

Woman's Club of Concord
CONSTITUTION AND BYLAWS

Constitution

Article I. Name

The name of this association shall be the Woman's Club of Concord (WCC), a member of the GFWC NH and the General Federation of Women's Clubs (GFWC).

Article II. Mission

The Woman's Club of Concord, founded in 1893, is a non-profit volunteer organization dedicated to improving the lives of women in the greater Concord area through scholarships and housing, community activities and educational programs. The Club also maintains the historic Chamberlin House at 44 Pleasant Street.

Article III. Members

Section 1. This association shall have a dues paying, voting membership as defined in the club's bylaws. Dues are payable each year in January.

Section 2. This association shall consist of members who shall each pay dues or who live in Chamberlin House.

Section 3. Women who live or work in the greater Concord area are eligible for membership. Members are kept informed of club activities and, though, they do not have to participate to be members, it is hoped that they will participate in some aspect of club life to support the above activities.

Article IV. Board of Directors

Section 1. The management and affairs of the club shall be always under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. No member or Director shall have any right, title, or interest in or to any property of the corporation. The Board receives no compensation other than reasonable expenses.

Section 2. The Board of Directors shall obtain a volunteer review of the financials of the Club every three years (and/or when there is a change of Treasurer).

Section 3. The Board of Directors shall recommend fund raising initiatives necessary to ensure a balanced budget.

Article V. Meetings

Section 1. The meetings of the club shall be conducted by the rules of parliamentary procedure according to the current Robert's Rules of Order, Newly Revised.

Section 2. Regular meetings shall be held monthly and shall include First Fridays meetings.

Section 3. The Annual Meeting is the last meeting of the club year, held at the end of April or early May.

Section 4. Special Interest meetings may be scheduled at any time during the year.

Article VI. Conflict of interest

Section 1. All members of the Board shall read and sign the conflict of Interest section in the 2009 Amendment to the Bylaws upon joining the Board and bi-annually thereafter.

Section 2. If there is a conflict of interest, the member shall recuse herself from both the discussion and vote on the pertinent issue.

Article VII. Debt Obligations and Personal Liability

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

Article VIII. Amendments

This constitution may be amended at any business meeting of the association by a two-thirds vote of the members present and voting, provided the amendment(s) has/have been previously submitted in writing to the Board of Directors, and due notice by at least two weeks of the intention to amend has been given the association membership.

Bylaws

Article 1. Board of Directors

The Board of Directors is comprised of Executive Officers and Standing Committee Chairs. The Board is responsible for fundraising and grant applications.

Section 1. Executive Officers

The following positions comprise the Executive Officers of the Board of Directors.

1. President
2. Vice President
3. Secretary
4. Treasurer

President. The President shall preside at all meetings of the association and Board of Directors. She shall make an annual report on her administration of club affairs and shall perform such other duties belonging to this office. The President shall appoint the Chairs of the Standing Committees and confirmed by the Board of Directors, and other special committees as necessary to implement the club's program. She shall be a member ex-officio of all ~~Departments and~~ Committees except the Nominating Committee. She shall be allowed to sign contracts with Board approval.

Vice President. The Vice President shall assist the President. She shall perform the duties of President in the event of the absence or inability of the President. She shall oversee Committees and programs and shall be available to assist all Committees. She shall complete GFWC-NH reports.

Secretary. She shall keep a correct record of all business meetings and Board of Directors' meetings, sending a copy of the Board meeting minutes to the President two weeks ahead of each Board meeting.

She shall report the minutes at all business and Board meetings and shall file monthly reports of minutes, financial reports, and related attachments for the Annual Meeting. She shall preserve all club papers and documents; and shall prepare a written report of the year's transactions for the Annual Meeting. She or her designee shall thank persons for gifts and donations to the club.

Treasurer. The Treasurer chairs the Finance Committee. She shall receive, collect, hold and disperse all club monies subject to the order of the Board of Directors. She shall keep a correct account in detail of all monies received or expended by her, shall assist with investments, and shall render her report in writing at the Annual Meeting. She shall provide a monthly report at both Board and business meetings. With the Finance Committee, she shall assist in the preparation of the annual budget to be presented for approval at the Annual Meeting.

Section 2.-Committee Chairs. The Chairs of each of the following Committees are members of the Board.

1. Conservation
2. Scholarships
 - a. High School Scholarships
3. Opportunity Fund
4. Public Affairs
5. Healthcare
6. Membership
7. Executive Committee and Chamberlin House
8. Publicity & Communications
9. Community Service
10. Programs

Section 3. Vacancies. The Board shall have the power to fill any vacancy in office or Committee Chairs until the end of that term.

Section 4. Board Meetings. The Board shall hold regular meetings in-person or virtually or hybrid each month at an agreed upon time and location and special meetings whenever deemed expedient by the President. The Board shall be bound to call a special meeting of the club at the written request of any 10 members, with only business as slated in the notice thereof to be transacted at such special meeting. Business of the Board can be conducted electronically, when necessary.

Section 6. Board Elections.

1. A Nominating Committee of three, one of whom shall be a retiring member of the Board, shall be chosen by the Board of Directors and announced at the regular business meeting in January.
2. The Nominating Committee shall prepare a slate of candidates for the Executive Officers and Committee Chairs, secure consent of all nominees, and present the slate at the regular Board meeting at the Annual Meeting. At the written request of 3 members, names of other candidates, whose consent to serve has been secured by the petitioners, may be presented to

the Nominating Committee in April. The Nominating Committee shall present the slate of Officers and Directors for election at the Annual Meeting, with a majority of votes electing.

3. The election shall be by printed ballot if more than one name is presented for any office.
4. In the event of printed ballots, the presiding officer shall appoint three (3) tellers to count the votes and she announces the results of the election.

Section 7. Terms.

1. The Executive Officers and Department Directors shall be elected at the Annual Meeting for a two-year term each and shall assume their duties at the close of said meeting, holding office until their successors are duly elected.
2. The President, with Board approval, appoints Committee Chairs to serve two-years terms each.
3. Any Officer, Director, or Committee Chair shall be eligible for re-election or re-appointment.

Article II. Members

Section I. Members. An active member shall pay annual dues.

Section II. New members shall be welcomed at a membership orientation.

Section III. The name of the new member shall be placed on the Membership List with her dues turned over to the Treasurer.

Section IV. A member of a club belonging to the General Federation of Womens Clubs or Greater Federation of Womens Clubs-New Hampshire ~~State Federation~~ temporarily in the city is entitled to the courtesies of the club.

Article III. Committees

Section 1. There shall be ten Committees.

Section 2. The ten Committees are:

1. Conservation
2. High School Scholarship -Every year this Committee shall select an ad hoc committee, minimum of three (3) members, to oversee the interviewing and selection of female high school seniors to receive scholarships to support the recipients' college expenses. The scholarship shall be distributed directly to the college bursar upon the successful completion of the recipient's first semester at that college. If the recipient is unable to successfully complete the first semester to continue into her second semester, the scholarship is defaulted.
3. Opportunity Fund-the purpose is to support women who wish to finish high school or improve their lives through more training or education.
4. Public Affairs which includes International Affairs
5. Healthcare
6. Membership
7. Executive Committee consists of the Officers & Chamberlin House manager

8. Publicity & Communications
9. Community Service
10. Programs

Section 3. Each Committee Chair is responsible for providing a minimum of one program annually. The Committee Chair shall call together the members of her Committee to set up a plan for the ensuing year for the Chamberlin House.

Section 4. Chamberlin House Committee, also known as the House Committee, supervises the affairs of the clubhouse.

Section 5. The Chamberlin House Manager She shall be accountable to the Board for the management of Chamberlin House and shall refer major concerns and expenditures to the Board for action. She shall manage contracts for rentals and other employed services. She shall report the year's activities of Chamberlin House at the Annual Meeting.

Article IV. Standing Committees

1. Community Service Committee: This committee is responsible for overseeing community service objectives of the club. The Chair will report to the Board of Directors and the committee will encourage club member participation in community service efforts. It is recommended that reports be given at each month's Board meeting.
2. Finance Committee: Finance Committee, chaired by the Treasurer, shall consist of no less than three (3) club members in addition to the Treasurer. This committee shall monitor Club financials and oversee current investment of the club's permanent funds with recommendations to be approved by the Board of Directors. The Finance Committee shall assist the Treasurer in the creation of the annual club budget. This committee shall file annually requisite tax statements required by the State of NH and the IRS. The Treasurer shall present the auditor's report at the Annual Meeting.
3. Membership Committee: This committee is responsible for overseeing all aspects of member stewardship including membership brochures, application materials, orientation, membership drives, and special events during the year. The Membership Chair shall communicate with new members and is responsible for distribution of the Directory. The Membership Committee shall be responsible for at least one special meeting during the year for the benefit of new members.
4. Publicity & Communications: The Publicity & Communications Chairs shall be responsible for accounts of meetings and shall prepare press releases and publicity covering for the press and other media. She shall work closely with the President and advise on good public relations

Article V. Meetings

Section 1. Board Meetings. The Board shall hold meetings monthly from September through June, and special meetings whenever deemed expedient by the President.

Section 2. Annual Meeting. The date of the Annual Meeting shall be set by the Board of Directors who shall also set the time and place. The Annual Meeting is the last business meeting of the club year, held

at the end of April or early May. The election of the Executive Officers and Committee Chairs and the membership acceptance on the annual Club budget occur at the Annual Meeting.

Section 3. Programs. Programs shall be held each month from September through June. Business announcements will be given prior to each program. The Committee responsible for that month's program is responsible for opening the meeting and hosting the program.

Section 4. Special Meetings. Special meetings may be called at any time by the President or at the written request of any ten (10) members, with only business as state in the notice thereof to be transacted at such special meeting.

Section 5. Interest Meetings. Interest meetings are encouraged throughout the year, i.e., trips, special events, programs, projects. These can be held at any time.

Article VI. Quorum

Section 1. Board. Seven (7) members shall constitute a quorum of the Board of Directors.

Section 2. Membership. The number of members in attendance at any regularly scheduled business or special meeting shall constitute a quorum of the membership.

Article VII. Dissolution

If this organization should be dissolved. After payment of just debts, its assets shall be distributed to another local organization or organizations qualified under Section 501© 3 of the Internal Revenue Code concerning the transfer of Chamberlin House. No assets may be distributed to individual members.

Article VII. Amendments

The bylaws may be amended by a majority vote of those present at any meeting of the association, notice of such intended action having been previously given by the Board of Directors.

Adopted April 10, 1992

Revised and Adopted March 10, 1995

Amended July 1999

Revised and Adopted May 2004

Revised and Adopted May 2018

Revised and Adopted May 5, 2023