinator, and 50/50 Chair. The duties of these positions are set forth in Addendum B.

ARTICLE X – NOMINATIONS AND ELECTION OF OFFICERS –No later than the February Board meeting each year, the President shall appoint, with the approval of the Executive Board, three (3) to five (5) members to the Nominating Committee, which shall thereafter submit a list of candidates for the officers’ positions. Nominees for the positions of President and Treasurer shall have previously served on the Board of Directors for at least one (1) year. Upon approval of the list by the Board, the list shall be published in the

monthly newsletter and announced to the general membership at the March monthly coffee meeting.

At the April coffee meeting, nominations from the membership shall also be accepted. In the event of a contest for an office, there shall be an election held with ballots. The candidate receiving the majority vote shall be declared elected to the position. The nominees for the non-contested positions are deemed elected to their respective offices. The installation shall occur at the May meeting.

In the event of a vacancy of any office other than that of the President, the Board shall fill that position. If the vacancy occurs in the office of the President, the Vice President shall become President.

ARTICLE XI – VOTING – Each member in good standing shall have one (1) vote on matters submitted to a vote by the membership. There shall not be proxy voting. Only members of the Board of Directors may make a motion, and any member may second it at Board of Directors meetings and only members of the Board of Directors may vote. Each shall have one (1) vote.

ARTICLE XII – RESOLUTIONS - No resolution or motion to commit the Club on any subject shall be considered until it has been previously submitted to and approved by the Board of Directors.

ARTICLE XIII – PUBLICITY – The name Carlsbad Newcomers Club shall be used for notices of the monthly Newcomers Club meetings. The Board of Directors must approve all publicity, but the specifics of the material may be at the discretion of the Publicity Chair.

ARTICLE XIV – ACTIVITY GROUPS – There are activity groups such as art, gardening, theater, card games, etc. in which the members have an interest. Each activity group must be financially self-sufficient. The members of any activity group must be Club members in good standing; however, guests are allowed and may participate for up to two (2) occasions. Activity Groups may not exclude any Club member who wishes to join.

The activity group chair shall keep a list of participating members, which shall be provided to the Membership Chair.

Any Club member may propose a new activity group but it first shall be presented to the Board of Directors for evaluation and approval. The days for the proposed activity shall not conflict with the coffee meeting or the monthly luncheon. The Club shall consider the possibility of liability and/or litigation prior to authorization of any new activity.

ARTICLE XV – BY-LAW AMENDMENTS – These by-laws and the addendums may be amended at a regularly scheduled Board of Directors meeting by a quorum of the Board of Directors. A quorum is defined as fifty-one (51) percent of the Board of Directors members present, providing that there is a quorum of the Board as previously defined in Article IX.

ARTICLE XVI – PARLIAMENTARY AUTHORITY – The immediate Past President shall be deemed Parliamentarian. If that person is absent, the current President shall be the Parliamentarian. The current version of “Robert’s Rules of Order Newly Revised” shall be the guideline on all questions of parliamentary law unless in conflict with these by-laws or with the laws of the State of California.

CONSENT OF OFFICERS ADOPTING THESE BY-LAWS: We, the undersigned, are all the officers of the Carlsbad Newcomers Club, of Carlsbad, California. Pursuant to the authority granted by a vote of the membership of the Club at a duly noticed meeting, we consent to and adopt the foregoing By-Laws, including the three (3) Appendixes as the By-Laws of this organization.

Dated: \_\_\_\_\_  
\_\_\_\_\_ President

Dated: \_\_\_\_\_  
\_\_\_\_\_ Vice President

Dated: \_\_\_\_\_  
\_\_\_\_\_ Recording Secretary

Dated: \_\_\_\_\_  
\_\_\_\_\_ Treasurer

Dated: \_\_\_\_\_  
\_\_\_\_\_ Membership Chair

Dated: \_\_\_\_\_  
\_\_\_\_\_ Newsletter Editor

Dated: \_\_\_\_\_  
\_\_\_\_\_ Parliamentarian

## ADDENDUM A

It is the duty of all outgoing officers to train their replacement. Training should be both verbal and in writing. A copy of the job description together with written details of the duties shall be continuously updated, given to the President, and maintained in a binder at the conclusion of the fiscal year.

The PRESIDENT is the Chief Executive Officer and shall preside at all meetings of the Club and of the Board of Directors; shall have previously served at least one (1) year on the Board of Directors; be an ex-officio member of all committees except the Nominating Committee; be a signer on the Club's bank account; may form an audit committee to review the Treasurer's records at the conclusion of the Treasurer's term of office; form a fundraising committee that will devise plans for charitable giving and give the Treasurer reports of all projects and funds raised; perform all duties as are usual and customarily required of such office, and upon completion of term of office shall be the Parliamentarian for the next year.

The VICE PRESIDENT shall perform all duties of the President if /when that person is unable or unavailable to do so. If the office of the President becomes vacant, the Vice President shall then become the President. The Vice President secures entertainment for two of the monthly luncheons, one of which is the holiday luncheon.

The RECORDING SECRETARY shall take minutes at all meetings of the Board of Directors and at any special meetings and maintain same; report the minutes at each meeting; receive written reports; maintain and shall be the custodian of the Club's records; and be responsible for maintaining the By-Laws in an updated status.

The TREASURER shall have charge and custody and be responsible for all of the Club's funds, which shall be deposited into the Club's bank account. The President and the Treasurer shall both be signees on the Club's bank account. The Treasurer shall maintain an accurate record of income and disbursements, disburse funds as directed by the President, sign all checks, timely file all required State and Federal tax forms, and report monthly to the Board of Directors all of the prior month's income and expenditures and the balance of the Club's remaining funds.

If the Board of Directors determines that the Treasurer shall be bonded, the Club shall pay the premium.

The Treasurer and the President shall prepare and present to the Board of Directors a proposed annual budget for its consideration.

The Treasurer, individually or with a committee, shall obtain information and data from licensed and reputable insurance agents regarding liability and indemnification of the Club and the members of the Board of Directors.

The Treasurer shall provide all records to an Audit Committee. The Treasurer and, if deemed necessary, an Audit Committee shall become familiar with the various taxing authorities' rules and regulations, forms, and payment of required taxes and prepare forms and make payments in a timely manner. In the event taxing authorities determine that the Club does not meet the requirements for a non-profit status, the Treasurer shall be responsible for forming a committee to pursue the issue and determine the proper reporting methods.

The MEMBERSHIP CHAIR shall be responsible for maintaining and keeping current a list of all of the Club's members with each member's full name, address, contact numbers, and email address. Annually, the Membership Chair shall compile a membership directory containing contact information for printing and distribution to the Club's membership. The list of new members shall be provided each month to the Newsletter Editor for publication in the Newsletter. The Membership Chair shall prepare mailing labels and purchase U.S. postage stamps for those members who receive the newsletter by USPS and deliver these items to the Newsletter Assistant.

The NEWSLETTER EDITOR shall prepare the monthly newsletter to provide the Club's members with information relating to the Club's meetings, activities, the President's message, and the names, addresses, and phone numbers of new members. The April issue shall contain a list of the proposed nominees for the Board of Directors. The May issue shall include an application form for membership renewal. The newsletter shall be distributed by email to those members in good standing who have an email address. It shall be mailed through the USPS to only those members who have requested hard copies and paid the additional required fee. The newsletter shall not contain any commercial advertisements or offers of sale by any person, member or not. The newsletter is solely for the benefit of the Club and its members.

The PARLIAMENTARIAN shall be knowledgeable about these By-Laws, rules of procedure, and Robert's Rules of Order; clarify rules for the incoming President, Board of Directors, and membership as needed; advise the presiding officer as necessary; help maintain order at meetings; and be present at Board of Directors meetings.

#### ADDENDUM B

The PROGRAM CHAIR shall arrange for speakers for the monthly coffee meeting, make all necessary arrangements for the speaker's presentation; prepare a program description to be published in the Club's newsletter and for publicity; introduce the speaker at the coffee meeting; and shall also inform the Coffee Meeting Coordinator of room layout requirements.

The CORRESPONDING SECRETARY shall write thank you notes to the monthly speakers.

The COFFEE MEETING COORDINATOR shall be responsible for setting up the room for the monthly coffee meetings, for the refreshment table and beverages, and for arranging for members to donate fruit and cookies.

The HOSPITALITY chair shall greet all attendees at the coffee meeting; provide name tags; ensure that new members and guests sign into the registers; introduce guests and new members; choose a restaurant for lunch following the meeting; and inform the restaurant of the number attending.

The COMMUNITY CONNECTIONS chair shall be responsible for providing information of upcoming local events and activities and verbally reporting it to the members at the coffee meeting. The chair shall also be responsible for the annual food drive.

The MONTHLY LUNCHEON CHAIR shall choose the restaurants for luncheons; prepare a description of the restaurants, entrée choices and the costs of same to be published in the monthly newsletter; inform the Treasurer of any deposits paid for the luncheon; and inform the restaurant of the number of each entrée.

The HISTORIAN shall keep records of the Club using photographs, newspaper clippings, and any other matter. The historian shall prepare a memory book of the Club's activities at the end of the Club's fiscal year for presentation to the President.

The PUBLICITY chair shall be responsible for all media coverage of the Club's activities, including monthly meetings and programs, and other events.

The WEBSITE ADMINISTRATOR shall distribute the monthly newsletter to the membership via email and the website. The Website Administrator shall respond to all inquiries from the website. The newsletter on the website to the members shall be available by password. The Website Administrator shall maintain a list of the members' password that shall be changed from time to time for security purposes; and manage Website Administrator shall also manage the email service provider(s) accounts and access.

The NEWSLETTER ASSISTANT shall receive initial monthly newsletter input for articles from Activity Chairs pertaining to the next month's club activities; edit for correctness and forward to the Newsletter Editor; and shall provide any assistance needed by the Newsletter Editor.

The NEWSLETTER DISTRIBUTION chair shall pick up the paper copies of the newsletters, labels, and postage; adhere the labels and postage; and mail the newsletter.

The CALLING COMMITTEE chair shall make follow-up calls to new members and Coffee meeting guests as well as other calls as directed by the President.

The NEW MEMBER TEA chair shall host a luncheon tea every few months, whenever six to eight new members have joined the Club. The chair schedules the tea; mails invitations to the new members; and also invites one or two board members or long-time Club members. The chair shall call the new members to confirm they received the invitation and collect RSVPs.

The GOOD NEIGHBOR chair shall send get well cards to members who are ill or injured; shall send sympathy cards to the families of deceased Club members; and shall send sympathy cards to those members who have suffered the loss of a family member or partner.

The LUNCHEON RESERVATION chair shall make reservations for only those members who have timely indicated their entrée choice and provided a check in payment. The chair shall prepare name tags and inform the Monthly Luncheon Chair of the number of attendees and their luncheon choices. All funds and checks shall be turned over to the Treasurer.

The 50/50 chair shall offer tickets for opportunity drawings at the monthly luncheon. A portion of the proceeds shall be given to the Treasurer for the general fund.

#### ADDENDUM C – ACCEPTED PRACTICES

1. LIFETIME HONORARY MEMBERSHIP - Persons nominated for this award shall be evaluated by the Governing Body. The criteria for the award shall be:

- a. Must be a current member;
- b. Must have been a member for at least five (5) years;
- c. Must have served on the Board of Directors;
- d. Must have performed extraordinary service to the club;
- e. Must be involved with various activities.

2. Bereavement Policy (June 2012 Minutes) - A memorial donation of \$25 shall be donated as designated by the family of the deceased. This policy would apply to the husband, wife, significant other, or child of a current Board member.

3. No members may solicit the sale of any product and/or services at any function without Board approval.

4. Chairs of activities shall not exceed their designated budget without prior approval of the Board of Directors.

5. The budget is for the Club's maintenance and operating expenses, and does not include funds for committees. All other expenses must have the prior approval of the Board of Directors.

Revised and approved \_\_\_\_\_ (date).



