

The Zonta Club of Guelph Bylaws

Article I: NAME

The name of this organization shall be the **Zonta Club of Guelph**. It shall exist only as a chartered Club of Zonta International.

Article II: TERRITORIAL LIMITS

The territorial limits of this Club shall be Guelph and area.

Article III: OBJECTIVES

The Objects of the club shall be to promote the Objects of Zonta International as a club and in the local community to:

1. Improve the legal, political, economic, educational, health and professional status of women at the global and local level through service and advocacy;
2. Work for the advancement of understanding, goodwill, and peace through a world fellowship of executives in business and the professions;
3. Promote justice and universal respect for human rights and fundamental freedoms.
4. Be united internationally to foster high ethical standards, to implement service programs and to provide mutual support and fellowship for members who serve their communities and their nations and the universe.

Article IV: POLICY

The policy of the club shall be as stated in Article III of the Zonta International Bylaws:

1. The club shall be nonpartisan and nonsectarian.
2. The club may express itself about and become involved in principles and public issues having a bearing on the Objects of Zonta International and following the guidelines established by the Zonta International Board of Directors.

Article V: MEMBERSHIP

1. Categories. The membership of a club shall be limited to Classified Members, Past International Presidents, and Honorary Members.

1.1. Classified Member

- 1.1.1. A classified member is a decision-maker accepted for membership under a major classification as shown in the Marion DeForest Membership and Classification Manual.
- 1.1.2. Eligible for membership are executives and professionals in decision-making positions or have been in decision-making positions willing to support and implement the Objects of Zonta International. Membership candidates should be sought among the community leaders in varied businesses and professions.
- 1.1.3. To be invited to membership, a candidate shall be actively engaged or previously actively engaged in a recognized business or profession in a decision-making capacity.
- 1.1.4. The Club Membership and Attendance Committee shall present the names of proposed members to the club board. The club board will notify the Club membership The Membership and Attendance Committee completes the new member forms.
- 1.1.5. A classified member has all the rights and responsibilities of membership, including the right to hold office and represent the Club at meetings.

1.2. Past International President

The Club may retain as a member or may elect to its membership, without any classification requirements and without additional initiation fee, any Past International President.

1.3. Honorary Membership

Honorary members shall be persons who have distinguished themselves by some unusual service other than their service to Zonta. An Honorary member shall be entitled to all membership privileges of the Club except those of holding an elected office or directorship, of making motions and voting or of representing the club as a delegate or alternate. The Board shall recommend to the club a candidate for Honorary Membership. An Honorary member shall be exempt from the payment of dues. The club shall assume the obligation for payment of Zonta International, District, and Club dues for any honorary member the club may elect.

2. Referral Privileges

A member who moves to the territorial limits of another Zonta Club may be elected to membership in that Club, provided that the required dues have been paid.

3. Duration of Membership

3.1. Classified membership shall be for life after five (5) year's membership

except as otherwise provided for in these Bylaws.

3.2. The resignation by a member shall be sent in writing to the Club President who shall present it to the next meeting of the Board. No member's resignation shall be accepted in good standing unless dues are paid.

4. Leave of Absence

Leave of absence may be granted to a member upon approval of Club Board. Payment of Zonta International, District and Club dues shall be required. A leave may be granted for one (1) year or longer at the discretion of the Club Board.

5. Conflict of Interest Policy

A member shall declare a conflict of interest in accordance with the Club's Conflict of Interest Policy. At each executive and general meeting and in minutes of said meetings there shall state whether there are or are not any conflicts of interest.

Article VI: MEETINGS

1. Regular Meetings

Regular meetings shall be held on the Second Wednesday of each month except August unless otherwise ordered by the Club Board.

2. Annual Meeting

The meeting in May shall be known as the annual meeting and shall be for the purpose of receiving reports from officers, directors, the club board, and committees and for any other business that may arise.

3. Special Meeting

Special meetings may be called by the President and shall be called upon the written request of five (5) members of the Club. At least ten (10) days' notice of a special meeting shall be given. The business to be transacted at a special meeting shall be limited to that mentioned in the meeting notice.

4. Quorum

One-third of the members shall constitute a quorum at any regular meeting of the Club. A majority of the members shall constitute a quorum for any special meeting of the Club.

Article VII: The Board

1. The Club Board shall consist of the elected officers and directors and herein after shall be referred to as the Board.

2. Officers

The officers of the Club shall be Immediate Past President, President, President-Elect, Secretary and Treasurer.

2.1. Qualifications

To be eligible for the office of President and President-Elect a member must have been at some time a member of the Board for at least one term.

2.2. Vacancies

In case of a vacancy in the office of President, the President-Elect shall become the President. In the case of vacancy in the office of President-Elect the office shall remain vacant until the next election or a special election is held. Vacancies in other offices shall be filled by the Board of Directors.

2.3. Term of Office

2.3.1. The Officers and Directors shall take office on June 1.

2.3.2. The President, President-Elect, and Treasurer shall hold office for one (1) year or until their successors take office. The Treasurer shall be eligible to serve for two (2) consecutive terms in the same office or at the discretion of the Board.

2.3.3. The Secretary shall hold office for one (1) year or until their successors take office. This officer shall be eligible to serve two (2) consecutive terms in the same office or at the discretion of the Board.

2.3.4. A member who has served more than half a term in any office shall be deemed to have served a full term.

3. Directors

There shall be up to four (4) directors to be elected in any given year.

3.1. Qualifications

To be eligible for office of Board of Directors, a member must have been a member in good standing for at least one (1) year.

3.2. Vacancies

Vacancies in office shall be filled by Board of Directors.

3.3. Term of Office

The Directors shall take office on June 1. The Directors shall hold office for one (1) year or until their successors take office. No Director shall be eligible for to serve for more than two (2) consecutive terms in the same office. A member who has served for more than half a term in any office shall be deemed to have served a full term.

4. Election

Election of Officers and Directors shall be by ballot unless there is but one nominee for each office, in which a vote "by show of hands" may be taken. A majority shall elect. Election of Officers and Directors shall be no later than

the May meeting.

5. Induction

Induction of Officers and Directors shall be at the May general meeting.

6. Resignations

A resignation from office shall be sent to the President who shall refer it to the Board for action.

7. Duties of Officers

The Officers of the Club shall perform the duties prescribed by the Club, by these Bylaws and Rules of Procedure of Zonta International.

7.1 President

The President shall preside at all the meetings of the Club and of the Board and shall be the Chief Executive Officer of the Club. Subject to approval by the Board, the President shall appoint Chairs of Standing Committees and all other Committees except the Nominating Committee. The President shall be an ex officio member of all Committees except the Nominating Committee.

7.2 Immediate Past President

The Immediate Past President shall assist the President as required, and provide advice to the board on the program and activities of her term. The Immediate Past President may be assigned duties by the Club Board and shall be the Chair of the Nominating Committee.

7.3 President-Elect

The President-Elect shall assist the President as required, and plan the program and outline committee activity for her term. The President-Elect may be assigned duties by the Club Board including chairing the Research Committee. The President-Elect, in the absence or inability of the President, shall perform the duties of the President.

7.4 Secretary

The Secretary shall keep a record of the proceedings of the meetings of the Club and Board and shall send official correspondence of the Club not specifically assigned to other Officers or Committees.

7.5 Treasurer

The Treasurer shall be responsible for the funds of the Club and shall administer them in accordance with the approved budget. The Treasurer shall make monthly reports to the Board and Club. Within forty five (45) days after the close of the fiscal year, all accounts shall be reviewed as provided by these Bylaws. No later than sixty (60) days after the term of office ends, the Treasurer shall turn over all records to the successor.

8. Duties and Powers of the Board

The Club Board shall have general supervision of the affairs of the Club between meetings of the Club provided that none of its acts shall conflict with the action taken by the Club. It may act upon routine questions in carrying out established policies, but shall not determine policy, authorize projects or donations or adopt budget. It may make recommendations to the Club and perform such duties as are required by these Bylaws and by the Bylaws and Rules of Procedure of Zonta International. The Manual of Procedures for Zonta Clubs shall serve as a guideline for Club operation.

9. Meetings

The Club Board shall hold regular monthly meetings unless otherwise ordered by the Board. Special meetings of the Board may be called by the President and shall be called upon the written request of three (3) members of the Board. At least ten (10) days' notice of a special meeting shall be given. 10. Quorum A majority of members of the Board shall constitute a quorum.

Article VIII: NOMINATING COMMITTEE

1. How Constituted

At the general meeting in November the Club shall appoint the Nominating Committee consisting of Immediate Past President, President-Elect, and one (1) member at large.

2. Vacancies

Vacancies in Nominating Committee shall be filled by Club Board.

3. Duties

It shall be the duty of this Committee to nominate one (1) or more member for each Office or Directorship to be filled at annual election. No name shall be presented unless the nominee has consented to serve, if elected.

4. Report of the Committee

The committee shall report the slate of Officers and Directors no late than the April general meeting. Additional nominations may be made from the floor, provided the consent of the nominee to serve has been obtained.

Article IX: COMMITTEES

There shall be Standing Committees and such other committees as these Bylaws or as the Club may authorize. Appointment of Committee Chairs shall be subject to approval by the Board. Except as otherwise provided by these Bylaws, the Club President shall appoint Committees. The committees shall act in accordance with the Objects of Zonta International and current biennial goals. Committees shall report regularly to the Board and to the Club. Each committee chair shall prepare a written report for the annual meeting.

1. Standing Committees

1.1 Status of Women

Awards: This committee shall promote interest in the Amelia Earhart Fellowships, the Jane Klausman Award and other Zonta International Award programs and process applications received. Young Women in Public Affairs this committee shall promote the this award through the secondary schools in Guelph and area, select the recipient of the club award, provide the award, and forward the recipient's application to Zonta District 4 selection committee Legislative Awareness and Advocacy: and Status of Women: This committee shall focus on issues that aim to improve the legal, political, economic, educational, health and professional status of women and shall promote justice and universal respect for human rights and fundamental freedoms.

1.2 Membership and Classification:

Membership and Attendance: This committee shall recommend prospective members to the Board, process Membership applications, welcome new members, consider activities to sustain existing members, recognize long-term membership and record and promote attendance at Club business meetings. This committee shall have responsibility for arrangements for the meeting location and meals for general meetings of the Club and for monies from members to cover these costs.

1.3 Public Relations and Communications :

This committee shall promote the work of the Club and Zonta International to the Community through our Club Website and local media.

1.4 Newsletter

The committee shall prepare and distribute the monthly newsletter to members of the Club.

1.5 Service

The Service Committee shall recommend to the Club the allocation of available service funds. This committee shall organize members of the Club in assisting local charitable organizations with their projects.

1.6 Intercity/ International

This committee shall provide information about the United Nations and the and the international programs of Zonta International to members and general meetings. This committee shall also promote fellowship among Club members and with other Zonta clubs and organizations.

1.7 Fundraising

There shall be a number of fundraising committees including the annual Golf Tournament. The Research committee will bring forth to the Club a list of projects from which the Club will select projects for the coming year.

1.8Z- Clubs/ Golden Z-Clubs

This committee will endeavor to promote this service club to secondary schools, university and college within our territorial limits. We shall maintain and assist with our existing Z-clubs.

1.9 Ad Hoc Committees

An Ad Hoc Committee as one established for a specific purpose by the approval of a motion at a general meeting or Board meeting.

Article X: Dues and Fees

1. Fiscal Year

The fiscal year of this Club shall be from June 1 to May 31, inclusive, with the exception of the financial reporting year, which is July 1 to June 30.

2. Initiation and Reinstatement Fee

The initiation fee for a New Member shall be payable to Zonta International upon acceptance of membership. A former member of this club or of another who is reinstated to membership, or as a member, who is referred, may be subject to a fee payable to Zonta International.

3. Annual Dues

The annual dues shall be established by the club and shall include Zonta International, District and Club requirements. A change in dues shall be determined by a two-thirds vote at a March general meeting and become payable at that date.

Article XI: Corporate Property

All property, whether real, personal or mixed, legal or equitable, acquired for this Zonta Club by grant, purchase, gift, bequest, or devise, shall be its corporate property.

Article XII: Parliamentary Authority

The rules contained in the current edition of ROBERT'S RULES of ORDER NEWLY REVISED shall govern this Club in all cases in which the rules are not inconsistent with these Bylaws or with the Bylaws and Rules of Procedure of Zonta International.

Article XIII: Amendment to the Bylaws

Any amendments to these Bylaws may be adopted or amended by a two-thirds vote of the Club membership present and voting at any regular meeting or special meeting called for that purpose provided that notice of such proposed amendment shall have been sent to each member at least ten (10) days before the meeting.

Article XIV: Repealing Clause

All club Bylaws and amendments thereto, passed prior to the date of the passage of this Bylaw are hereby repealed.

Passed this Date.....

PRESIDENT

Treasurer