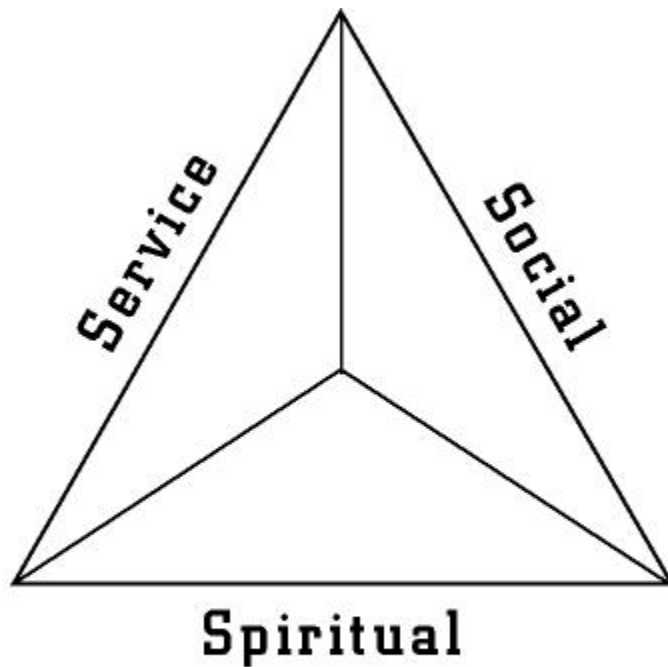


# **ST. MARY'S MEN'S CLUB BY-LAWS**



**St. Mary's Men's Club**

## St. Mary's Men's Club By-Laws

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## **Article I. Name**

The name of the organization will be "St. Mary's Men's Club."

## **Article II. Purpose**

The primary purpose of the club shall be to provide the men of St. Mary's with opportunities for fellowship through Spiritual, Service, and Social activities and to provide support and assistance to the parish as a whole.

## **Article III. Organizational Structure**

To promote proper coordination and allow for delegation of duties and tasks, the club shall be organized into a hierarchal structure managed by a Board of Trustees, Officers of the Board, Standing Committees, and Event Chairmen. Conceptually, the Officers of the Board are administrative in nature while offering support to the Standing Committee Chairmen and Event Chairmen in their mission of executing club activities. The organization of the Board shall be determined by the Board and modified as it determines in its sound discretion to be in the best interests of the Club. (See attached sample Organization Chart in Article VII.) The Board shall adopt an organizational chart annually and report the same to the general membership of the club not later than the last Sunday of October each year.

### **Section 3.01 *Board of Trustees***

The club shall be managed and administered by a Board of Trustees (Board) elected annually by the membership as a whole. All Board members are equal in their responsibility to the club. They are all leaders and workers and each member has a single vote on issues brought before the Board. The Board will elect its own officers. The Board will have the right and duty to recruit and elect additional board members without membership approval. The Board may also dismiss or excuse one its members by majority vote. There shall be no limit on how large the Board can grow to in total numbers. There must be a minimum of 7 Board members at all times to act on club affairs. Additionally, all men designated as Chairmen or Co-Chairmen of any committee, event or task shall become Board members for the duration of the function or task by which they shall have qualified for Board membership.

#### **(A) Officers of the Board**

There shall be four standing Officers of the Board, including a Chairman, a Vice Chairman, a Secretary, and a Treasurer. These officers shall be elected annually by a majority vote at the first meeting of the sitting Board of Trustees immediately following the annual election of Board members by the general membership. The election of officers will not require the approval of the general membership. As part of their duties as Board members, the officers shall have responsibility for administering the club's official business. All committee/task chairmen and Event Chairmen shall be assigned to one of the following officers for purposes of organization, leadership, oversight and reporting.

**(i) Duties of the Officers**

**1) Chairman**

The Chairman shall be the primary administrator of the club while being responsible to lead all officers and chairmen of the club. The Chairman shall also preside at all Board and regular club meetings, appoint committees, and act as the primary liaison to the parish.

**2) Vice Chairman**

The Vice Chairman shall be responsible for leading the “standing committee” chairmen (Spiritual, Service and Social). The Vice Chairman also shall arrange and certify an annual review of the Treasurer’s bookkeeping and bank balances and report the findings of this review to the Board. (This review is to be arranged through internal sources and not to be paid for through outside resources.) In addition, the Vice Chairman shall take over the duties of the Board Chairman in his absence.

**3) Secretary**

The Secretary shall be responsible to lead the communications efforts both for the general membership and for the Board (including, but not limited to, mailings, newsletters, e-mails, Phone Chain, web site, and publicity). Additionally, the Secretary is responsible for taking minutes at all meetings, keeping logs of “open issues”, reading such minutes at the immediately succeeding meeting along with a running tally of “open” issues from all previous meetings, keeping a permanent record of the minutes and these By Laws, and keeping a separate journal of approved budget items by the board. All minutes and schedules are to be posted to the Men’s Club web site. At minimum, the Secretary will be required to send two mailings/e-mailing each year. The Secretary shall keep and maintain an official copy of the Bylaws and all amendments as made from time to time thereto.

**a) Required Mailing:**

**i) Election Notification:**

Each active member of the club will receive notice of when elections are to be held and of all nominated candidate slates as well as information summarizing the manner in which nominations of other slates may also be made from the floor on the night of elections. This communication notice will be completed not less than two weeks before the election date.

**ii) State of the Club:** Each active member of the club will get an annual report highlighting the general news and activities, the finances and the general state of the club.

**4) Treasurer**

The Treasurer shall lead and be responsible for the financial matters of the club, including, but not limited to, budgeting, collection and recording funds for dues and from other sources, paying all budgeted bills submitted after approval, preparing a list of members in good standing and all financial reports required by the parish. The Treasurer shall assist and cooperate in the annual review conducted by the Vice Chairman. Additionally, he shall lead and have functions concerning procurement, membership, and meeting activities assigned to his Office, including visual representation that member is member in good standing on membership list.

**a) Fiscal Year vs. Calendar Year**

The fiscal year, event year, and term of the Board of the club shall run concurrent with the parish's fiscal year July 1<sup>st</sup> through June 30<sup>th</sup>.

**b) Club Budget**

The Treasurer shall prepare the annual budget for the next fiscal year and secure Board approval for this budget prior to the start of the new fiscal year. This will require all Officers of the Board, Standing Committees, and Event Chairmen to have next year's event calendar and budgets ready (preferably by or before April 30). The initial budget will require a majority vote of the standing Board. Seven or more board members shall constitute a quorum for all budget matters. Any new fundraising initiative needs approval by Parish Finance

**c) Approvals for expenses and check writing:**

- i. Non-budgeted expenses are not authorized.
- ii. All budgeted expenses must have prior approval of the responsible Event Chairman, or Standing Committee Chairman, or Treasurer or Board Chairman.
- iii. All "over budget" expenses, which will exceed \$100 or 10% of the approved budget, must have prior approval of the Board. Deviations and/or changes from approved budgets, based on the ability of the club to afford the change, will require a "SUPER MAJORITY" (75% of present and voting board) approval.
- iv. All approved budgeted disbursements must be supported by an invoice or other written documentation before a check can be released. The Treasurer shall ensure all bills being paid are within an approved budget and shall not pay any bill that does not have budgetary approval.
- v. Only the Treasurer, or in his absence the Board Chairman, and either of the parish priests has authority to sign checks for the Club.

- vi. Check signing authority will comply with the rules of the pastor. At present all checks must carry two signatures, no matter how small. One of the signatures must be the pastor, or the assistant pastor.

**(B) Resignation of Officer**

In case of the resignation of any Officer of the Board, the Board shall nominate and elect a replacement officer either from within the existing Board or from the membership as a whole.

***Section 3.02 Election of the Board:***

**(A) As a Group**

With the exception of the Members at Large, the Board is nominated and elected as an entire group (slate) and not by individual members. A nominating committee shall recruit a Board candidate slate, totaling a minimum of 7 men. The current Board Chairmen will select the nominating committee. (It is assumed that most existing Board members will continue on from year to year to help in the continuity of the club.) The nominating committee shall each year submit their proposed Board at the general meeting in March or April (depending on Easter) and open the floor for alternative Board nominations (minimum of 7 men). Elections will be held at a general meeting by the last Sunday in May. The Secretary shall notify all members by mail, e-mail, or fax of the names of all Board slates and those nominations of other slates may also be made from the floor on the night of elections. All members of a nominated slate must be in good standing in St. Mary's Men's Club. The Membership Chairman or Treasurer will validate the good standing of all members of a slate. If more than two candidate groups are nominated, the selection shall be made by a plurality of members present and voting. If only two candidate slates are nominated, the one receiving the majority of the votes shall be the one elected. When more than one candidate slate is nominated, the election shall be by secret ballot. All members of the club in good standing are eligible to vote in the election.

**(B) Members at Large**

The Board of Trustees initially shall be comprised of the slate of men elected as a group and individual members chosen from the membership at large. Members at Large may be nominated and elected immediately following the election of the group Board at the May meeting. There is no requirement for Members at Large to be nominated, only that the floor be opened for such nominations in the possibility that someone wishing to participate was overlooked.

***Section 3.03 Terms of Office for the Board***

**(A) The Board as a Whole**

The term of office for the Board as an elected entity will be one year running from July 1<sup>st</sup> through June 30<sup>th</sup> of each fiscal year.

## **(B) Individuals**

Any Board member may resign at any time, but he is expected to give a minimum of 30 days notice of his intention to resign and to recruit a replacement to be approved by the remaining Board.

### **Section 3.04 Standing Committees**

There shall be three standing committees: Spiritual, Service, and Social. It is the mission of these committees to execute the stated purpose of the club. A Chairman will be elected from the Board, or the membership as a whole, for each of the standing committees. All non-administrative events/programs will be designated to fall under one of these three committees.

#### **(i) The duties of the Standing Committee Chairmen**

- i. Recommend events and programs plans to the Board.
- ii. Coordinate Events with other Parish and Club functions. The Social Chairman shall be responsible to have all club events scheduled and placed on the parish calendar.
- iii. Recruit "Sponsors" for each Event or Program.
- iv. Lead the development of Events
- v. Assure budgets are approved, and adhered to, for each event. It is the responsibility of the Committee Chairmen to submit a proposed budget, before the event to the Treasurer for the next fiscal year.
- vi. Recruit their own members to administer each of the activities for the committees.
- vii. Lead general meeting break out sessions.
- viii. In the event of the death of a member, the Spiritual Chairmen shall arrange for a mass to be offered for the deceased member and where possible, a rosary shall be said at the wake. Additionally, on one Sunday of each year, he shall arrange a memorial mass to be offered for living and deceased members of the club. Ideally this Mass would be coordinated with a Communion breakfast.

### **Section 3.05 Events**

The Board as a whole will decide by vote on the event calendar for the upcoming year based on recommendations of the Standing Committee Chairmen and others. A proposed Calendar of Events should be submitted to the church as much as 12 months in advance prior to approval by the board.

#### **(A) Event Criteria**

For an event to be included on the calendar it must have all of the following criteria met:

- i. At least one Board member who is willing to Sponsor the event
- ii. The approval of the Standing Committee Chairman for that type event
- iii. A preliminary budget approved by the Board.
- iv. A majority vote approval of all Board members present and voting.

**(B) Sponsors' Duties**

A Sponsor will be an existing Board member who volunteers to be responsible for an event. The sponsor will organize, lead and execute the event. Additional Board members can be assigned to help the Sponsor of an event. Ideally, the Sponsor would recruit one club member outside the board to act as "Event Chairman." The Chairman of the event will be responsible to execute the event within the budget and guidelines set forth by the Board. In cases where no Event Chairman is found, the Sponsor shall fill the roll of Event Chairman.

**(C) Event Budget**

Each event must have a final budget approved by the Board before the event can proceed. This final budget must be within 10% of the preliminary budget when the Event was placed on the calendar or Board approval must be obtained again.

**Article IV. Membership**

***Section 4.01 Eligibility***

All male members of all registered families in St. Mary's parish 18 years of age and over are eligible to join the club.

***Section 4.02 Dues***

Dues shall be \$10.00 per fiscal year payable at the first general meeting of the fiscal year. The Treasurer shall collect the dues. New members joining after January 31<sup>st</sup> will be assessed only \$5.00 for the balance of the year. Current board members will not be required to pay dues for their term of office, but may contribute dues voluntarily.

***Section 4.03 Criteria of Members in Good Standing***

In order to vote or participate in other matters brought before the club membership, a member must be considered active and in good standing or have been granted a Fellowship by the Board of Trustees. All new members shall be considered as active and in good standing, without regard to the criteria below, during their first 12 months of membership. By the end of this time they must have met the criteria below. The Membership Chairman, or the Treasurer if no Membership Chairman has been assigned, will keep track and publish a roster of members in good standing.

**(A) Participation Criteria:**

A member shall be considered active and in good standing if he meets one or more of the following criteria and has paid club dues.

- i. Acts a member of the Board of Trustees in any capacity
- ii. Attends 6 general meetings in the immediately proceeding 12 calendars months.
- iii. Works 6 or more event dates in the immediately proceeding 12 calendars months
- iv. Any combination of (ii) and (iii) totaling 6.

**Section 4.04 Fellowships**

**(A) Definition of a Fellowship**

A member granted a Fellowship by the Board will be considered a member in good standing for the duration of his fellowship. Additionally that member will have his yearly dues waived for the duration of his fellowship.

**(B) Granting Fellowships**

- i. "At the discretion of the Board, a member of the Club may be granted a temporary or permanent "Fellowship."
- ii. For a temporary Fellowship to be granted a majority vote of all the Board members present and voting is necessary. The Board must stipulate the time period for which a temporary Fellowship is being granted when the motion for the fellowship is brought to the floor for a vote.
- iii. A permanent Fellowship, meaning the life time of the member, requires a "SUPER MAJORITY" (75% of present and voting board member) approval.

**(C) Automatic Fellowships**

- i. In recognition of the contributions of the past Board Chairman and past Presidents of the Club, they shall be granted permanent life long Fellowships without the need for the Board to vote on these Fellowships.
- ii. All current Board members will be granted temporary Fellowships for the duration of their tenure on the Board without the Board having to vote on these Fellowships.

## **Article V. Meetings**

### **Section 5.01 Board meetings**

Board meetings shall be for the purpose of planning future agendas and conducting business commitments. The Board shall meet as required by club business. It should meet once a month in every month that there is a general meeting scheduled. Seven or more board members shall constitute a quorum for a scheduled meeting. Except in emergency situations, there must be ten days prior notice for Board meetings. Conclusions of any meetings held by the trustees should be reported to the members.

#### **(A) Emergency Meetings:**

An Emergency meeting can be declared by  $\frac{3}{4}$  agreement of the Officers of the Board. Five or more board members shall constitute a quorum at an Emergency meeting. For purposes of these By Laws, an “emergency” shall **not** exist merely because the Board has not been able to secure a quorum of at least seven (7) of its members after giving ten days notice as required hereby.

### **Section 5.02 General Meetings**

There should be a minimum of 6 to 9 general membership meetings per year. With the exception of nominations and elections, the meeting day and time each month shall be chosen by the Board with the purpose of having as many men attend the meeting as possible. The Board is required to have a general meeting in March or April (depending on Easter) to nominate a slate. Another meeting in May each year for the purposes of elections as stated elsewhere in these By-Laws.

#### **(A) Order of business**

Robert’s Rules of Order will be used to ensure order at all Board and General meeting and regulate any questions pertaining to procedures. The order of business at the regular meetings should be:

- i. Opening the meeting with prayer or song.
- ii. Recognition of new members
- iii. Review of Activity Hot List
- iv. Reading of the minutes of the previous meeting
- v. Treasurer’s report
- vi. Report of the Standing Committees by Chairman of Subcommittees
- vii. Old unfinished business - Reading of the “open” items list from all past meetings.

- viii. New business.
- ix. Good News and Recognition of Men's Club Members
- x. Closing Prayer
- xi. Introduction of guests/Special Event
- xii. Adjournment

**(B) Meeting Use**

Meetings and events are generally not to be used to solicit or campaign for outside causes. Members may however make a brief statement of their cause at any general meeting when new business is called.

**Article VI. General Issues**

**Section 6.01 Amending By-Laws**

The by-laws may be amended at any general meeting without prior notice, by a motion of any member subject to the approval of the majority of the members present and voting. Fifteen or more members shall constitute a quorum. The effective date of any amendment adopted by the general membership will be delayed until such amendment is ratified as the first order of business at the next regularly scheduled (not special) meeting of the general membership. Again, fifteen or more members shall constitute a quorum for this ratification vote. If a quorum is not present at this ratification meeting the effective date of the amendment will be extended indefinitely until a valid ratification vote can be made. When amended and ratified, the Secretary of the board shall document such amendment and related wording. Secretary shall also maintain and update a copy of the bylaws.

**Section 6.02 Fiscal Support**

**(A) Donations**

Generally the Club will limit its financial support to the parish as a whole and parish organizations. Any donation approved by the Board for an organization or individual outside the parish must be approved by the general membership and then have final approval of the pastor.

All requests for donations should be in writing and clearly state What type of donation is being requested Financial, Service Project, or other. One time or recurring, Brief description of the reason or rationale of the request, sponsor(s) of the request.

**(B) Support of Parish:**

St. Mary's Men's Club will donate at minimum 10% of all profits from each designated fund raising program to the church's general fund. This minimum donation is intended to offset the church's cost (and upkeep of

property) incurred as a result of the Club's use. Hopefully, the club would be able to donate significantly more of its profits to support the church.

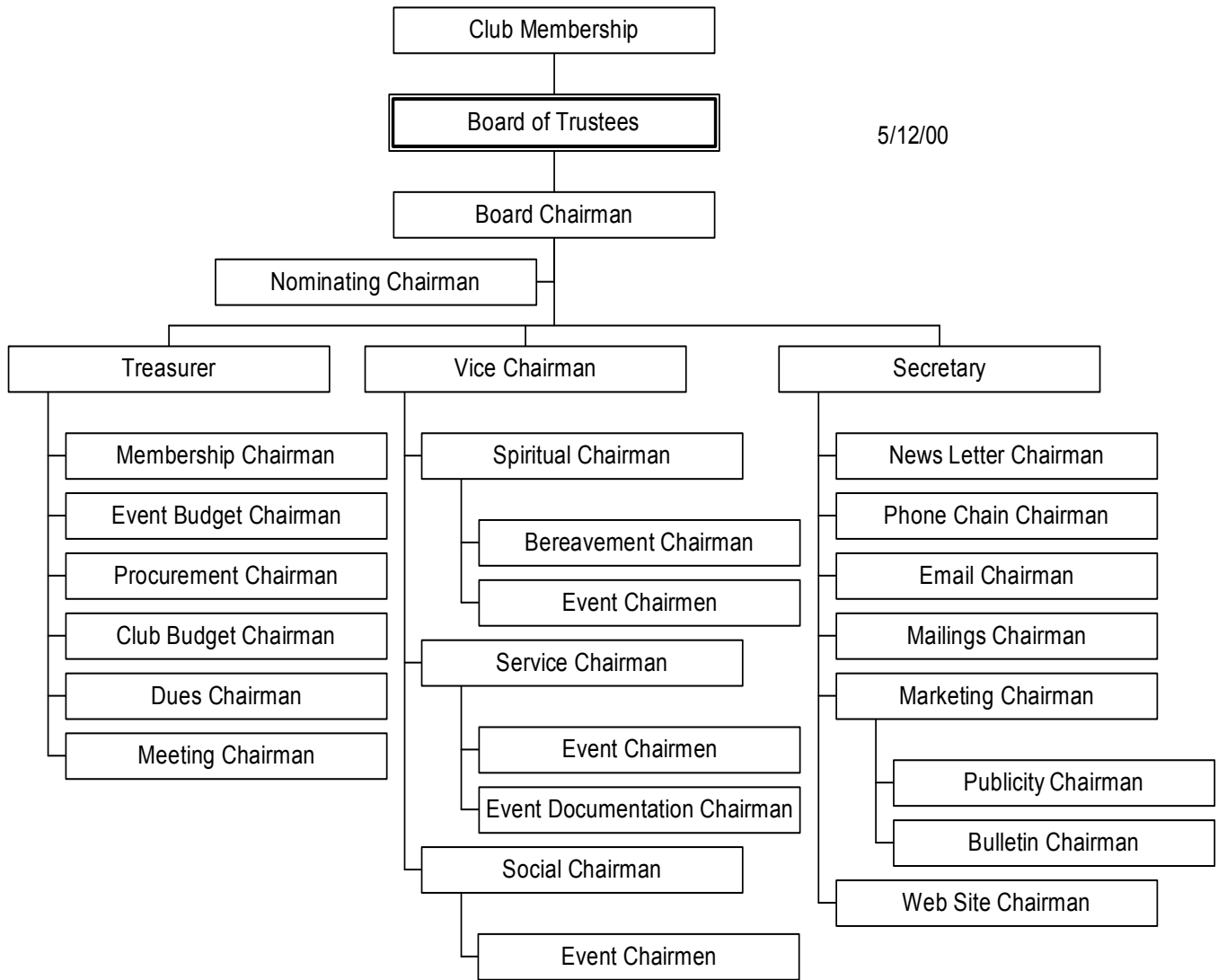
**Section 6.03      *Privacy of Members***

The membership roster - especially addresses, phone numbers and e-mail addresses - is to be used solely for club business. Without the express permission of the Board, it may not be used or furnished as a contact list for any business, charitable, or political solicitation.

**Article VII. Sample Organization Chart**

**St. Mary's Men's Club  
Proposed Sample Organization**

5/12/00



## **Article VIII. By-Law History:**

- Originally written 1981
- Amended by vote of General Membership - 1986
- Amended by vote of General Membership May 2000 for complete re-write of by-laws and new organizational structure of the club – Committee: Carl Walko; Mark Steinmetz; Bob Boyd
- Amended by vote of General Membership April 2002 for adding Fellowships – Committee: Carl Walko
- Amended by Vote of the Board November 2005 for review and applicable updates to bylaws. Committee: Carl Walko, Joe Abood, Joe Sharkey, Patrick DiLullo,
- Ammended by vote of the Board September 2006 and approved by general membership on November 19, 2006 to align the fiscal year, event year, and term of the Board of the club with the parish's fiscal year July 1<sup>st</sup> through June 30<sup>th</sup>.