

## **BYLAWS OF THE PROGRESSIVE CLUB OF THE ISLANDS**

### **ARTICLE 1 – NAME**

The complete name of this organization shall be the Progressive Club of the Islands (PCI).

### **ARTICLE II - OBJECT AND PURPOSE**

The objectives of this organization shall be to pull together diverse elements of our democratic society to: (a) unify and support active interest in political and governmental affairs; (b) strengthen and advance progressive ideas and principles; (c) support our members in engaging in campaigns and promoting environmental and social justice issues as they specifically impact our islands and surrounding communities; (d) support Democratic candidates for office as well as others that advocate progressive ideals and principles; (e) promote good fellowship among our members.

### **ARTICLE III – MEMBERSHIP**

Membership in PCI is open to all persons regardless of political affiliation (including those under the voting age) who subscribe to progressive policies and purposes and who wish to assist in the advancement of its object and purpose.

### **ARTICLE IV – DUES**

Section 1: Annual dues shall be determined following an annual evaluation of the Board of Directors of the dues contributed by Club members. The Board of Directors shall make a recommendation annually to the Club's membership as to the amount of the dues assessment. A change in Club dues shall be enacted only upon a majority vote of those present and voting, providing a quorum is present at a regular Club meeting considering a change in the dues assessment. Dues shall be payable to the Treasurer by January 15th for the ensuing Club year, or at the time of becoming a member, and paid again on the normal due date. If authorized by the Board of Directors, member dues paid during the final three (3) months of the preceding year may be credited as full payment for the ensuing Club year. Annual dues may be reduced or waived for individuals due to financial hardship at the Board of Director's discretion.

### **ARTICLE V – OFFICERS**

Section 1: The officers of this club shall be a Chairperson, Vice Chairperson(s), Secretary, Treasurer, Parliamentarian, and such other officers as may be deemed necessary by the membership. Officers shall perform the duties prescribed by these Bylaws.

Section 2: All terms of office shall be for two years.

## ARTICLE VI - DUTIES OF OFFICERS

Section 1: The Chairperson (a) shall preside at all meetings of the Club and Board of Directors, of which the Chairperson is automatically Chair; (b) shall be ex-officio member of all committees; (c) shall represent the Club at county, district and state functions; (d) shall support the respective committee chairs in their work; and (e) shall perform all duties normally pertaining to the office of Chairperson.

Section 2: The Vice Chairperson[s] shall (a) render all possible assistance to the Chairperson in matters pertaining to the Club; and (b) assume the office in the absence of the Chairperson, or the Chairperson's inability to serve.

Section 3: The Secretary shall (a) maintain an accurate record of all meetings of the Club and the Board of Directors; (b) possess a current list of members with addresses, phone numbers and precinct numbers; and (c) possess and maintain the official copy of the Club's Bylaws, with any and all amendments to the Bylaws properly recorded.

Section 4: The Treasurer shall (a) receive all monies collected by the Club; (b) keep an accurate record of receipts and expenditures; (c) present a statement of all income and expenditures occurring since the previous meeting of the Club, and at other times when formally requested by the Board of Directors; and (d) pay out funds only as authorized by the Board of Directors. A designee of the Board of Directors of the Club shall audit all records maintained by the Club Treasurer regularly, and, if a discrepancy is noted, the discrepancy shall be reported to the Club's Board of Directors.

## ARTICLE VII - MEETINGS

Section 1. Regular meetings of the club shall be held monthly, on the third Thursday of the month unless otherwise ordered by the Board of Directors.

Section 2. The Chairperson or a majority of the Board of Directors may call special meetings, with one week's notice to the members. The purpose of the meeting shall be stated in the call.

Section 3. Twenty percent (20%) of the total membership shall constitute a quorum for the transaction of the business at any regular or special meeting. A majority vote is necessary to carry motions.

Section 4. All meetings shall be in a facility accessible to the physically handicapped.

## ARTICLE VIII - BOARD OF DIRECTORS

Section 1: The Board of Directors shall consist of the elected officers and a minimum of four (4) elected Directors.

Section 2: The duties of the Board of Directors shall be to plan and organize each monthly meeting of the Club and make recommendations to the Club's membership that will facilitate the transaction of Club business during regular and special meetings. No

action of the Board of Directors shall be in conflict with any action taken by the Club's membership at regular or special meetings.

Section 3: Meetings of the Board of Directors shall be at least one week prior to the regular monthly meeting of the Club, or at the request of the Chairperson or three (3) members of the Board of Directors.

Section 4: A majority of the Board of Directors shall constitute a quorum.

Section 5: An individual can be removed from the Board of Directors by a unanimous vote of the remaining other members of the Board of Directors.

Section 6: The Board of Directors, in its discretion, may choose from time-to-time to register or to de-register the organization as a Political Committee under applicable laws of the State of Florida.

Section 7: The Board of Directors may authorize a transfer of all of the organization's assets to a corporation provided that all of the following conditions are met:

- The transferee corporation is organized as a not-for-profit corporation under Florida law;
- The membership of the governing board of the transferee corporation is identical to the membership of the Board of Directors of the Club at the time of transfer;
- Club members are granted membership rights in the transferee corporation equivalent to the membership rights they have in the Club prior to the transfer;
- The transferee corporation is to be governed under bylaw governance provisions substantially similar to these Club bylaws.

## ARTICLE IX – ELECTIONS

Section 1. Directors shall be elected at the annual meeting held in March of each year. The elected Directors will meet to elect officers.

Section 2. The Board of Directors shall present all Director candidates at the monthly meeting in February. Additional nominations from the floor shall be in order at that time.

Section 3. If a vacancy occurs in the office of the Chairperson, the Vice Chairperson shall become chairperson. When they occur, vacancies shall be filled by the club at a regular meeting.

## ARTICLE X - STANDING COMMITTEES

Section 1: The Board of Directors is responsible for establishing the Standing Committees of the Club. The Board of Directors shall determine the membership of the Standing Committees.

Section 2: The Board of Directors of the Club is empowered to establish those Standing Committees necessary to: (a) Provide accurate audit records of the Club's financial activities administered by the Treasurer; (b) Communicate the purpose, policies and

activities of the Club to the membership and the general public to encourage engagement; (c) Discover and develop programs and coordinate its fund raising activities.

#### ARTICLE XI – ANTI-DISCRIMINATION PROVISION

The Club hereby adopts and shall enforce the following anti-discrimination provision:

- The time and place for all public meetings shall be publicized fully in such a manner as to assure timely notice to all interested persons, and should be open to all regardless of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation, or gender identity and expression.

#### ARTICLE XII- AMENDMENTS

The bylaws may be amended by a majority vote at a regular meeting pursuant to notification in writing at least one week prior to the meeting.

#### ARTICLE XIII – PARLIAMENTARY AUTHORITY

The most recent edition of *Robert's Rules of Order Newly Revised* shall govern the club in all cases to which they are applicable.

#### ARTICLE XIV – ACCOUNTABILITY

Section 1. Dissolution: Dissolution of PCI requires unanimous approval of the Board of Directors and approval of two-thirds of members in good standing.

In the event of a termination or dissolution of PCI, regardless of circumstances, any funds held by PCI after satisfaction of all debts shall be distributed to politically or environmentally oriented non-profit organizations as determined by the Board of Directors

Approved by the membership on

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