

# **Southlake Women's Club**

## **BYLAWS as of March 2025**

### **ARTICLE I. NAME**

**Section 1.** The name of this organization shall be the "Southlake Women's Club, Inc." In this document, it shall be known as Southlake Women's Club, the club, the Corporation, SWC, or SWC, Inc.

**Section 2.** This organization is a 501(c)(4) non-profit corporation with no political affiliation.

**Section 3.** The purposes of the Southlake Women's Club, Inc. are:

- 1) To successfully provide community support and involvement through active participation and service, charitable contributions, grants and special events.
- 2) To cultivate friendship and fellowship through social, educational, and business gatherings.

**Section 4.** The period of the Corporation's duration is perpetual. Regular business meetings are September through May.

**Section 5.** SWC, Inc. holds monthly meetings in an atmosphere of friendship, fellowship and unity in order to organize, orchestrate, and successfully fulfill the organization's mission.

**Section 6.** At any duly called business meeting of the club, thirty percent (30%) of the current season's total membership shall constitute a quorum. When the quorum is met, fifty-one percent (51%) of members present shall decide a vote. For electronic voting, forty (40%) of the membership shall constitute a quorum and of that quorum, fifty-one percent (51%) shall decide a vote. At Executive Board meetings, a majority (51%) of Executive Board members must be present in person and/or via technology shall constitute and quorum of the Board of Directors and decide a vote. At Committee meetings, a majority of those present shall constitute a quorum and decide a vote.

### **ARTICLE II. AMENDMENTS**

**Section 1.** Amendments to this constitution and bylaws may be made by a two-thirds majority of the votes cast.

**Section 2.** Changes to the bylaws will be presented in writing to the Executive Board in February for approval and voted upon in March by the general membership or upon special recommendation of the Executive Board.

**Section 3.** Any requests for a bylaw change needs to be submitted to the Parliamentarian in writing, signed and dated by a sustaining, active, or corporate member in good standing prior to the February board meeting.

### **ARTICLE III. MEMBERSHIP**

**Section 1.** Members must reside in Southlake or any neighboring communities to be an active or sustaining member. This rule does not apply to corporate members.

**Section 2.** Members are allowed to join at any time in the season; however, dues will remain full price. Membership dues are not refundable.

**Section 3.** In any proceeding in which voting by members is called for, each Active, Sustaining, and Corporate members shall cast one vote. At the discretion of the Executive Board, voting by members may take place in person or electronically, whether via email or other online applications. The ballots shall be counted by the Treasurer, Parliamentarian and Membership Chairman.

# **BYLAWS**

**Section 4.** Every active member is asked to attend monthly luncheons and fulfill committee and service responsibilities.

**Section 5.** If a member decides to leave the club, she is asked to notify the VP Membership, who will notify the Executive Board at its next meeting.

**Section 6.** Prospective members may submit an electronic application accessible on the SWC website.

**Section 7.** Every active member is required to participate in the Southlake Women's Club Foundation, Inc., annual fundraisers.

**Section 8.** A member in good standing may request sustaining membership once she has reached the end of five years of active membership. She shall have all the privileges of an active member including the right to vote and return to active membership. Sustaining members will not be required to attend meetings, participate in any projects, or join a committee. By accepting a board position, sustaining members must fulfill all the responsibilities of an active member. Sustaining members shall follow all other club rules, bylaws, and general procedures.

**Section 9.** Corporate members shall have all the privileges of active members, including the right to vote. They will be notified of all meetings and events. Corporate members are not required to attend meetings, participate in any projects, or join a committee. However, by accepting a board position, corporate members must fulfill all the responsibilities of an active member. Corporate members shall follow all club rules, bylaws, and general procedures. Dues and number of corporate members shall be determined at the discretion of the board. They need not reside in Southlake, but they should serve the Southlake community.

## **ARTICLE IV. OFFICERS**

**Section 1.** Specific duties of the Executive Board and procedures for club business are described in General Procedures. These duties and procedures may be changed.

**Section 2. Officers of the Club shall be:**

- **President**
- **1<sup>st</sup> Vice-President – Programs**
- **2<sup>nd</sup> Vice-President – Social**
- **3<sup>rd</sup> Vice-President: - School Supplies**
- **4<sup>th</sup> Vice-President – Art in the Square**
- **5<sup>th</sup> Vice-President – Community Outreach**
- **6<sup>th</sup> Vice-President – Membership**
- **Secretary**
- **Treasurer**
- **Parliamentarian (Past President)**

**Section 3. Standing Committee Chairmen of the Club shall be:**

- **Sunshine Chairman**
- **Publicity Chairman**
- **Social Media Chairman**
- **Communications Chairman**
- **Website Chairman**

# BYLAWS

- **Club Support Chairman**
- **Club Historian Chairman**

**Section 4. SWC Foundation Chair:** The Foundation Chair is appointed by the SWC Foundation and is the information link between the SWC and SWCF. She oversees the selection and distribution of funds of the Art in the Square beneficiaries as well as distribution of funds from the school supply sale to CISD.

**Section 5. The Executive Board:** The Executive Board shall consist of the officers of the club, and the Standing Committee Chairmen. They shall have general supervision of the club's affairs. They shall transact all urgent business that comes between regular meetings. Meetings will be held at the discretion of the President and her Executive Board. All Executive Board members are expected to attend. The agenda items deemed confidential in the Executive Board meetings is confidential and shall not be discussed outside the Board meetings.

**Section 6. The Nominating Committee:** The Nominating Committee shall consist of 5 people (3 Executive Board members including Parliamentarian and 2 from the general membership).

## ARTICLE V. FUNDING

**Section 1.** The SWCF Vice-Chair will oversee the Scholarship Committee, which will consist of 5 members: three (3) SWCF board members and two (2) members from the SWCF Funding Committee. No member of this committee shall have a child who is applying for a scholarship or have a close association with anyone applying.

**Section 2.** The club shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure, or be distributed to members of the club. On dissolution of the club, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Executive Board of Directors of SWC as defined in IRS Section 501(c)(4).

**Section 3.** The Executive Board may establish no more than two special funding accounts at any one time. The Board may recommend that money from the general budget be directed to these funds. This will be voted on by the general membership.

**LAST REVISED AND ADOPTED, MARCH, 2025**