

**Palomar District Federation,
California Federation of Women's Clubs**

BYLAWS AND STANDING RULES

BYLAWS

ARTICLE I – NAME

The name of this corporation shall be **PALOMAR DISTRICT FEDERATION, CALIFORNIA FEDERATION OF WOMEN'S CLUBS**, organized June 1, 1958, incorporated January 5, 1966, hereinafter in these Bylaws referred to as "District," a member of the GFWC California Federation of Women's Clubs ("CFWC") and the General Federation of Women's Clubs International ("GFWC").

ARTICLE II — OBJECT

The Federation's mission is to unify clubs within the District, promote leadership development, deliver comprehensive training, and recognize notable accomplishments. It actively supports initiatives of CFWC and GFWC, along with various charitable, educational, and service programs, and further encourages active participation in conferences and conventions of District, CFWC, CFWC Area D, GFWC Western States Region, and GFWC.

ARTICLE II — MEMBERSHIP

Section 1. To become a member of the District, a club must:

- (a) Hold membership in CFWC and GFWC;
- (b) Have a membership of at least ten members; and
- (c) Show by its Bylaws that the organization requires no sectarian or political test for membership; that it is not a secret society; and that it does not conflict with the Bylaws of the GFWC, CFWC, or the District.
- (d) GFWC shall precede the name of the club applying for membership;
- (e) Application form signed by the Club President and Recording Secretary must be accompanied by a check payable to Palomar District for per capita GFWC, CFWC and District dues;
- (f) Names, addresses, phone numbers, and e-mails of all members;
- (g) Contact information for the Club President, Recording Secretary and Treasurer; and
- (h) Two (2) copies of the Bylaws (or electronic copies).

Section 2. Types of Members. Membership in the District shall be Active, Juniorette, and Affiliate Groups as follows:

- (a) Active membership shall be clubs whose members pay per capita dues to GFWC, CFWC, and the District.
- (b) Juniorette are clubs whose membership is composed entirely of middle school/junior high and high school age students whose members have paid GFWC, CFWC and District dues. These Clubs are sponsored by Women's Clubs or the District and have an advisor from a CFWC general club.
- (c) Affiliate Groups are clubs that have affiliate group status with CFWC. Only groups whose object is Past Presidents, Parliamentary Law, Alumnae, or Emeritus may request affiliate status. Members shall also have membership in a dues-paying Federated club. Affiliate groups shall pay an annual fee to CFWC and to the District. Each affiliate group shall have one (1) representative vote at the CFWC Convention and the District Convention. They are not included in the membership count to CFWC and GFWC.

Section 3. Membership Application. Application for membership shall be made to the District Membership Chairman following the requirements as stated in Article III, Section 3.4 and Section 3.5 of the CFWC Bylaws.

Section 4. Delinquency, Withdrawal and Reinstatement.

Clubs whose membership dues are delinquent June 15 shall be sent a reminder letter from CFWC and be encouraged to pay all delinquent dues prior to July 31; be informed that after July 31 their club information shall not be included in the yearbook. Copies of the notification letter shall be distributed to the District President, the Area D Vice-President, the CFWC President, and the CFWC Second Vice-President. The District President shall notify the District Executive Committee.

- (a) Proposed Withdrawal, Retention of Charter, Resignation Procedures, Acceptance of Withdrawal by CFWC, Dissolution/Disband, and Change of Club Name, and Method of Reinstatement shall follow the requirements as stated in Article III, Section 3.6 through Section 3.8 of the CFWC Bylaws.

Section 5.

- (a) Each club may adopt its own policy, which shall not conflict with the policies of GFWC, CFWC, or the District.
- (b) Clubs are encouraged, but not obligated, to support projects recommended by GFWC, CFWC, and the District.

ARTICLE IV — OFFICERS AND THEIR DUTIES

Section 1.

- (a) The elected officers of the District shall be President, First Vice-President, Second Vice-President, Third Vice-President, Fourth Vice-President, Recording Secretary, Treasurer, and Assistant Treasurer.

- (b) The appointed officers of the District shall be: Corresponding Secretary, Financial Review Officer, and Parliamentarian.

Section 2. The elected and appointed officers shall enter upon their duties on June 1 following election.

Section 3. These officers shall perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by GFWC.

- (a) It shall be the duty of the **PRESIDENT** to:

- (1) preside at all meetings of the District;
- (2) appoint a Corresponding Secretary, a Financial Review Officer, a Parliamentarian, all Chairmen of Departments and Programs, Chairmen of Standing Committees, and Special Appointments including President's Aide, President's Advisor, Inspiration Chairman, Americanism Chairman, District Convention Chairman, Amenities and Protocol Chairman, and;
- (3) complete the necessary data as required for the District and the CFWC Yearbooks;
- (4) be ex-officio member of all committees except the Nominating Committee;
- (5) have general supervision over the work of the District;
- (6) represent the District at CFWC Board meetings, Area D Conferences, and CFWC Conventions. An allowance for necessary expenses for the President shall be determined by the Budget Committee; and
- (7) be the custodian of the Club Presidents' folders.

- (b) The **FIRST VICE-PRESIDENT** shall:

- (1) serve as the Dean of Chairmen and assist the District President in devising and executing plans of work;
- (2) along with the District President, represent the District at CFWC Board meetings.
- (3) be responsible for collecting club and District narratives and statistical reports, then forwarding them to CFWC by the CFWC deadline;
- (4) conduct informational workshops for Chairmen, Deans, and members;
- (5) prepare an article for the Palomar Telescope newsletters published during the year;
- (6) appear on the agenda calling on those District Chairmen wishing to report;
- (7) prepare and coordinate the awards and award certificates to be presented at the annual District Convention;

(8) In the absence of the President, she shall perform the duties of that office. In case of death, resignation, or permanent disability of the President, the First Vice-President shall succeed to that office for the remainder of the unexpired term; and

(9) assist the District President as needed.

(c) The **SECOND VICE-PRESIDENT** shall:

(1) serve as District Membership Chairman;

(2) assist the District President as needed;

(3) prepare an article for the Palomar Telescope newsletters published during the year;

(4) receive all applications for new clubs;

(5) verify the current District membership number with the District Treasurer on a monthly basis;

(6) recognize first-time attendees at District meetings and convention;

(7) complete the annual District membership report;

(8) attend the CFWC Membership Board meeting;

(9) conduct membership recruitment, retention and outreach approved by the Executive Committee;

(10) present membership awards at District Convention; and

(11) in the absence of the President and the First Vice-President, perform the duties of the President.

(d) The **THIRD VICE-PRESIDENT** shall:

(1) assist the District President as needed;

(2) serve as Chairman of Programs and Itineraries;

(3) prepare for the yearbook a schedule of programs for the board of directors meetings;

(4) work with the Amenities and Protocol Chairman for program requirements; and

(5) select a gift for the speakers. The President shall present the gift.

(e) The **FOURTH VICE-PRESIDENT** shall:

(1) be the Fundraising Chairman;

(2) coordinate all District fundraising activities and prepare for the yearbook a schedule of fundraisers;

(3) A Fundraising Committee may be formed at the discretion of the Fourth Vice-President, who shall serve as chairman of that committee. She will be responsible for producing a budget to be presented to the Executive Board for all fundraisers; and

(4) assist the District President as needed.

(f) The **RECORDING SECRETARY** shall:

(1) keep a true and correct record of the minutes of all meetings of the District, including those of the Executive Board and the Executive Committee and the Board of Directors;

(2) keep a true and correct record of members in attendance at all meetings and workshops and attach attendance sheets to the minutes;

(3) submit a copy of the minutes to the Executive Committee within fourteen (14) days of the closing of the meeting;

(4) perform such other duties as may be required; and

(5) assist the District President as needed.

(g) The **TREASURER** shall:

(1) receive all money due to the District from all sources;

(2) keep a permanent financial record of the District in a format approved by the Executive Committee;

(3) deposit the money in a financial institution approved by the Executive Board;

(4) obtain the necessary signature cards to be signed by the President, First Vice- President, Recording Secretary, Assistant Treasurer, and the Treasurer, with two (2) signatures required to sign checks;

(5) Expenses listed in the budget may be paid. Expenditures not included in the budget shall be presented to the Executive Board for approval. The Treasurer shall pay only from District vouchers with all bills/receipts attached. If a bill/receipt is not available, then a brief written statement with the reason shall be submitted for approval by the Treasurer;

(6) ascertain that all approved budget expenditures are used for that specific purpose only. Unexpended budgeted items shall revert to the general fund;

(7) keep all accounts between the District and its members and notify the President and the Second Vice-President of the District and the clubs whose dues are delinquent;

(8) give a financial report at each Executive Committee meeting, Executive Board meeting, the Board of Directors meeting, and at the first Board of Directors meeting of the new fiscal year. Copies of these reports shall be given to the President, the Recording Secretary, Assistant Treasurer, and the Financial Review Officer;

(9) deliver the books to the Financial Review Officer as follows:

- i. April 1 for the period of June 1 through March 31;
 - ii. June 15 for a supplementary financial review for the period of April 1 through May 31; and
 - iii. June 30 for the final financial review for the period of June 1 through May 31;
- (10) deliver to her successor by July 15 all books, papers, and records of the District that are in her custody;
- (11) file the following governmental forms: Federal and State Tax Forms or E-postcard, California Corporation Statement of Information Form (Secretary of State), Annual Registration of Charitable Trust and Raffle Registration/Annual Report Form to the Attorney General and any other filings required by law;
- (12) forward all GFWC and CFWC new and late paying dues to the CFWC Financial Secretary by the 15th of each month from May through December. A copy of the CFWC District Dues Remittance Form shall be forwarded to the District Second Vice-President, the President, and the Assistant Treasurer; and
- (13) assist the District President as needed.

(h) The **ASSISTANT TREASURER** shall:

- (1) have the responsibility to assist the Treasurer as needed (for example, monitor monies and paperwork that is submitted for various activities);
- (2) be well informed in financial responsibilities that include, but are not limited to: Palomar District Banking, Hazel Erickson Scholarship Fund, Palomar District Budget and Budget Expenditures, Treasurer Reports, CFWC Club Information Forms, IRS and State of California Tax Forms, and Corporation Reports to the California Secretary of State and Attorney General;
- (3) in the absence of the Treasurer, perform the duties of Treasurer;
- (4) In case of death, resignation, or permanent disability of the Treasurer, the Assistant Treasurer shall succeed to that office for the remainder of the unexpired term; and
- (5) assist the District President as needed.

(i) The **CORRESPONDING SECRETARY** shall:

- (1) keep a true and correct list of all member clubs, all District Officers, Chairmen of Standing Committees, Departments and Programs, Special Appointments, and Past District Presidents, and all GFWC and CFWC Officers and Chairmen residing in the District, all of whom shall constitute the official list of the District;
- (2) send notices as directed by the President;

(3) compile, complete, and distribute the District newsletter unless another editor is appointed by the President;

(4) Officer Change Notification:

- i. If there is a change in the President or Treasurer of the District, or the Club President or Treasurer, the CFWC Financial Secretary must be notified in writing using the CFWC Club Information Form – Dues Statement (Datablank). An attached note should indicate the officer change. A copy shall be sent to the District Corresponding Secretary and the CFWC Corresponding Secretary.
- ii. If the officer listed in the CFWC Yearbook is not the current designated officer, the District Corresponding Secretary and the CFWC Corresponding Secretary shall be notified in writing.
- iii. The notifications must include the club name, District name, full name, title, and contact information of the incoming officer.
- iv. The District Corresponding Secretary shall notify the Executive Board in writing;

(5) assist the District President as needed.

(j) The **FINANCIAL REVIEW OFFICER** shall:

- (1) examine the books of the Treasurer for the period of June 1 through March 31 and make a report at the District Convention each year;
- (2) make a supplementary financial review for the period of April 1 through May 31; and
- (3) complete the financial review for the period of June 1 through May 31 and return the books to the outgoing Treasurer by July 10. The financial review report shall be presented at the September Board of Directors meeting.

(k) The **PARLIAMENTARIAN** shall have knowledge and experience with parliamentary procedure and ability to interpret Robert's Rules of Order, current edition. These duties shall include:

- (1) performing the duties pertaining to the office;
- (2) chairing the Bylaws Committee;
- (3) approving Bylaws of new clubs;
- (4) serving as a nonvoting advisory member of the Resolutions Committee;
- (5) with the Recording Secretary, checking the eligibility qualifications of those candidates nominated from the floor at the Convention;
- (6) being available for consultation to the Nominating Committee; and
- (7) shall have voice but not vote at Executive Committee meetings, Executive Board meetings, Board of Directors, or the District Convention unless the vote is by ballot.

ARTICLE V — BOARD OF DIRECTORS

Section 1. Members shall be: District elected and appointed officers, Chairmen of Standing Committees, Departments and Programs, Chairmen of Special Appointments, Presidents or their alternates of member clubs and their duly designated delegates or their alternates, special club representatives to the District Executive Board, District Past Presidents currently holding membership in an active membership Palomar District club, and all GFWC and CFWC Officers residing in the District. This Board shall have general supervision over corporate affairs and shall have the authority to transact all business referred to it.

Section 2. The First Vice-President, in consultation with the President, shall have reports judged by outside individuals who are not members of the District. CFWC Contests shall be judged by outside individuals who are not members of the District.

NOTE: CFWC BYLAWS. "ARTICLE VIII. EXECUTIVE BOARD AND DUTIES. SECTION 8.1. Executive Board. C. Service: No member of the CFWC Executive Board shall serve simultaneously in the same capacity at GFWC, District, or Club level when judging of reports and awards is involved. A member not in compliance with this bylaw will be subject to having their chairmanship declared vacant and a new appointment made." (President, 1st VP, State Chairmen, State Committees, and State Appointees are members of the Executive Board.)

ARTICLE VI — EXECUTIVE BOARD

Section 1. The Executive Board shall be composed of the elected officers: President, First Vice-President, Second Vice-President, Third Vice-President, Fourth Vice-President, Recording Secretary, Treasurer, and Assistant Treasurer; and appointed officers: Corresponding Secretary, Financial Review Officer, and Parliamentarian. The appointed chairmen: President's Aide, President's Advisor, and Communications and Public Relations Chairman shall also be members of the Executive Board. The President of any club, or her appointee, shall also be members of the Executive Board.

(a) Members must hold membership in good standing in a dues-paying club.

Section 2. The Executive Board shall have the authority to transact routine business between meetings of the Board of Directors and to act in emergencies not otherwise addressed in these Bylaws or Standing Rules. The Executive Board may also approve unbudgeted expenditures not exceeding One Hundred Dollars (\$100.00), provided such expenditures are for essential operational needs, minor event-related costs, or unforeseen administrative expenses necessary to maintain continuity of District activities.

Section 3. Executive Board recommendations shall be given at the next District Board of Directors meeting.

Section 4. Duties of the Executive Board.

- (a) To fill all vacancies in the District elective offices, except the office of President, for the unexpired term.
- (b) Each member of the Executive Board shall keep a record of the activities during her term of office and shall give this record to her successor immediately upon the completion of her term of office.

- (c) To approve the annual budget for presentation to the Board of Directors for ratification and to authorize payment for all necessary expenses incurred between June 1 and ratification of the budget at the first meeting of the District Board of Directors meeting.
- (d) To have the authority to declare a vacancy, by a two-third (2/3) vote, if an appointed or elected officer fails to perform her duties.
- (e) They shall decide the date, time, and place for holding the District Convention.
- (f) May serve on the Nominating Committee.
- (g) Any contract, except the budgeted items, to be binding upon the District, must be approved by the Executive Board and be signed by the President and the Recording Secretary of the District. The District Convention contract shall be signed by the President and the Convention Chairman.

ARTICLE VII — EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be composed of the elected officers and the Parliamentarian. This committee shall meet at the call of the President or at the request of three (3) Executive Committee members.

Section 2. Duties of the Executive Committee.

- (a) To ratify the appointments of all Chairmen of Departments and Programs and Chairmen of Special Committees.
- (b) They shall have the authority to act in emergencies between meetings of the Executive Board and to transact such other business not otherwise provided for in the Bylaws or Standing Rules. A report of such action shall be given at the next meeting of the Executive Board and be included in the Minutes of the meeting.
- (c) They may make recommendations to the Executive Board.

ARTICLE VIII — DUES AND FINANCE

Section 1. The fiscal year shall be from June 1 to May 31.

Section 2. Dues.

- (a) Active and Juniorette members shall pay the annual per capita Federation dues through their club by the date set by the District Treasurer.
- (b) Affiliate clubs shall pay the group dues by the date set by the District Treasurer.

Section 3. The District President shall distribute Club Information Forms (aka Data Blanks) to the Club Presidents no later than March 20. Club dues shall be paid with the Club Information Form no later than the District Convention. If not paid to CFWC by July 31, the club shall be dropped from Federation membership. The Club must submit the dues by the latest deadline set by the District Treasurer.

Section 4. Clubs joining the Federation prior to the February CFWC Executive Board meeting shall pay full annual dues for the current year. Dues of clubs admitted at the February CFWC Executive Board meeting shall be credited to the following fiscal year, and no dues shall be charged for the remainder of the current fiscal year.

Section 5. One (1) Hazel Erickson Memorial Scholarship shall be awarded annually using funds from the Hazel Erickson account and any other amount which may be allotted for this purpose. Club and memorial donations shall be accepted and included in available funds. The scholarship shall be awarded annually until the scholarship fund is depleted.

Section 6. A budget shall be presented to the Executive Board at least thirty (30) days prior for all special and contracted events, workshops, fundraisers, and seminars.

Section 7. For all District events, funds will be counted by two (2) members in good standing before being transferred to the Treasurer or Assistant Treasurer. The Balance Sheet form must be completed at the same time.

ARTICLE IX — NOMINATIONS AND ELECTIONS

Section 1. Officers. The elected officers shall be President, First Vice-President, Second Vice-President, Third Vice-President, Fourth Vice-President, Recording Secretary, Treasurer, and Assistant Treasurer.

- (a) They shall serve for a term of two (2) years or until their successors are elected.
- (b) No elected officer, except the Treasurer and the Assistant Treasurer, shall be eligible for re-election to the same current office unless she is filling a vacancy of less than one (1) year.
- (c) Nominees, with dual memberships, shall have a letter of endorsement from their primary club. This letter shall be sent to the Chairman of the Nominating Committee, prior to the candidate being considered by the committee, or if nominated from the floor.
- (d) The nominees for District President shall have served as either a Club president or as an elected officer of the Palomar District Board of Directors for at least one (1) term of two (2) years.

Section 2. Nominating Committee. At the District Convention in the odd year, a Nominating Committee shall be elected. No member shall serve on the Nominating Committee more than two (2) consecutive terms.

- (a) Members shall have served on the District Executive Board for one (1) or more terms.
- (b) The Nominating Committee shall consist of not less than five (5) or more than seven (7) members and two (2) alternates. Each club shall nominate one (1) member to the committee. The name shall be submitted to the District Parliamentarian no later than ten (10) days prior to the District Convention.
- (c) Election of the Nominating Committee shall be by written ballot, prepared by the District Parliamentarian.

- (d) The District Parliamentarian shall prepare the written ballot, listing candidates in alphabetical order. At the District Convention of the odd year, each delegate shall receive a written ballot of pre-qualified candidates. Three (3) election tellers, appointed by the President, shall count the ballots, listing the candidates with the highest number of votes first. The first five (5) candidates on the list shall be elected as committee members, and the next two (2) candidates in line shall be elected as committee alternates. The list of elected Nominating Committee members and alternates shall be announced by the District President at the District Convention.
- (e) It shall be the duty of the District Parliamentarian to call the committee together and it shall then elect its chairman.
- (f) The Nominating Committee shall name one (1) or more candidates for each elected office at the January meeting of the even year.

Section 3. Letters of Endorsement.

- (a) The Parliamentarian shall announce at the District Convention in the odd year that letters of endorsement for candidates are required from clubs wishing to propose a candidate for elected office.
- (b) Letters of endorsement are due to the Nominating Committee Chairman by December 1 in the odd year.

Section 4. Election of Officers.

- (a) The Nominating Committee shall present the proposed slate of officers at the January Board of Directors District meeting in the even year.
- (b) The proposed slate of officers shall be included in the District newsletter, "The Telescope," prior to the January Board of Directors District meeting.
- (c) Further nominations may be made from the floor on the day of the election, provided consent of such nominees has been obtained, and the letter of endorsement has been submitted to the Nominating Committee Chairman. A member who will be nominated from the floor is not considered a candidate until after the floor nomination is made.
- (d) Election of Officers shall be held at the January Board of Directors District meeting in the even year.
- (e) Election of Officers shall be by written ballot, except if there is but one (1) candidate for each office, then by unanimous consent of the members the ballot may be dispensed with and the election by voice vote may be used.

Section 5. Election Committee. Preceding the election in January of the even year, the Executive Board shall appoint an Election Committee of three (3) members and two (2) alternates. This committee shall elect its chairman. The chairman shall have supervision over the arrangements for voting and shall report results of the election to the delegates.

Section 6. Vacancy in Office. A vacancy in office shall be filled as provided in this section.

- (a) If for any reason the office of President becomes vacant, the First Vice-President shall become President for the unexpired term. In the event the First Vice-President declines, the Second Vice-President may assume the office. If the Second Vice-President declines the office, the Executive Committee shall fill the office of President by appointment of a person meeting the eligibility requirements of Section 1, and the Executive Board shall ratify such appointments. A President serving less than one (1) year shall be eligible to serve a full term.
- (b) In the event of a vacancy in the office of First Vice-President, the Second Vice-President shall assume the office for the remainder of the term.
- (c) In the event of a vacancy in other elected offices, the office shall be filled by ballot of the Executive Committee by a person meeting the eligibility requirements of Section 1, and the Executive Board shall ratify the appointment for the remainder of the term.
- (d) If an officer is incapacitated or unable to perform her duties for a period of three (3) months, the office is declared vacant.

Section 7. Meetings of the Executive Committee-Elect. In the interim between election and taking office, the President-Elect may call a meeting(s) as needed of the Executive Committee-Elect to approve the appointment of the Corresponding Secretary, the Financial Review Officer, the Parliamentarian, and Chairmen of Standing Committees, Departments and Programs, and Special Appointments.

- (a) The Executive Committee-Elect may fill any vacancies which may have occurred on the Executive Committee-Elect.
- (b) The officers are authorized to plan and prepare a program of work for the new administration.

ARTICLE X – EMERGENCIES

Section 1. In the case of a national emergency, state emergency, or any type of event (man-made or natural) that could potentially put members in danger, the President, with the consent of the majority of the Executive Committee, may order the elections be held by mail or electronically.

Section 2. In the case of a national emergency, state emergency, or any type of event (man-made or natural) that could potentially put members in danger, the President, with the consent of the majority of the Executive Committee, may order the electronic meeting to be held as a substitute for a regular, executive board, or special meeting.

ARTICLE XI — MEETINGS

Section 1. Two (2) Board of Directors District meetings (September and January) shall be held during the year and shall be scheduled in the yearbook. The time and place of Board of Directors District meetings shall be decided by the Executive Board. Notices of District meetings shall be sent two (2) weeks before the date of the meeting. The voting body of the District shall consist of the Board of Directors. Executive Board and Board of Directors meetings are open to the entire membership of the District.

Section 2. Special meetings may include but are not limited to: Business meetings (Board of Directors, Executive Board), fundraisers, workshops, orientations. Notices of special meetings shall be sent no later than two (2) weeks before the meeting date.

Section 3. Each member club at the beginning of the club year shall be notified by the Credentials Chairman of the number of delegates to represent the club at District meetings and Convention, representation to be on the basis of one (1) for each twenty (20) members or major fraction thereof, according to the CFWC Yearbook. Affiliate Groups will have one (1) delegate per Affiliate Group. The club president shall be responsible for distributing any pertinent information to the delegates and alternates prior to the meeting.

Section 4. The District Convention shall be held each year in April and in such place as may be selected by the Executive Board. Club awards and annual reports shall be given at the Convention.

Section 5. The Call to Convention shall be sent to all members of the voting body at least four (4) weeks prior to the date of the Convention.

Section 6. Voting membership at the Convention shall consist of the voting body of the District. A club whose dues are paid in full shall be entitled to representation by its President or her alternate and one delegate or her alternate for each twenty (20) members or major fraction thereof. Affiliate groups may be represented by one (1) delegate at Convention.

Section 7. Electronic Meetings.

- (a) In the event that a properly called Board of Directors meeting has to be cancelled due to circumstances beyond the control of the District, then it shall be acceptable to hold said Board of Directors meeting by an approved electronic means with two (2) weeks' notice being given to all members of the Board of Directors. This section does not apply to a meeting required by these Bylaws that has not already been called.
- (b) The Executive Committee or the Executive Board shall transact such business as may arise between meetings of the Board of Directors. The Executive Committee and the Executive Board may conduct business by mail, electronic mail, or telephone when necessary. Electronic meetings via teleconference or video conference may be conducted upon forty-eight (48) hours' telephonic or email notice to all members of the Executive Committee or the Executive Board setting forth the procedures and time for any such electronic meeting. The actions of the Executive Committee or the Executive Board, taken as a result of any mail or electronic meeting, have the same force and effect as a physical meeting. Official minutes of such meetings shall be recorded and ratified at the next Executive Committee or Executive Board meeting.
- (c) Special meetings of the Executive Committee shall be held upon the written/electronic request of three (3) members or at the call of the President. The purpose of the meeting shall be stated in the call which shall be sent to all members at least five (5) days before the meeting.
- (d) Special meetings of the Executive Board shall be held upon the written/electronic request of five (5) members or at the call of the President. The purpose of the meeting shall be stated in the call which shall be sent to all members at least five (5) days before the meeting.

ARTICLE XII – VOTING PROCEDURE

Rights and Obligations in Voting.

Section 1. Voting Rights of a Member in Arrears. Members who are in arrears for payment of dues but have not been formally dropped from the membership rolls and are not under a disciplinary suspension, retain the full rights of a voting member and are entitled to vote except as the Bylaws may otherwise provide.

Section 2. One Person, One Vote. No member shall be allowed to represent more than one (1) club or to have more than one (1) vote. An individual member's right to vote may not be transferred to another person by the use of proxies.

Section 3. Right of Abstention. Although it is the duty of every member who has an opinion on a question to express it by voting, members can abstain since they cannot be compelled to vote. For the same reason, when an office or position is filled by a number of members, they may partially abstain by voting for less than all of those for whom they are entitled to vote.

Section 4. Abstaining from Voting on a Question of Direct Personal Interest. There should be no conflict of interest between a member and the District; however, no member can be compelled to refrain from voting in such circumstances.

Section 5. Voting on Questions Affecting Oneself. Members have a right to vote for themselves for an office or other position to which members generally are eligible or for the vote when other members are included in a motion.

Section 6. Rule Against Explanation by Members During Voting. Members have no right to explain their vote during voting, which would be the same as debate at such a time.

Section 7. Changing One's Vote. Except when the vote has been taken by ballot (or some other method that provides secrecy), members have a right to change their vote up to the time the result is announced but afterward can make the change only by the unanimous consent of the assembly requested and granted, without debate, immediately following the chair's announcement of the result of the vote.

ARTICLE XIII — QUORUM

Section 1. Five percent (5%) of the membership, as listed in the current CFWC Yearbook, shall constitute a quorum at a Board of Directors District meeting or District Convention.

Section 2. A quorum at a meeting of the Executive Board shall be forty percent (40%).

Section 3. A quorum at a meeting of the Executive Committee shall be five (5).

ARTICLE XIV — DISTRICT REPRESENTATION AT STATE (CFWC) MEETINGS

Section 1. The District President and the First Vice-President are members of the CFWC Executive Board.

Section 2. Representation at the CFWC Convention shall be according to the CFWC Bylaws, Article XII, Section 12.2, Representation.

ARTICLE XV – DEPARTMENTS, COMMITTEES, AND SECTIONS

Section 1. Departments. The Departments of the District shall conform to those of GFWC and CFWC insofar as is practicable or deemed advisable by the District Executive Board.

Section 2. Committees.

- (a) A Budget Committee composed of three (3) members, including the Treasurer as chairman, shall be appointed by the President and shall present an annual budget to the Executive Board who shall submit it for the September District meeting for approval. The Budget Committee shall conduct a midterm financial review to be presented to the Executive Board no later than ten (10) days prior to the January Board of Directors meeting.
- (b) There shall be a Bylaws Committee of five (5) members, appointed by the President, with the Parliamentarian as Chairman.
- (c) A Resolutions Committee of three (3) members, including the Resolutions Chairman, shall be appointed by the President. The Parliamentarian shall be a non-voting member of the Resolutions Committee.
- (d) A Credentials and Registration Chairman shall be appointed by the President. The Chairman shall select a committee as needed.
- (e) The President shall appoint a Scholarship Chairman to administer the Hazel Erickson Memorial Scholarship Program. Applicants must qualify according to criteria set forth by the Scholarship Committee for the period involved. Any change in the criteria or procedure shall be approved by the Executive Board and the membership notified no later than the January District meeting of the year in which it becomes effective. An annual report shall be given at the District Convention. The chairman shall select a committee as needed.
- (f) The President may appoint the District Arts Festival Chairman. The chairman shall select a committee as needed.
- (g) The President shall appoint the District Convention Chairman. The chairman shall select a committee as needed. It shall be the duty of the chairman to coordinate the work of the committee members necessary for the proper conduct of the annual convention.

Section 3. Sections. The study of special subjects may be carried out in GFWC department programs. Each section shall be governed by the Bylaws and Standing Rules of the District. The chairman of each section shall be appointed by the President and will preside and coordinate its course of study or activity. She will maintain a record of volunteer hours and activities and submit a written report to the First Vice-President and notify her when and where the section meets. Sections shall be formed and managed according to the following rules:

- (a) All members and participants in sections shall be members of the District.

- (b) Any five (5) members wishing to form a new section shall make a request to the Executive Board for approval.
- (c) No section shall incur any unbudgeted expense for which the District is responsible without the authorization of the Executive Board.
- (d) The proceeds from fundraising activities shall be deposited in the general fund for distribution.
- (e) Each section shall be self-sustaining, and the District Treasurer shall have a line item in the general account for each section.

ARTICLE XVI — RESOLUTIONS

Section 1. A documented Resolution to the District Board of Directors or to the District Convention may be presented by any club or by the District Executive Board, provided such Resolution shall comply with the following requirements:

- (a) The proposed Resolution must be in typewritten format and three (3) copies provided. The proposed Resolution shall be accompanied by a letter which includes documented data to be presented for consideration and previously approved by those listed in Section 1. The letter shall be signed by the President and the Recording Secretary of the organization sponsoring the Resolution, stating that it had been acted upon at a regular business meeting of the organization and its presentation to the District meeting or District Convention was authorized.
- (b) Names and addresses of people to whom copies are to be sent must accompany the Resolutions.

Section 2. Resolutions may be rejected by a four-fifths (4/5) vote of the Resolutions Committee.

Section 3. All Resolutions, except emergency and courtesy, to be considered at the District Convention must be presented to the Chairman of the Resolutions Committee four (4) weeks prior to the date of the District meeting or District Convention.

Section 4. Emergency Resolutions to a regular District meeting must be presented to the Executive Committee before 10:00 a.m. of the meeting day.

ARTICLE XVII — PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order Newly Revised shall be the authority at all meetings wherein they are applicable and not in conflict with these Bylaws.

ARTICLE XVIII — AMENDMENTS

These Bylaws may be amended at any regular District meeting and/or Convention, on recommendation of the Bylaws Committee, provided such proposed amendments were presented at a previous regular District meeting or appeared in the Call to the District meeting or Convention. Two-thirds (2/3) of the vote shall be required for adoption.

ARTICLE XIX — DISSOLUTION

Section 1. This corporation is one which does not contemplate pecuniary gain or profit to members thereof, and it is organized solely for non-profit purposes. No part of the net earnings, properties, or assets of this corporation on dissolution or otherwise shall inure to the benefit of any private person or individual or any member or director of this corporation, and on liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed gratuitously, to a corporation organized and operated exclusively for charitable, educational, or social welfare purpose and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of the United States or its successor Section.

Section 2. The current Treasurer of the District shall be responsible for filing dissolution papers to the Internal Revenue Service and Franchise Tax Board of California.

STANDING RULES

1. These Standing Rules may be amended by a two-third (2/3) vote at any District Board of Directors meeting without notice, or a majority vote if notice has been given.
2. GFWC/CFWC Women's Clubs and Juniorette club members shall pay per capita annual dues by the date set by the District Treasurer as follows:
 - (a) GFWC (General Federation of Women's Clubs) - Fifteen Dollars (\$15.00) through their Club, at the time of payment to CFWC and District.
 - (b) CFWC (California Federation of Women's Clubs) – Five Dollars (\$5.00).
 - (c) Palomar District – Five Dollars (\$5.00), beginning January 1, 2015.
 - (d) GFWC Juniorette Club members shall pay annual dues of Ten Dollars (\$10.00) through their club by the date set by the District Treasurer. They shall also pay One Dollar District (\$1.00) dues at the same time.
 - (e) Affiliate Groups shall pay annual dues of Thirty Dollars (\$30.00) for 25 or fewer members or Forty-Five Dollars (\$45.00) for 26 or more members. These dues shall be paid to the District and subsequently forwarded to CFWC.
3. Active Clubs shall remit members' dues as follows: GFWC - Fifteen Dollars (\$15.00), CFWC - Five Dollars (\$5.00), and Palomar District - Five Dollars (\$5.00). These dues must be submitted to the District Treasurer by the 10th of each month from May through December.
4. Scheduling Coordination: Clubs shall refrain from scheduling meetings or events that conflict with any official District Board of Directors meeting, District-sponsored event, or the District Convention.
5. A Club's stationery shall include, with the Club's name: "Member of GFWC, CFWC, and Palomar District."

6. There shall be three (3) hostess clubs for each of the Board of Directors District meetings assigned by the President. The schedule of duty shall be clearly outlined in the annual yearbook. There shall be two hostess clubs for Special Meetings. If the resident club provides the luncheon for any meeting, any resulting profit shall remain with the club.
7. In addition to the District, the hostess club in whose clubhouse the District meeting is held may sell fundraising items.
8. There shall be a club mailbox at each District meeting for distribution of club and federation materials.
9. A balance of not less than One Thousand Dollars (\$1,000.00) shall be left in the checking account at the end of each two-year administration.
10. District Arts Festival and Contest Entry Guidelines: A District Arts Festival may be held annually at the discretion of the District.
 - (a) Creative Writing and Photography entries intended for submission to CFWC must be submitted at the January District Board of Directors meeting. This deadline ensures timely review and forwarding of entries.
 - (b) To respect the intellectual property and privacy of participants, photography of contest entries displayed at the District Arts Festival is strictly prohibited unless written permission is granted by the entrant.
 - (c) Prominent signage shall be posted at the event venue clearly stating that photographs of contest entries are not permitted.
11. CFWC Yearbooks, District Yearbooks, and Procedure Books shall not be sold or given to anyone for commercial purposes.
12. To cover Convention expenses, a registration fee determined by the Executive Board shall be paid by each attendee. The District Convention registration fee shall be waived for the District Past Presidents who are members in good standing of the District.
13. At Convention, only the District may conduct fundraising activities.
14. Any favors or materials distributed at the District Convention must have prior approval of the Convention Chairman.
15. An award certificate, based on the percentage of membership gain, shall be awarded each year at the District Convention.
16. An award certificate shall be awarded each year at the District Convention to the club in each size category having the greatest percentage of attendance at regular District meetings and workshops.
17. At the annual District Convention, the Executive Board may recommend candidates for consideration as members of the CFWC Bylaws, Election, Resolutions, and Nominating Committees.

18. Each club shall have the opportunity to nominate one (1) club member for the Volunteer of the Year award and one (1) club member for the Rookie of the Year award. Nominations must be submitted to the District 2nd Vice President at least two (2) weeks prior to the District Convention.
19. Copies of the CFWC Awards won by the District shall be placed in the District President's Book, and the original will remain with the recipient.
20. It shall be the duty of the Amenities and Protocol Chairman to select and present the gift for the retiring President.
21. When the President attends authorized CFWC Board meetings and CFWC Conventions, she shall be allowed the following expenses, the amount not to exceed the budgeted allotment: Registration, one-half (1/2) of the rate of a double occupancy room, only the scheduled meals, and transportation in full.
22. When the District First Vice-President/Dean attends CFWC Board meetings, she shall be allowed the following expenses, but not to exceed the budgeted allotment when funds are available: Registration, one-half (1/2) of the rate of a double occupancy room, only the scheduled meals, and transportation in full.
 - (a) As a District delegate to the CFWC Convention, the First Vice-President may be allowed the following expenses but not to exceed the budgeted allotment when funds are available, except in an election year; should the First Vice-President not progress to President-Elect, the President-Elect, as a delegate, shall be allowed the following expenses, but not to exceed the budgeted allotment: Registration, one-half (1/2) of the rate of a double occupancy room, only the scheduled meals, and transportation in full.
23. The District Second Vice-President/Membership Chairman may be invited to attend the Fall CFWC Board meeting. She shall be allowed the following expenses, but not exceed the budgeted allotment when funds are available: Registration, one-half (1/2) the rate of a double occupancy room, only the scheduled meals, and transportation in full.
24. The District President's pin shall be presented to the President-Elect during the Installation Ceremony by the installing officer. The outgoing President shall be presented a District Past President's pin by the First Vice-President at the conclusion of the Installation Ceremony.
25. There shall be a District Newsletter, *The Telescope*, published no less than four (4) times a year. The newsletter shall be published and distributed at least two (2) weeks prior to the District Board of Directors meeting.
 - (a) The Newsletter Editor shall be appointed by the President. It may be the Corresponding Secretary.
 - (b) The Newsletter shall contain a message from the District President, District First Vice-President, any officer, or District chairman, and the agenda for the upcoming District Board of Directors meeting. Board recommendations shall also be published.
 - (c) *The Telescope* shall be sent electronically to all members of the District Board of Directors, CFWC President, CFWC First Vice-President, CFWC Second Vice-President, CFWC Area D

Vice-President, CFWC Communications Committee, and Presidents of Southern District, San Bernardino District and De Anza District via e-mail. It will be sent via regular mail to those without e-mail.

(d) Clubs shall be responsible for distributing District information to their members in a timely manner, including those without access to a computer or email. For District Past Presidents in good standing who lack digital access, the District shall ensure delivery by regular mail.

26. The District shall be responsible for the District President's registration fee and lunch at District meetings, Area D Conference, and the District Convention.
27. The Executive Board shall have authority to pay deposits required to reserve venues for functions approved by the Board of Directors.
28. The Hazel Erickson scholarship recipient and one (1) guest shall have their registration and lunch fees waived for attendance at either the Board of Directors meeting or the District Convention. The costs associated with these waived fees shall be recorded under Miscellaneous Expenses.
29. The Hazel Erickson Memorial Scholarship in the amount of Five Hundred Dollars (\$500.00) shall be awarded annually, alternating between two institutions:
 - (a) In odd-numbered years, the scholarship shall be awarded to a new or continuing student pursuing a degree in education at Palomar College.
 - (b) In even-numbered years, the scholarship shall be awarded to a new or continuing student pursuing a degree in education at MiraCosta College.

Scholarship funds will be disbursed by the District Treasurer directly to the recipient's account at the designated college upon receipt of proof of registration.

30. The District may nominate one (1) candidate to the CFWC Leadership, Education, and Development Seminar (LEADS) for the annual CFWC February Board meeting. A portion of the expenses to attend the CFWC and GFWC Conventions shall be allocated in the annual Palomar District Budget.
 - (a) The candidate shall:
 - (1) be a member in good standing of a Federated Palomar District Woman's Club and be interested in advancing in Club and District leadership positions;
 - (2) have a vote of approval by the home club with a copy of the minutes and a letter submitted by the club Recording Secretary;
 - (3) submit the paperwork required by GFWC/CFWC to the District President by December 1;
 - (4) be able to attend both the CFWC February Board meeting and the GFWC Board meeting in June if she becomes the California LEADS; and
 - (b) be able to fulfill the other duties as requested by CFWC.

If more than one candidate's application for the LEADS training is received, the Palomar District Executive Committee shall review the applications and make the decision as to the final selection of the candidate.