

CITY CLUB OF HAMMOND

To promote the principles of good government and good citizenship.

To take an active interest in the civic, cultural, social and moral welfare of the community.

To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

MISSION STATEMENT

To create and foster a spirit of understanding among all people for humanitarian needs by providing voluntary services through community involvement.

CONSTITUTION AND BY-LAWS

This Club Constitution and By-Laws, and all amendments thereto, shall be in full force and effect and govern the operation of the Club.

Officers and Directors

(Board of Directors)

President

Secretary

Treasurer

Immediate Past President

2 Directors (First Year)

2 Directors (Second Year)

CLUB CONSTITUTION

ARTICLE I

NAME AND MOTTO

Section 1. NAME. The name of this organization shall be the City Club of Hammond chartered by, and under the jurisdiction of the State of Louisiana.

Section. 2. MOTTO. It shall be: We Serve.

ARTICLE II

PURPOSES

The purposes of this Club shall be:

- (a) To promote the principles of good government and good citizenship.
- (b) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (c) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (d) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by Club members.
- (e) To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

ARTICLE III

MEMBERSHIP

Section 1. ELIGIBILITY FOR CLUB MEMBERSHIP. Subject to the provisions of Article 1 of the By-laws, any person of legal majority and good moral character and good reputation in his community, may be granted membership in this Club.

Section 2. MEMBERSHIP BY INVITATION. Membership in this Club shall be acquired by invitation only. Nominations shall be made on forms provided by Club members in good standing who shall act as sponsor, and be submitted to the membership chairperson or the Club secretary, who shall submit the same to the Board. A Membership Nomination Form must be properly filled out and must be signed by three (3) active members in good standing.

If applicant receives no more than two (2) no votes of said Board, the prospective member may be invited to become a member of the Club. Legacy can be submitted by members in good standing to nominate their son or sons for membership. They are automatically accepted as members subject to all rules and regulations set by the Board. The total number of members of the City Club of Hammond shall be set at no more than one hundred fifty (150).

Applications for membership shall be made available to the members in September and must be completed and submitted to the Board in October. Election of new members shall be held in December. Induction of new members shall be in January at which time first year's prorated dues shall be paid in full.

ARTICLE IV

FORFEITURE OF MEMBERSHIP

Any member may be expelled from the Club for cause by a two-thirds vote of the entire Board of Directors.

ARTICLE V

OFFICERS

Section 1. OFFICERS. The officers of this Club shall be a president, immediate past president, president-elect, secretary and treasurer.

Section 2. REMOVAL. Any officer of this Club may be removed from office for good cause by two-thirds (2/3) vote of the entire Club membership.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. MEMBERS. The members of the Board of Directors shall be the president, immediate past president, secretary, treasurer and four (4) elected directors. All directors must be members in good standing.

Section 2. QUORUM. The presence in person of a majority of the directors shall constitute a quorum at any meeting of the Board of Directors. Except as otherwise specifically provided, the act of a majority of the directors present at any meeting of the Board shall be the act and decision of the entire Board of Directors.

Section 3. DUTIES AND POWERS. In addition to those duties and powers, express and implied, set forth elsewhere in this Constitution and By-laws, the Board of Directors shall have the following duties and powers:

- (a) It shall constitute the Executive Board of this Club and be responsible for the execution, through the Club officers, of the policies approved by the

Club. All new business and policy of this Club shall be considered and shaped, first, by the Board of Directors for presentation to and approval by the Club members at a regular or special Club meeting.

- (b) It shall authorize all expenditures and shall not create any indebtedness beyond the current income of this Club, nor authorize disbursement of Club funds for purposes inconsistent with the business and policy authorized by the Club membership.
- (c) It shall have power to modify, override or rescind the action of any officer of this Club.
- (d) It shall have the books, accounts and operations of this Club examined annually or, in its discretion, more frequently and may require an accounting or have an audit made of the handling of any Club funds by any officer, committee or member of this Club. Any member of this Club in good standing may inspect any such examination or accounting upon request at a reasonable time and place.
- (e) It shall appoint, on recommendation of the finance committee, a bank or banks for the deposit of the funds of this Club.
- (f) It shall submit all matters of new business and policy to the respective standing or special Club committee for study and recommendation to the Board.

ARTICLE VII

AMENDMENTS

Section 1. AMENDING PROCEDURE. This Constitution may be amended at any regular or special meeting of this Club, at which a quorum is present, by the affirmative vote of two-thirds (2/3) of the members present in person and voting, provided that the Board has previously considered the merits of the amendments and notice has been given in accordance with Section 2.

Section 2. NOTICE. No amendment shall be put to vote, unless written notice, stating the proposed amendment shall have been mailed or delivered personally to each member of this Club at least fourteen (14) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken. Any member shall have the right to express their opinion of an amendment and submit an amendment for consideration to the Board.

BY-LAWS

ARTICLE I

MEMBERSHIP

Section 1. MEMBERSHIP CATEGORIES.

- (a) **ACTIVE:** A member entitled to all rights and privileges and subject to all obligations which membership in City Club of Hammond confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this Club, and the right to vote on all matters requiring a vote of the membership; and such obligations shall include regular attendance, prompt payment of dues, participation in Club activities and conduct reflecting a favorable image of this City Club in the community.

- (b) **LIFE MEMBER:** Any member who is critically ill, or any member of this Club who has maintained active membership for 20 or more years and is at least 70 years of age may be granted Life Membership in this Club.

A Life Member shall have all privileges of Active Membership so long as he fulfills all obligations thereof.

Section 2. RESIGNATIONS. Any member may resign from this Club in writing, and said resignation shall become effective upon acceptance by the Board of Directors. The Board may withhold acceptance, however, until all indebtedness has been paid, all Club funds and property have been returned, and all right to the use of the name City Club of Hammond, the emblem and other insignia of this Club and this association have been surrendered.

Section 3. REINSTATEMENT OF MEMBERSHIP. Any member dropped from membership in good standing may be reinstated by the Club's Board of Directors, and will retain their prior Hammond City Club service record as part of their total Club service record.

Section 4. FAILURE TO PAY. The secretary shall submit to the Board of Directors the name of any member who fails to pay any indebtedness due this Club within 60 days after receipt from the Treasurer of written notice. The Board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section 5. ATTENDANCE. The Club shall encourage regular attendance at Club meetings and activities. Where a member misses consecutive meets or activities, the Club will make every effort to contact the member to encourage and promote regular attendance.

ARTICLE II

OFFICERS

Section 1. DUTIES

- (a) **President.** He shall be the Chief Executive Officer of this Club; preside at all meetings of the Board of Directors and this Club; issue the call for regular meetings and special meetings of the Board of Directors and the Club; appoint the standing and special committees of this Club and cooperate with chairpersons to effect regular functioning and reporting of such committees; see that regular elections are duly called.

- (b) **Immediate Past President.** He and the other past presidents shall officially greet members and their guests at Club meetings and shall represent this Club in welcoming all new service-minded people in the community served by this Club.

- (c) **President Elect.** If the president is unable to perform the duties of his office for any reason, the president-elect next in rank shall occupy his position and perform his duties with the same authority as the president. The president elect shall, under the direction of the president, oversee the functioning of such committees of this Club as the president shall designate.

- (d) **Secretary.** He shall be under the supervision and direction of the president and the Board of Directors. In fulfillment of this, he shall:
 - (1) Submit regular monthly and other reports to the Board provided by it containing such information as may be called for by the Board of Directors of this association.

- (e) **Treasurer.** He shall:
 - (1) Receive all monies, from the secretary and otherwise, and deposit the same in a bank or banks recommended by the finance committee and approved by the Board of Directors;
 - (2) Pay out monies in payment of Club obligations only on authority given by the Board of Directors. All checks and vouchers shall be signed by the treasurer and countersigned by one other officer, determined by the Board of Directors;
 - (3) Have custody and keep and maintain general records of Club receipts and disbursements; and

- (4) Prepare and submit monthly and semi-annual financial reports to the Board of Directors of this Club.

Section 2. ELIGIBILITY FOR OFFICE. No person shall be eligible to hold office in this Club unless he is an active member in good standing.

ARTICLE III

MEETINGS AND QUORUM REQUIREMENTS

Section 1. REGULAR MEETINGS. Regular meetings of this Club shall be held at times and places recommended by the Board of Directors. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in this Constitution and By-laws, notice of regular meetings shall be given in such manner as the Board of Directors deems proper.

Section 2. SPECIAL MEETINGS. Special meetings of the Club may be called by the president, in his discretion, and shall be called by the president when requested by the Board of Directors, at a time and place determined by the person or body requesting the same. Notice of special meetings setting forth the purpose, time and place shall be given to each member of this Club, by mail or personal delivery, at least five (5) days prior to the date thereof.

Section 3. ANNUAL MEETING. An annual meeting of this Club shall be held in conjunction with the close of each City Club of Hammond year at a time and place determined by the Board of Directors, at which meeting the final reports of the retiring officers shall be read and newly elected officers shall be installed.

Section 4. QUORUM. The presence in person of 25 members in good standing shall be necessary for a quorum at any meeting of this Club. Except as otherwise specifically provided, the act of 25 or more members present at any meeting, plus any signed written proxy from other members in good standing in their possession, shall be the act and decision of the entire Club.

Section 5. GOOD STANDING. Any member who fails to pay any indebtedness due this Club within sixty (60) days after receipt of written notice from the Board shall forfeit his good standing and shall so remain until such indebtedness is paid in full. Only members in good standing may exercise the voting privilege, hold office in this Club, and participate in Club functions.

Section 6. BOARD OF DIRECTORS REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held at such times and places as the Board shall determine.

Section 7. BOARD OF DIRECTORS SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held when called by the president, or when requested by three (3) or more members of the Board of Directors, at such time and place as the president shall determine.

ARTICLE IV

ELECTIONS AND FILLING VACANCIES

The officers and directors of this Club, excluding the immediate past president, shall be elected as follows:

Section 1. NOMINATION MEETING. A nomination meeting shall be held in March of each year, with the date and place of such meeting to be determined by the Board of Directors and notice mailed to each member of this Club at least fourteen (14) calendar days prior to the date of the meeting.

Section 2. NOMINATING COMMITTEE. The president shall appoint a nominating committee which shall submit the names of candidates for the various Club offices to the Club at the nomination meeting. At this meeting, nominations for all offices to be filled in the succeeding year may be made from the floor.

Section 3. NOMINEE UNABLE TO SERVE. If in the interim between the nomination meeting and the election meeting any nominee is unable for any reason to serve in the office to which he/she was nominated and for which office there was no other nominee, the nominating committee shall submit, at the election meeting, names of additional nominees for that office.

Section 4. ELECTION COMMITTEE BOARD. An election meeting shall be held no later than April 15 of each year, at a time and place determined by the Board of Directors, and fourteen (14) calendar days prior written notice shall be given to each member of the Club by the secretary, by mail or personal delivery. Such notice shall include the names of all nominees approved at the preceding nomination meeting, and, subject to Section 3 above, a statement that these nominees will be voted upon at this election meeting. No nominations may be made from the floor at the election meeting.

Section 5. DIRECTORS ELECTION. One-half of the non-officer directors shall be elected annually and shall take office on the July 1st next following their election, and shall hold office for two (2) years from that time, or until their successors shall have been elected and qualified, with the exception that at the first election held after the adoption of this Constitution and By-laws, one-half of the non-officer directors shall be elected for two year terms and the other one-half of the directors shall be elected for one year terms.

Section 6. BALLOT. The election shall be by ballot by those present and qualified to vote. A plurality vote shall be necessary to elect.

Section 7. VACANCY. If the office of president shall become vacant for any reason, the president-elect shall advance in office. In the event such provision for advancement shall fail to fill the office of president, the Board of Directors shall thereon call a special election, giving each member in good standing prior fourteen (14) calendar days notice of the time and place, which time and place shall be determined by said Board, and such office shall be filled at said election meeting.

In the event of a vacancy in any other office, the Board of Directors shall appoint a member to fill the unexpired term.

In the event vacancies shall be of such number as to reduce the number of directors to less than the number required for a quorum, the membership of the Club shall have power to fill such vacancies by an election held at any regular meeting of the Club upon prior notice. Such notice may be given by any remaining officer or director, but if none, then by any member.

Section 8. REPLACEMENT OF OFFICERS-ELECT. In the event any officer-elect, before his/her term of office commences, is unable or refuses for any reason to serve therein, the president may call a special nomination and election meeting to elect a replacement for such officer-elect. Fourteen (14) calendar days prior notice of such meeting, setting forth the purpose, time and place shall be given to each member, by mail or personal delivery. The election shall be held immediately after nominations have been closed and a plurality vote shall be necessary for election.

ARTICLE V

DUES

Section 1. ANNUAL DUES. Each member of this Club shall pay regular annual dues, which dues shall be paid in advance at such times and in such amount as the Board of Directors shall determine.

ARTICLE VI

COMMITTEES

Section 1. SPECIAL COMMITTEES. From time to time, the president may appoint, with the approval of the Board of Directors, such special committees as may be necessary in his/her judgment or the judgment of the Board of Directors.

Section 2. PRESIDENT EX-OFFICIO. The president shall be an ex-officio member of all committees.

Section 3. COMPOSITION. All committees shall consist of a chairperson, and subject to Section 2 above, as many members as shall be considered necessary by the president.

Section 4. COMMITTEE REPORTING. Each committee, through its chairperson, should be encouraged as necessary to report, either verbally or in writing each month to the Board of Directors.

ARTICLE VII

MISCELLANEOUS

Section 1. EMBLEM, COLORS. The emblem and colors of this Club shall be determined by the members after recommendation of the Board of Directors.

Section 2. FISCAL YEAR. The fiscal year of this Club shall be July 1 through June 30.

Section 3. PARTISAN POLITICS/RELIGION. This Club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this Club.

Section 4. PERSONAL BENEFIT. Except to further his/her progress in this Club, no officer or member of this Club shall use his/her membership as a means of furthering any personal, political, or other aspiration, nor shall the Club, as a whole, take part in any movement not in keeping with its purposes and objects.

Section 5. SOLICITATION OF FUNDS. No funds shall be solicited from members of the Club during meetings by any individual or individuals who are not members of the Club. Any suggestion or proposition made at any meeting of this Club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the Board of Directors.

Section 6. It is the purpose of the Club, and the Board of Directors is hereby directed, to set the dues according to an annual budget. Said budget shall provide for all the anticipated Club activities and expenses plus ten percent (10%) budget surplus. This surplus shall be retained by the Club at the end of the fiscal year to assure that the new Officers and Directors shall have sufficient funds available to ensure smooth and continuous Club operations. However, it is not the purpose of the Club to retain a large surplus balance. In that event, the Board should either revise the budget and increase activities/donations, or lower Club dues.

ARTICLE VIII

AMENDMENTS

Section 1. AMENDING PROCEDURE. These By-laws may be altered, amended or repealed at any regular or special meeting of this Club at which a quorum is present, by the vote of a majority of the members present in person and voting.

Section 2. NOTICE. No amendment shall be put to vote unless written notice stating the proposed amendment, shall have been mailed or delivered personally to each member at least fourteen (14) calendar days prior to the meeting at which the vote on the amendment is to be taken.