

# **BY-LAWS**

## **SANTA ROSA MOTHERS' CLUB**

### **NAME OF THE CLUB**

The name of the club shall be the Santa Rosa Mothers' Club ("SRMC").

### **PURPOSE**

*The Santa Rosa Mothers' Club provides an environment wherein families with children can develop friendships and community, exchange information, and find various opportunities for social interaction with other parents, children and families.*

### **DEFINITION OF CLUB**

- This is a member-led support group for parents and families of children.
- The club does not discriminate by race, gender, nationality, sexual orientation or religion.
- All members are encouraged to volunteer, participate, and share their ideas and talents.
- The club is non-profit, non-political, non-partisan and non-sectarian.

### **REQUIREMENTS**

Members must:

- Have child(ren) or be expecting to give birth to or adopt young child(ren) within the following six (6) months.
- Pay dues on time. (See DUES section)
- Sign the "By-laws Acknowledgment and Liability Waiver" and return it to the membership coordinator.
- Keep dues current in order to participate in SRMC functions such as playgroups, outings or socials.

### **GENERAL COURTESIES**

Members are expected to treat all club members, their children, and their personal property with respect.

Members are responsible for the well-being, safety and behavior of their families and guests when attending social and other club functions.

SRMC is not responsible for screening members and their households. Members should use discretion and judgment in forming personal relationships through SRMC.

Members should not attend playgroup or functions when they or their child(ren) are ill.

If unable to attend a function to which they have committed, members should inform the coordinator or appropriate person. Some club activities require a fee to participate. These fees cover the expenses for organizing/attending the event and are not intended to benefit the club unless otherwise specified. If a member has made a reservation for such an activity/event and later must cancel, notice of cancellation must be made by the cancellation date otherwise the participation fee is forfeited.

Members are expected to help and to encourage their child(ren) to pick up when playgroup and social events are over.

Members are encouraged to assist in set-up and clean up at all club functions.

Members are not permitted to use the Santa Rosa Mothers' Club name as an endorsement for their product or service.

Members are encouraged to use the newsletter classified ads as a means of soliciting goods and services.

Membership in the SRMC and any member information are not to be used for solicitation purposes. In addition, the member roster is for member use only and is also not to be used for solicitation purposes. Members interested in utilizing the SRMC for business and networking purposes are encouraged to create or join groups within the SRMC established for those purposes. Members are also encouraged to utilize the advertising section of the newsletter or the egroup for advertising their businesses or volunteer organizations.

New club functions are brought to the Board for consensus prior to development.

#### **ACKNOWLEDGMENT AND LIABILITY WAIVER**

In order to participate in the club and to protect themselves and friends, members must sign and return to the membership coordinator an acknowledgment and liability waiver, which acknowledges the receipt of a copy of the SRMC by-laws and indicates agreement to adhere to them.

Parents agree to be responsible for the safety and the behavior of themselves, their family and their guests at all club functions.

#### **DECISION MAKING**

Decisions for the club are finalized at the Board meetings by consensus. If a consensus cannot be reached, decisions shall be made by majority vote of attending Board members. Decision by voting will require the presence of 30% of current Board members. All members are welcome at Board meetings and can participate in all discussions, and all Board members have the power to vote. Ideas, suggestions and comments from the general membership are welcomed and should be directed to the appropriate Board member. Should a decision be necessary between Board meetings, the Board may meet in an "extraordinary session."

In addition to the regular Board meetings, there are two types of other meetings that can occur: Extraordinary Board meeting and Executive Board meeting.

#### **MEETINGS**

Board meetings shall be held as determined by the Board. Board meetings shall be scheduled **at least** monthly and announced in the newsletter. Board meetings are open to all members of the club. An Extraordinary Board Meeting may be called to order in the event a major decision

needs to be made before a regularly scheduled Board meeting. The Board may meet in an extraordinary session if the president(s) notify all current Board members (in person, via phone message, email or other method) and the meeting is held no less than 72 hours after the notice is given. The meeting shall not take place unless 30% of the Board members are present. The Board shall notify the members of any action taken in the extraordinary meeting at the next regularly scheduled Board meeting.

### **The Executive Board and Executive Board Meeting:**

The Executive Board shall consist of the four club officers (President, Co-President or Vice President, Treasurer, and Secretary) and three other Board members. The three other Board members shall become part of the Executive Board on a volunteer basis, and will remain so for 12 months or until the next Board term, whichever comes first. In the event the Board has more than three members volunteer, the names will be placed in an envelope and the three will be chosen by random draw. In the event the Board lacks three volunteers, all names of non-officer Board members & coordinators will be entered in an envelope and chosen by random until all three positions have been filled. For voting purposes, any time the Executive Board is called to gather, it must do so with an odd number of persons. This means that all three of the non-officer members may or may not be present at one Executive Board Meeting.

The Executive Board is to be called to gather only in specific cases where an issue or circumstance has arisen that presents possible serious legal repercussions for the Club, and a need for confidentiality expressly exists. The decision to call the Executive Board will be made by joint decision of the President and Co-President or Vice President. If there is no Co-President or Vice President, then the decision will be made by joint decision of the President and the Treasurer. If the Treasurer is unavailable, then the decision to call to gather will be made by joint decision of the President and the Secretary.

### **DUES**

Member dues are \$30.00 for the first year (includes a \$5.00 set-up fee) and \$25.00 for each subsequent year. Members are expected to renew their dues on time. Renewing members who allow their membership to lapse will be charged the new member rate of \$30.00.

Dues are non-refundable. The SRMC does its best to maintain services and events that the membership as a whole has enjoyed throughout the years. Due to financial concerns, liability issues, and lack of volunteers or other concerns brought to the attention of the SRMC, services, events or functions may be postponed or even terminated by the Board.

Dues may be paid either by cash or check. Checks are to be made payable to the SRMC. Any members whose dues are over one month delinquent shall have their membership terminated. Any change in dues shall be decided by the club at a pre-announced meeting. No one will be turned away for inability to pay the full dues. Please contact the treasurer or membership coordinator to make financial arrangements.

### **TERMINATION**

#### By Member:

A member may voluntarily terminate membership by notifying the membership coordinator.

### By Club:

A member may be terminated by the Board based upon the Board's determination. Reasons for termination include, but are not limited to, the following:

- Member's failure in a material and serious degree to observe the by-laws of the club.
- Threatening, intimidating or otherwise interfering with the purpose and function of the club and its membership by a member or someone in the member's household.
- Member or someone living in that member's household engaging in conduct seriously prejudicial to the purposes and interests of the club.

The individual to be terminated **may** receive a warning prior to termination and every effort will be made to resolve the situation.

### **DISSOLUTION**

The property of the club is irrevocably dedicated to our stated purpose. No part of the new income or assets shall ever inure to the benefit of any director, officer or private persons. Upon dissolution, the remaining assets, after paying all debts, shall be distributed to another non-profit organization, which has established its tax-exempt status under Section 501 ( c ) (7) of the Internal Revenue Code.

### **PURPOSE OF THE BOARD**

The purpose of the Board shall be to direct the everyday business of the club, set club goals and direction with guidance and input from the general membership, and oversee all facets of the club. The Board has the right to exercise final approval of programs and events and is charged with ensuring that committee decisions and club activities are in conformance with the purpose and policies of the club.

### **DUTIES OF BOARD MEMBERS**

All Board members are expected to attend monthly Board meetings during their term. If unable to attend, notify the president prior to the meeting. Each Board member is responsible for informing the president of pertinent activities and agenda items prior to the Board meeting. Each Board member is to keep a record of all information pertinent to their respective positions, to be passed along to their successor. Each Board member is to promptly provide information regarding their area of responsibility to the newsletter coordinator/staff and other interested parties as requested.

### **PREREQUISITES FOR POSTIONS**

Board members must be active members of the club. Candidates for President must have been on the Board for six months prior to the beginning of their term or a prior Board member.

Candidates for Vice President must have been an active member of at least one committee or a Board member for at least six months prior to the beginning of their term.

### **DUTIES OF OFFICERS**

President and Vice President positions may also be combined into two Co-President positions, with the distribution of duties to be determined by the two Co-Presidents.

### **PRESIDENT**

Oversee all facets of the club.  
Preside over Board meetings and monthly events.  
Set agendas for both Board meetings and monthly events.  
Act as or designate a club spokesperson and community liaison.  
Mediate problems within the club and maintain confidentiality.  
Introduce and welcome new members at monthly events.  
Recruit and appoint members to fill any open Board position during terms, with Board approval.  
Act as second signatory for the bank account.

### **VICE PRESIDENT**

Assist the President in carrying out her duties.  
Preside over Board or monthly events in case of the President's absence.  
Oversee the Publicity and Community Service Coordinators.  
Greet and direct members and visitors at the door during general meetings.  
Should the president be unable to complete her term of office, the Vice President will complete the President's term and the new Vice President will be chosen by the Board.  
Assist in coordinating volunteers for SRMC events.

### **TREASURER**

Receive all funds for the club, giving receipts for cash.  
Collect and record all dues.  
Be chief custodian of all funds, keeping an accurate record of all money received and paid out.  
All payments to be made by check.  
File and preserve all receipts, bank statements and canceled checks.  
Report cash totals at all Board meetings and give a copy of the balance sheet to the secretary so that she can include this in the monthly recording of the Board minutes.  
Attend specialty meetings if necessary (fundraising, planning parties, etc.).  
Any irregularity regarding club money shall be brought to the attention of the president as soon as possible.

### **SECRETARY**

Record and prepare minutes for the monthly Board meetings.  
If unable to attend Board meetings, make arrangements for another member to take minutes.  
Send correspondence as directed by the Board.  
Put treasury reports in the monthly Board minutes.

### **FUNDRAISING COMMITTEE CHAIR**

Oversee the planning and organization of all the club's fundraising.  
Oversee a fundraising committee of 3-5 (or more) members.  
Plan a yearly fundraising calendar for the club.  
Report to Board on all fundraising activities.  
Recruit and coordinate club volunteers to serve as event chairpersons and to work at the events.  
Promote club fundraisers in conjunction with the publicity chairperson.  
Maintain a file of possible fundraising activities for future years.

Be accountable for all money generated at events, insuring that the money gets to the treasurer for deposit.

### **MEMBER AT LARGE**

Represent the general membership as a voting member of the Board.

Handle special projects as determined by the Board.

Call all new members to welcome them to the club, answer any questions they may have, and invite them to upcoming club events.

### **MEMBERSHIP CHAIR**

Handle Special Projects as determined by the Board.

Retrieve messages from the Club phone line and take necessary action (mail brochures, membership forms, routing calls to appropriate Board Member, Coordinators or return calls). Change the message on the answering machine monthly.

Welcome new members and answer membership questions and concerns, at general meetings, through email, and with phone messages.

Create name badges for new Board members.

Be available at membership table at monthly events to help with questions or to help new members join the club.

Oversee greeters and any other systems set up for welcoming members, such as coordinating New Member Playdate every 2 months and sending out new member packets.

Submit relevant newsletter articles by required deadline, including New Member Tea announcement and summary.

Work closely with Database Chairperson to provide her with member-signed membership forms, ensuring that the “club use only” box is filled out correctly.

Assist Database in publishing annual Membership directory, if applicable. Duties would include, but are not limited to: proofreading for errors, delivering final copy to Clone (or current publishing vendor) for publication, and coordinating its distribution to the general membership of the club.

### **PLAYGROUP CHAIR**

Chair the playgroup committee consisting of playgroup representatives and check with each representative periodically.

Place club members who wish to be involved in a playgroup.

Keep a record of all playgroup members, their representatives and meeting times.

Be available to playgroup members who might have any concerns or problems.

Speak periodically with the playgroup committee and current playgroup representatives.

Work with the treasurer and membership coordinator to make sure all playgroup members' dues are current.

Coordinate gift basket donations from each playgroup for the Silent Auction.

### **PROGRAM CHAIR**

Set program for each monthly event.

Arrange for speakers as appropriate.

Handle payment of and correspondence with speakers, including confirmation letters and thank you notes.

Publicize monthly events in newsletter and update webmaster.  
Submit a summary of monthly events to newsletter before deadline.  
Oversee set-up and clean up of monthly events.  
Introduce the program at each monthly event.  
Oversee other special programs such as classes or retreats.

### **PUBLICITY CHAIR**

Coordinate the creation and distribution of all publicity material (brochure, flyer, articles, etc.).  
Write press releases for various newspapers and/or publications announcing meeting date, time subject, and place.  
Contact community newspapers and calendars with meeting dates and times. Coordinate and staff publicity tables at appropriate local events.  
Work with publicity committee to create and distribute announcements and advertisements for monthly events and special events open to the public.  
Responsible for internal publicity, such as Mother's Day cards.  
Re-order and store SRMC stationary.

### **SOCIAL COMMITTEE CHAIR**

Oversee all club social events and excursions.  
Oversee a committee of 2-5 (or more) members who will create SRMC social events for the upcoming year. Note: Committee members can either share the Social Committee Chair Position (Board) or be a committee created/overseen by the Social Committee Chair (non-Board).  
Coordinate with the treasurer for all moneys and reimbursements related to each event.  
Prepare announcements and review each event for the newsletter.  
Be aware of all extra party materials stored in the SRMC storage unit and utilize those items prior to purchasing additional items for events.  
Prepare sign-up sheets for the events.  
Plan and book sites for important events with adequate lead time.  
Poll membership regarding ideas for new events and improvements for ongoing events.  
When possible, solicit goods and services from local businesses to offset the cost of events.  
Report to Board on upcoming and past social events.  
Coordinate with the Outings Coordinator and any other social coordinators created by the Board.

### **COMMUNITY SERVICE COORDINATOR**

Plan, organize, and oversee minimum of two annual community service projects for club participation.  
Investigate opportunities for community service work that can be done by individual members, with emphasis on opportunities where members can bring their children along.  
Report findings in the monthly newsletter.  
Act as liaison to community organizations who might request assistance from our club.

### **DATABASE COORDINATOR**

Maintain and update the membership database and directory.  
On a monthly or as needed basis, print labels and deliver them to the newsletter distribution coordinator.

Provide database support for the Board.  
Record new member information and contact members about renewal.  
Oversee the pick-up and delivery of mail from the P.O. Box.  
Maintain a list of members (new members, renewed members, delinquent/prior members), roster and member change forms.  
Oversee Coordinator positions that offer services to our membership (In-a-pinch, Shared Interest).  
Keep membership Chair updated on membership status, i.e. new member, delinquent/prior members, etc.  
Present an update on membership numbers to the Board each month.  
Provide written documents on membership status.

### **GREETER**

Work at the membership table at monthly events to greet and introduce new members and visitors to one another.  
Be responsible for having a committee of members to pair up new members and visitors at the monthly events. The committee is to answer questions and introduce first time attendees during the opening of the meeting.

### **HISTORIAN**

Keep a scrapbook of all club activities, photos from members, items in the press, etc.  
Back up photographer.

### **PHOTOGRAPHER**

Take photos of club activities.  
If unable to attend event, contact appropriate coordinator and make arrangements for alternate photographer.  
Arrange to provide photos to Historian.

### **HOSPITALITY COORDINATOR**

Purchase and coordinate presentation of food by SRMC at selected monthly events (including Silent Auction, Preschool Fair, and other major meetings)

### **IN-A-PINCH**

Actively determine the needs of individuals in the club. Enlist volunteers for meals, baby-sitting, transportation, etc., to help other members in need.  
Send appropriate cards to members in need.  
Inform newsletter staff promptly of appropriate In-A-Pinch information.  
As a resource, keep a list of organizations that would also be helpful to new moms.

### **INFORMATION RESOURCES**

Act as an Information Resources Liaison at monthly events for other Board members (Outings, Social, Member Benefits, Publicity, etc.) who cannot attend, but have information to pass on to members. Select and copy appropriately themed literature for each monthly event.

Act as an Information Resources Liaison for the Club and its members-at-large. Provide members with information of interest to mothers and families with young children including current events, community resources, and activities to do with children.

Maintain & update the Information Resources Binder with current information.

Create and maintain accurate & current information on a specific Santa Rosa Mothers' Club website page. The webpage will consist of information relevant or important to Sonoma county moms, such as local parks, businesses, classes, and restaurants recommended by other moms or deemed appropriate by the Information Resources Coordinator. Content for this page will be obtained from, but is not limited to: SRMC egroup, newsletter, community contacts, other Board members, other members.

Write for or contribute to the newsletter as needed, 1-5 times per year.

Act as the Interim Calendar & Proofreading coordinator for the newsletter, in the event that the position is unfilled or open.”

### **MEMBER BENEFITS**

Develop and implement club programs to better serve the membership.

Design and create the new membership cards.

Assess reasons for low/medium usage by members within the SRMC and increase their overall satisfaction and participation in the club.

### **CITY LIAISON**

Facilitate communication between SRMC members and the City of Santa Rosa.

Attend city meetings, as necessary, to represent SRMC interests and opinions.

Coordinate special projects, as appropriate.

### **OUTINGS COORDINATOR**

Set up monthly outings to places of interest to families with young children.

Submit outing information to the newsletter at least one month in advance of outing date.

Prepare sign-up sheets for outings.

Collect money and keep records of who has paid, coordinating with the treasurer when necessary.

### **SHARED INTEREST GROUP COORDINATOR**

Keep a record of all groups, group representatives, group members and meeting times.

Keeps a record of all members waiting to join a group or to start a new group.

Place club members who wish to join a shared interest group.

Check with group representatives monthly to keep current with status of group and update newsletter before monthly deadline.

Have sign-up sheets available at general meetings for placing new members and for getting ideas for new groups.

### **E-GROUP MODERATOR**

Approve and verify members, which includes but is not limited to performing a monthly sweep of SRMC egroup Members to check for expired members, sending a warning to expired members with the eventual deletion of members who choose not to renew their SRMC

membership, and inviting new members who have just joined the SRMC to join the SRMC egroup.

Manage and moderate egroup conduct. Egroup Coordinator has responsibility for oversight of the egroup. If the egroup Coordinator is concerned about the content of the postings and/or deems them to be derogatory or offensive to individuals or the membership, the egroup Moderator will work with the Executive Board to address and remedy the issue.

Troubleshoot technical and other problems with members, such as posting, receiving, or viewing messages as well as accessing the egroup website.

Continue the practice of periodically uploading Internet links that would be valuable, fun, or interesting to SRMC egroup members.

Maintain the SRMC egroup Calendar with SRMC events (Outings, Monthly Events, Board Meetings, Annual SRMC events, etc.) as well as fun family events, library story times, free events/classes around the county, etc. and maintaining the SRMC egroup Tasks List in the Calendar section which lists the SRMC Member Benefits for the current year.

Maintain the SRMC egroup Files, which includes but is not limited to removing files that are advertising events that have passed, updating the SRMC Membership Benefits List and adding/archiving/organizing information into the current or new folders which support the SRMC egroup and its members.

### **WEBMASTER**

Responsible for maintaining and updating website monthly.

Handle any projects directly relating to the website.

Respond to queries regarding the website.

Liaison to the hosting provider and domain provider.

Monitor renewal of URL [www.santarosamothersclub.org](http://www.santarosamothersclub.org).

### **NEWSLETTER LAY-OUT**

Ensure that the newsletter promotes the purpose and goals of the club.

Expect the contributors (ie: Editor and Ad Coordinator) to turn in their information according to the agreed upon schedule.

Responsible for the layout and construction of the newsletter.

Ensure all compulsory features are included in each newsletter.

Submit newsletter to the proofreader for approval.

Deliver the newsletter file to the printer no later than the agreed upon date according to the schedule set by the newsletter team at the beginning of the term.

Responsible for approving final proof from printer before going to press.

Send newsletter file to SRMC webmaster to post to the SRMC website.

Responsible for archiving the final copy of the monthly newsletter to a disc.

### **NEWSLETTER EDITOR**

Ensure that the newsletter promotes the purpose and goals of the club.

Attend Board meetings and provide full and complete two-way information flow between newsletter staff and Board.

Create a calendar schedule at the start of the term with a process flow that is adequate and reasonable for all members of the newsletter team to ensure the newsletter gets out on time.

Make sure the contributors turn in their information in a timely manner.  
Ensure all compulsory features are included in each newsletter.  
Prepare & submit relevant editorial columns.  
Solicit newsletter submissions from general membership.  
Communicate closely with both the Proofreader and the Lay-Out Coordinator to ensure the file has been thoroughly edited and is approved for print.  
Be the main contact person for the team in case of questions, concerns, or problems with associated newsletter positions.

### **NEWSLETTER DISTRIBUTION**

Receive newsletters home-delivered from the printer.  
Communicate with Database Coordinator to receive member address labels.  
Responsible for labeling and taping newsletter and any other necessary preparations prior to mailing.  
Deliver newsletters to post office.  
Report postage fees to treasurer.

### **CALENDAR & PROOFREADING**

Responsible for compiling a list of SRMC and community events for families with young children to submit to the newsletter editor.  
Responsible for compiling a list of library events and activities to submit to the newsletter editor.  
Proofread newsletter in a timely manner and return to layout with necessary changes.

### **ADVERTISING**

Contact potential new advertisers to offer space, only if available.  
Collect payment for ads and classifieds and forward to treasurer.  
Track ads and classifieds status.  
Notify advertisers when ad is about to expire and offer renewal (if space permits).  
At times, certain formats may not work for newsletter layout so ad person may need to act as a liaison until issue is resolved.  
Submit monthly list of ads for upcoming newsletter issue to newsletter Lay-Out Coordinator.  
This should detail ads and classifieds that are continuing, new and discontinued.  
Ad space is limited to 25 percent of newsletter. Roughly 4.5-5 pages of space for a 20 page newsletter.

### **OTHER AD HOC BOARD POSITION**

As may be created by the Board

### **TERM OF OFFICE**

All Board members shall serve a term of 12 months, commencing in March. The new Board will be announced at the March monthly event. The new President will preside at the March Board meeting. No member shall serve in the same position for more than two terms consecutively. At the end of each term, all positions shall be opened, even if current position holder desires a second term. Any officer who cannot complete their term is requested to contact the President or Vice President 30 days prior to resigning (when possible).

## **TERMINATION OF BOARD MEMBER OR COORDINATOR**

A Board member or coordinator may be asked to resign for one or more of the following reasons:

- Failure to follow through on position responsibilities.
- Inappropriate communication of confidential information.
- Pursuing actions that are in direct conflict with a Board decision.

The termination of a Board member or coordinator from their position will be handled by the executive committee. Every effort will be made to resolve the situation and a warning will be issued when appropriate.

## **METHOD OF SELECTION**

### **PRESIDENT AND VICE-PRESIDENT**

The President and Vice President shall be elected if more than one person volunteers for either position. Members wishing to fill the positions must state their candidacy to the outgoing President prior to the December Board meeting. If an election is required, it shall be held during the February monthly event.

Each upcoming vacant position will be announced in the newsletter for two months prior to the February monthly event and for one month in the event of a midterm vacancy. Positions will officially be filled at the February Board meeting.

A secret ballot vote at the monthly event is held, and the candidate with the simple majority of the votes wins the election. Members must be present to vote. Votes are to be tabulated by the outgoing President and two club members who are not on the Board.

### **ALL OTHER BOARD POSITIONS**

All other Board positions shall be filled on a volunteer basis. Persons wishing to fill a position should volunteer to the President or Vice President. If more than one person volunteers for the same position, the outgoing President puts the names in a hat for random selection. If no one volunteers, the Board may approach a member to accept the duty. Each upcoming vacant position will be announced in the newsletter for two months prior to the February selection and for one month in the event of a midterm vacancy.

### **OTHER NON-BOARD POSITIONS**

May be created by the Board at will.

### **AMENDMENT PROCEDURE**

These By-Laws may be amended by the affirmative vote of two-thirds of the members present at a monthly event.

Any member wishing to amend these By-Laws will present a proposal of amendment at a Board meeting at least 45 days prior to the monthly event at which the vote will be taken.

A summary of the proposed amendment(s) will be printed in the newsletter and posted on the SRMC website one month prior to the monthly event at which the vote is taken. A complete copy of the proposed changes shall be made available at the monthly event one month prior to voting. Members must be present to vote.

Adopted: October 1, 1992  
Amended: November 4, 1993  
Amended: April 7, 1994  
Amended: July 7, 1994  
Amended: July 13, 1995  
Amended: March 14, 1996  
Amended: March 13, 1997  
Amended: April 16, 1998  
Amended: November 12, 1998  
Amended: May 12, 1999  
Amended: March 9, 2005  
Amended: March 2, 2006  
Amended: March 12, 2008  
Amended: June 30, 2009  
Amended: September 13, 2010