

The Jewish Heritage Club of Valencia Lakes West

By-Laws

Article I. Name, Principal Office and Fiscal Year

1. This organization shall be known as the Jewish Heritage Club of Valencia Lakes West ("The Club.")
2. The principal office of the Jewish Heritage Club of Valencia Lakes West shall be 16003 Valencia Club Drive, Wimauma, FL 33598.
3. The fiscal year of The Club shall commence on January 1 and end on December 31 of each year.
4. The Club shall operate as a social club under IRS designation 501 (c) 7.

Article II. Mission and Objectives

The Jewish Heritage Club of Valencia Lakes West creates opportunities for enhancing and sharing Jewish heritage. This is a non-religious organization whose mission is promoting understanding, socializing, learning, and enjoying a culture common to many residents of Valencia Lakes West. The Club shall be a non-political club where all the Jewish and non-Jewish residents will be welcome and comfortable as it relates to any of its activities.

Article III. Membership

1. **Eligibility:** All residents and/or homeowners of Valencia Lakes West, a G.L. Homes Community located in Wimauma, Florida subject to Paragraphs 2 and 3 of Article III may become members of The Club. Property owners and/or residents of Valencia Lakes West are not required to be members of the Jewish faith to be a member of this club.
2. **Dues:** If you are eligible to be a member of The Club, you become a member by paying your dues. The dues shall be \$9.00 per person. Annual dues shall be determined by the Board of Directors. Dues are due and payable to this organization by January 1 of each year. New members must pay the full year's dues without proration upon joining The Club no matter when they join. New members who join and pay dues during the last two months of the year (November and December) shall have these dues cover their membership through the following year.
3. **Loss of Eligibility:** In addition to meeting the requirements of Paragraph 2 of Article III, any person who acts in a manner deemed contrary to the best interests of The Club, may, after first having been warned and upon a second act not deemed to be in the best interest of The Club, and after being given the opportunity for a hearing may be denied membership and/or excluded from membership and/or expelled from membership by a majority vote of either the Board of Directors or the membership as a whole.

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Article IV. Meetings and Events of the Entire Membership

1. **Social Events:** The Jewish Heritage Club shall endeavor to hold social, educational and/or cultural events from time to time. These social, educational, and/or cultural events shall include, but not be limited to, events at the Valencia Lakes West Social Hall. Some events, by determination of the Board, shall require members participating in the event to pay a fee in order for them to partake in the activity. Non-members, including guests of members, may also participate in such events by paying the standard fee designated by the Board for the event plus an additional fee to be determined by the Board.
2. **Agenda for Meetings:** The order of business to be transacted at a club meeting shall be arranged by the President. In addition, an item may be added to the agenda by submission in writing to the Board Secretary signed by at least 5 members requesting such addition.
3. **Annual Meeting:** The Club will hold the Annual Meeting during the fourth quarter of the calendar year. At the Annual Meeting a vote will be taken to elect the Board of Directors whose term of office will begin January 1st.
4. **Regular Meetings:** Regular Meetings of the entire membership shall be held at least **four times per year**. Additional Regular Meetings during the course of each year may be held more frequently as the Board of Directors deem them to be necessary.
5. **Special Meetings:** Special meetings of the Board or of the entire membership may be called as needed.
6. **Notice of Meetings:** The members shall be given at least 14 days notice of the date, time, place and agenda for the Annual Meeting, all Regular Meetings, and any Special Meeting. The Board of Directors shall be given at least 5 days written notice of the date, time, place and agenda for each Board of Directors Meeting. The agenda for a Special Meeting of the members and/or the Board of Directors shall be limited to the purpose for which the Special Meeting was called. A shortened period of notice may be given in the event of an emergency. Written notice shall be by electronic mail (email).
7. **Location of Meetings:** Unless otherwise communicated to members, all meetings of The Club shall be held in the rooms of the Valencia Lakes West Clubhouse. From time to time, with proper notice to members, trips may be held off the premises of Valencia Lakes West and/or meetings may be held at an outside venue.

Article V. Quorum for Annual Meeting, Regular Meeting, or Special Meeting of the Entire Membership

1. Members present at a meeting or represented by proxy totaling at least 50% of the current membership plus 1 or a minimum of 50 members whichever is less, shall constitute a quorum.
2. If a quorum is present, the affirmative vote of a majority of votes cast at the meeting in person or by proxy shall constitute the act of the members, unless the vote of a greater or lesser number of members is required by statute, by the Certificate of incorporation or by these by-laws.

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3. However, after two attempts to conduct an Annual Meeting, a Regular Meeting, or a Special Meeting for which written notice has been provided and for which no quorum is achieved, those members present at the third attempt to hold a meeting with a quorum shall constitute a quorum.

Article VI. Voting Annual Meetings, Regular Meetings and Special Meetings of the Entire Membership

1. If more than one member lives in the same residence as other members, each may cast a vote.

2. The secretary shall develop and publish a proxy statement to be used by members who do not expect to be present at either a general, special or board meeting. Members wishing to have their vote recorded by proxy must transmit the proxy statement by email to The Club secretary. The proxy must designate a specific vote to be cast on the member's behalf for a single issue.

Article VII. Election of Officers

1. The members shall elect a President, Vice-President of Membership, Vice President of Program, Vice President of Communications, Vice President at Large, Secretary and Treasurer for a term of 2 years except for 2018. Three of the Directors/Officers designated by the President will serve a 1-year term.

2. At the Annual Meeting of The Club, a vote shall be conducted by the Nominating Committee Chair to elect all Club officers.

3. The Nominating Committee is chaired by the Vice President at Large. The Committee presents nominations for Officer positions that are scheduled to become vacant in the following year. Members who wish to run for club office shall send a letter of interest to the Nominating Committee Chair, indicating the office to which they aspire and their qualifications at least two months before the scheduled election.

Article VIII. Board of Directors

1. The Board of Directors of The Club shall consist of the 7 Officers.

2. Board of Directors meetings shall be held at least monthly and more frequently at the discretion of the President. Special meetings of the Board of Directors shall be convened by the President as required and must be convened within 10 days after a written request by 3 or more members of the Board of Directors. Members may attend meetings of the Board of Directors and may, at the discretion of the Board or the President, be allowed to participate in any deliberations but shall not have any vote.

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3. A quorum for conducting the business of the Board of Directors at a regular meeting or special meeting shall consist of 50% plus 1 of its total members. However, that after two attempts to conduct a regular or special meeting for which written notice has been provided and for which no quorum is achieved, those members present at the third attempt to conduct a meeting of the Board shall constitute a quorum.
4. Any member of the Board of Directors who shall be absent from three (3) consecutive Board meetings shall be deemed to have resigned. An appeal of this decision, if requested, shall be decided by a majority vote of the Board of Directors.
5. Any member of the Board of Directors may be removed, with or without cause, by a majority vote of the members of the Board of Directors or a majority vote of the members attending a Regular or Special Meeting of the membership.
6. Any vacancy on the Board of Directors may be filled by a majority vote of the remaining Board at the next Board meeting.
7. The first meeting of each newly elected Board of Directors shall be held at the discretion of the newly elected President.

Article IX. Duties of The Board and Duties of Officers

1. **Duties of The Board:** The Board of Directors shall recommend, propose, and submit to the membership at Regular or Special Meetings, any and all matters concerning or pertaining to the operation, maintenance, and welfare of The Club. The Board of Directors shall propose and approve Rules and Regulations, not inconsistent with these By-Laws, for the operation of The Club as may be reasonably necessary and non-discriminatory. Only the Board of Directors may approve and expend funds for The Club's activities.
2. **President:** The President shall preside at all meetings of The Club and the Board of Directors. In the absence of the President the following Officers shall perform the duties of the President. The order for assuming the duties of the President when the President is absent shall be the Vice President at Large, The Vice President of Program, The Vice President of Communications, The Vice President of Membership, and The Secretary.
3. **Vice President of Membership:** The Vice President of Membership shall be the chair of the Membership Committee. The primary responsibility shall be the securing of new members and the retention of current members.
4. **Vice President of Program:** The Vice President of Program shall be the chair of the Program Committee. The primary responsibility is the development and presentation of programs for The Club.
5. **Vice President of Communications:** The Vice President of Communications shall be the chair of the Communications Committee and is responsible to maintain a Club database, email list to coordinate with the webmaster that information is current, and to develop and distribute flyers for the meetings and events developed by the Club.

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- 6. Secretary:** The Secretary shall keep records and the minutes of the meetings of the members and the Board of Directors; shall be the custodian of the records, files and E Mail lists of The Club; shall handle all correspondence as required; shall count the vote and announce it; and shall perform other such duties as are assigned by the President or the Board of Directors.
- 7. Treasurer:** The Treasurer shall have custody of all moneys and securities of The Club; shall deposit all funds in a timely manner, belonging to The Club in the name and to the credit of The Club; shall disburse funds pursuant to vouchers and receipts executed in accordance with the direction of the Board of Directors; shall disburse funds for authorized expenses; and shall maintain a paid-up membership list. At the Annual Meeting and at every Board of Director's meeting, the Treasurer will render a report reflecting the receipts and disbursements of The Club since its last meeting.
- 8. Vice President at Large:** The Vice President at Large shall perform such duties as are assigned by the President or the Board of Directors. In the absence of the President at any meeting he or she shall conduct the meeting.
- 9. Business of The Club:** The business affairs and the activities of The Club shall be managed by its Board of Directors, which may exercise all the powers of The Club and do all such lawful acts and all things directed to be done by these bylaws or by a vote of the members or the Board of Directors.
- 10. Contracts:** All contracts entered into by the Jewish Heritage Club of Valencia Lakes West Club are subject to prior approval of the Board of Directors and must be signed by the President and the Vice President of the function involved in the contract, (Membership, Program, Communications): once such prior approval of the Board of Directors has been obtained. In the extended absence of the President, the Vice President at Large may sign a contract in his or her place or in the extended absence of a Vice President; the Secretary may sign a contract in place of the absent Vice President.
- 11. Signature on Checks:** The President, the Treasurer and a third designated Board member shall each be authorized to sign checks of the Jewish Heritage Club of Valencia Lakes West. Two authorized signatures are required for all checks.

Article X. Committees and Appointments

- 1. Committees:** There shall be a Membership Committee, a Program Committee, and a Communications Committee. In addition, from time to time, there shall be such other committees as the President or the Board of Directors shall determine would be beneficial to The Club. Such additional committees may be created by the President to be either permanent or temporary committees. Temporary committees shall cease to exist at the first meeting of the next club year unless re-designated as a temporary or permanent committee by the new President. The duties of each committee shall be as set forth by the President and/or the Board of Directors, to the extent not specified in, and not inconsistent with, these By-Laws.
- 2. Appointments:** Standing Committees shall be chaired by the appropriate Vice President. If temporary committees are created by the President, the President shall appoint a club member to act as its chair.

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3. **Committee Membership:** Each member is encouraged to serve on as many committees as his or her time and interests permits. The Chairman of a committee shall be a club officer who shall select members from those seeking to serve on the committee taking into account such factors as the chairman deems appropriate relative to the goals of the committee.

4. **Term of Office:** Members of a committee shall serve from the date of their appointment until the next Annual Meeting of The Club at which time they may be reappointed.

5. **Duties of Committees:** Committees shall meet as necessary to carry out their duties as assigned by the President, the Board of Directors and/or these By-Laws, and shall report to the Board of Directors.

Article XI. Expenditures

1. The Club shall incur and pay for only expenses that are ordinary and necessary for The Club to fulfill its function.

2. All expenses shall be paid for by check.

3. The Treasurer shall process a check upon receiving written notice by a check request form signed by two officers. The check request form shall indicate that the expenditure was approved at a meeting of The Board or at a Regular, Special, or Annual meeting of the total membership in which there was an affirmative vote by the majority of members present, authorizing it and attached to the form should be an invoice or receipt.

Article XII. Miscellaneous

1. No officer and/or member of The Club shall benefit financially or materially from the operation of The Club.

2. These By-Laws may be amended or revised by an affirmative vote of two-thirds of all members present in person or by proxy at an Annual Meeting, a Regular Meeting, or at a Special Meeting called in part or in whole for amending these bylaws, provided that written notice of the vote of such amendment or revision shall have been conveyed to the members and posted on the bulletin boards in The Clubhouse at least two weeks prior to the date of the meeting at which the amendment or revision will be voted upon.

3. These By-Laws, shall be effective when approved by a two-thirds vote of the membership in favor of adopting these bylaws.

Adopted by vote of the membership on _____

_____ President

_____ Secretary