

**General Federation of Women's Club (GFWC)  
Woman's Club of Hartland  
Bylaws  
2025-2030**

**Article I  
Name**

The name of this organization shall be the General Federation of Women's Clubs of Wisconsin (GWFC-WI) Woman's Club of Hartland, known as the **Woman's Club of Hartland**. Henceforth, in this document, this organization shall be referred to as "the Club."

**Article II  
Object**

The Club is exclusively created for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to other organizations that qualify as exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law.

**Article III  
Membership**

Section 1. **General** Membership classes are Active, Inactive, and Honorary and have the following requirements:

- a. **Active Members:** Active members are those who are regularly involved in the general meetings and events of the Club. Active members renew membership through submission of annual membership dues.
- b. **Inactive Members:** Inactive members are persons who are unable to attend the required general meetings of the Club due to full or part-time employment, school, illness, or are members involved in extensive out-of-state travel. Inactive members must renew membership through submission of annual membership dues.
- c. **Honorary Members:** Honorary members are those who have ten (10) years of active membership status, but who are unable to participate in Club meetings or activities due to illness or disability. Honorary Members do not pay annual dues but continue to be listed in the annual Directory.

Section 2. **Membership Procedures:**

- a. Each proposed new member must have attended one (1) general meeting or one membership event (e.g. August "Meet and Greet") prior to application for membership.
- b. Applications for membership shall be presented in writing and acted upon by the Board. Application forms are available from the Director of Membership.

- c. Membership may be terminated by a letter of resignation by the member, or on rare occasion, by a resolution adopted by a majority vote of the Board.
- d. Reinstatement of a former member or a transfer from another GFWC Club need not attend as a guest nor be approved by the Board, providing she was a member in good standing in her previous Club.

### Section 3. **Dues Procedures:**

- a. Annual dues of forty-five dollars (\$45.00, starting in 2025-2026 Club year) shall be paid by each member on or before the October general meeting.
- b. New members admitted to membership after January 1<sup>st</sup> shall pay half (50%) of the annual dues amount for the remainder of Club year.
- c. Any member not paying dues or having unpaid lunch fees on or after two (2) months shall be notified of possible loss of membership.

### Section 4: **Membership Responsibilities:**

- a. **Active Members:** Attend at least four (4) General Meetings per Club year (September through May). Members who join between December 31 and March 1 attend three (3) General Meetings. Active Members are also encouraged to participate in at least one (1) Club Committee each year, and are encouraged to assist with two Club events per year, either with their time, talent or other resources.
- b. **All Members:** Adhere to the Club "Collect" in spirit, word, and deed, and promote Club membership and activities.

## **Article IV Executive Board and Duties**

Section 1. **The Executive Board** shall consist of five (5) Officers, four (4) Directors, and two (2) Advisors.

- a. **Officers:** The Officers shall consist of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Treasurer and Secretary. Officers are elected by the General Membership at the Annual Meeting and are voting members of the Executive Board.
- b. **Directors:** The Directors shall consist of the Director of Membership, the Director of Fundraising, the Director of Communication and Public Relations, and the Director of Community Engagement and Outreach. Directors are selected/appointed by the President and are voting members of the Executive Board. Directors also serve as Chairpersons of Standing or Service Committees. In the case of Directors who share a position, one will serve as Director; the other as the Co-Chair. In the absence of the Director, the Co-Chair will vote.
- c. **Advisors:** The Advisors shall consist of the Past President and Parliamentarian; the former to be the outgoing President; the latter to be selected by the incoming President. They are non-voting members of the Executive Board.

### Section 2. **Rules of Officers**

- a. **Eligibility:** Members of the Club are eligible for nomination for officership after having been a member a minimum of one (1) Club year, defined as membership from September to May of the year of nomination. Elected Officers must remain Active Members of the Club throughout their term of office.

- b. **Nominating Committee:** A Nominating Committee will consist of two (2) members of the Executive Board selected by the President. The Nominating Committee shall prepare a slate of candidates for the elective offices, obtain their consent, and present the slate to the Executive Board at the May Board meeting and to the general membership prior to and at the Annual Meeting.
- c. **Elections:** Officers are elected by a majority vote of those in attendance at the Annual Meeting in May. Voting takes place by voice vote if a candidate runs unopposed, or by ballot if opposed. Installation of new officers will commence immediately following the election vote.
- d. **Terms of Office:** Officers are elected for a two (2) year term as follows: President, 1<sup>st</sup> Vice President and Secretary to be elected one year; 2<sup>nd</sup> Vice President, and Treasurer to be elected the following/alternate year. All assume duties at the close of the May meeting, following their election and installation. Officers may be reelected for two (2) consecutive terms; four (4) years total. The Treasurer is able to serve two (2) consecutive two (2) year terms without reelection.
- e. **Vacancies:** Vacancies on the Executive Board will be filled per the recommendation of the President and per approval of the Board, and will serve until the next regular election.
- f. **Removal from Office:** An officer may be removed from office following the recommendation of the President and approval of the Executive Board.

### Section 3. **Rules for Directors and Parliamentarian:**

All rules pertaining to Officers apply to Directors except items “b” and “c” above, as Directors are selected/appointed by the President, not elected.

### Section 4. **Meetings of the Executive Board**

- a. **Regular meetings** of the Executive Board will be held monthly. Time and place as determined by the President.
- b. **Special meetings** of the Board may be called at any time by the President provided proper advance notice is given.
- c. Chairpersons of Standing Committees, Special Committees and Community Service Program Committees, as well as general members, may attend Executive Board meetings at their discretion, or at the invitation of the President.
- d. All meetings of the Executive Board may occur in person or via electronic means. Voting can also occur utilizing digital applications.

### Section 5. **Duties of the Executive Board**

- a. The Executive Board shall adhere to all provisions of the Club Bylaws and remain in compliance with all District and National Women’s Club Bylaws and standards.
- b. The Executive Board shall establish all policies and assert general supervision over all the affairs of the Club.
- c. The Executive Board shall assume care and management of all property of the Club.
- d. The Executive Board shall transact all routine business of the Club, including establishing meeting times, programs and locations of the general membership meetings.
- e. The Executive Board shall approve all Committee chairpersons, projects, and initiatives.

- f. The Executive Board shall consider, approve, and dispense all donations to charitable organizations.

## Section 6. **Duties of Officers and Directors**

### **a. The President**

- Presides at all general meetings of the membership and the Executive Board, and has general supervision and control of the business and affairs of the Club.
- Acts as Chairperson for the Executive Board and ex-officio member of all committees, except the Nominating Committee.
- Selects/appoints the Directors and Parliamentarian for the Executive Board, and approves, along with the Executive Board, all Committee Chairs, their projects, and any funding requests.
- Appoints the Nominating Committee annually in early Spring of the Club year.
- Oversees and approves, along with the Executive Board, the selection of donation recipients.
- Signs, executes, and acknowledges, on behalf of the Club, all contracts, reports, and documents or instruments necessary or proper to be executed in the course of the Club's regular business.
- Ensures that all provisions of the Bylaws are followed and implemented.
- Communicates information that flows properly to and from the GFWC District, and the State Federation as well as within the local Club.
- Attends District and State Federation meetings as able, and encourages/involves other Officers, Directors and members in activities as appropriate.

### **b. The First (1<sup>st</sup>) Vice President**

- Performs the duties of the President in the absence of the President.
- Serves as Program Chair in contacting, confirming, and introducing the Program at meetings of the membership.
- Communicates all pertinent information to the Executive Board and general membership pertaining to areas of responsibility.
- Oversees committee structure and assists committee chairs in collecting and submitting committee reports.
- Has general supervision responsibility over the standing, special and ad hoc committees.
- Prepares to succeed to the role of president following the term of the present president.
- Assists the President in carrying out all duties as assigned, including the exchange of duties with the second (2<sup>nd</sup>) Vice President.

### **c. The Second (2<sup>nd</sup>) Vice President**

- Performs all duties of the President and 1<sup>st</sup> Vice President in their absence.
- Serves as Venue Chair in arranging locations and logistics for all general meetings.
- Oversees the invitation and lunch reservation process for general meetings.

- Provides collection containers for monthly in-kind donations and stores or distributes or distributes to charitable organizations.
- Oversees the lists at general meetings utilized to seek volunteers for future general meetings (reception, prayer, etc.), as well as attendance lists for future meetings, events and activities.
- Communicates all pertinent information to the Executive Board and general membership pertaining to areas of responsibility.
- Maintains a current contact list of all Club Officers, Directors, and Committee Chairs.
- Assists the President in carrying out all duties as assigned, including the exchange of duties with the first (1st) Vice President.

**d. The Secretary**

- Records all transactions of the Executive Board, General Meetings, and Annual Meeting.
- Takes written Minutes of all meetings of the Executive Board and the Club.
- Distributes minutes to the Executive Board at or before each successive Board meeting and distributes minutes to the membership following Board approval.
- Brings copies of the minutes, Bylaws, and other pertinent club documents to Executive Board meetings.
- Conducts correspondence on behalf of the Club.
- Picks up and processes mail correspondence on a weekly basis.
- Shares pertinent correspondence with the Executive Board or membership as appropriate.
- Oversees and organizes all records and documents of the Club.
- Maintains a copy of the Bylaws and their updates and amendments.
- Assists the President in carrying out all duties as assigned.
- Serves as the Club's Historian.

**e. The Treasurer**

- Executes charge over all matters of money pertaining to the Club:
  - Receives and deposits all funds
  - Pays all bills and fees throughout the Club year, including District and State Federation dues (due November 1<sup>st</sup>)
  - Reconciles monthly statements
  - Prepares the monthly Treasurer's report for Executive Board meetings
  - Chairs the Budget and Finance Standing Committee
  - Prepares the Annual Budget for Board approval
  - Acts as bookkeeper for all fund-raising activities
  - Prepares documents for the annual financial review and audit and implements audit recommendations
  - Files all required 503 (c) (3) financial documents, District, State and National forms
  - Assists the President in carrying out all duties as assigned.

## Article V General Meetings of the Club

Section 1. **General Meetings** of the Club shall be held the fourth (4<sup>th</sup>) Tuesday of each month from September through May, except at the discretion of the President and/or the Board of Directors.

Section 2. **Special Meetings** of the Club may be called by the President at her discretion.

Section 3. The **Annual Meeting** will be held in May at the last general meeting of the Club year. The election of officers and installation of same will be held. The Annual Meeting posting will include the proposed new slate of candidates for officership.

Section 4. A quorum is necessary to transact official business at general meetings. A quorum is defined as a simple majority of those in attendance, providing those in attendance represent at least one-quarter of the full membership count for that Club year.

Section 5. Electronic meetings of the membership, as well as committee meetings, may be held. Voting, if necessary, may also take place using digital applications.

- Section 6. **Guests:** A guest may attend one general meeting a year at their own expense or that of the inviting member. Guests are also welcome to attend of their own volition, providing they reach out to a member of the Club. Guests of the President, such as District officials or Program Presenters, may attend meetings at the Club's expense.

## Article VI Club Committees and Activities

Section 1. **Standing Committees:** Standing Committees are noted in the Annual Membership Directory and may be amended as needed. Currently, the Standing Committees of the Club are: Budget and Finance, Membership, Fundraising, Communications and Public Relations, and Community Engagement and Outreach. Chairpersons for such committees may also be Officers or Directors of the Executive Board or selected/appointed by the President and approved by the Board.

Section 2. **Community Service Program Committees:** Community Service Program Committees are noted in the Annual Membership Directory. They include: Arts and Culture, Education and Libraries, Health and Wellness and Sunshine. Chairpersons for such committees may be Officers or Directors of the Executive Board or selected/appointed by the President and approved by the Executive Board.

Section 3. **Special Committees:** Special Committees are formed as needed for specific purposes (e.g. Bylaw Review Committee, Nomination Committee, etc.). Special Committees are considered "ad hoc" and will form and dissolve as appropriate given their charge. Chairpersons for such committees may be Officers or Directors of the Executive Board or selected/appointed by the President and approved by the Board.

Section 4. **Membership Activities:** Membership Activities are internal to the Club, formed for social purposes or shared interests. Activities may change from year-to-year given interests of

members. Activities include such groups as Bridge Marathon, Book Club, and Caroling. Participating in an activity is completely voluntary.

Section 5. Membership on a specific committee shall be voluntary, but Active Members are encouraged to participate on at least one Club Committee, or support a Club committee with time, talent or resources.

Section 6. Committees shall meet early in the year to set annual goals and select a chairperson. Annual goals and chairpersons are recorded and submitted to the President and Executive Board for approval. Additional meetings may be scheduled to complete projects or perform service.

Section 7. Projects, donations, and required funding proposed by committee groups must be approved by the Board.

Section 8. Committees and their projects, once approved, shall be self-managing in all matters not conflicting with that of the Club Bylaws or annual Executive Board agenda and goals.

## **Article VII Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Club in all cases in which they are applicable, and in which they are consistent with the Bylaws and any special rules the Club may adopt.

## **Article VIII Amendments to the Bylaws**

Section 1. Bylaws may be amended utilizing the following procedure:

- 1) The Bylaw Standing Committee, appointed by the Board, shall review the Bylaws, proposing revisions based on Club practice, new laws governing 501 (c) 3 non-profit organizations, and input from the President and Executive Board.
- 2) Revisions are discussed and approved by a majority vote of the Executive Board.
- 3) Revised Bylaws are presented to the membership at a general meeting.
- 4) Revised Bylaws are approved by the membership at a consecutive general meeting by a two-thirds (2/3) vote of those present.

Section 2. Bylaws will be formally reviewed every five (5) years, but amendments may be brought forward at any time by the Executive Board and approved by both the Board and the membership per the above process.

## **Article IX Dissolution**

Section 1. Upon the Dissolution of this organization, as approved by the Executive Board and general membership, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code, or corresponding section of any

future tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

Section 2. Notice regarding the time and place of the Dissolution Meeting of the Executive Board and of the general membership will occur via email and the Spokeswoman, if timely. Any special requirements needed to complete the process will also be addressed in the notice.

Section 3. Following a majority vote of the Executive Board to dissolve, the general membership will meet to approve dissolution by a 51% majority of those in attendance.

**Executive Board Approval:**

**Date:**\_\_\_\_\_ **President Signature:**\_\_\_\_\_

**General Membership Approval:**

**Date:**\_\_\_\_\_ **President Signature:**\_\_\_\_\_