



SONS OF ERIN CAPE COD, INC.
West Yarmouth, MA.

CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I: Name

The name of this organization shall be the Sons of Erin Cape Cod, Inc., hereafter referred to as the *Club*.

ARTICLE II: Purpose

The purpose of the Club, for the association and accommodation of the society of Irish ancestry, is to foster, promote and perpetuate the furtherance of Irish and Irish-American history, culture and relationship. Additionally, the Club has been formed to establish and maintain places of social meetings for Americans of Irish ancestry and to comply with the Charter of said Club.

ARTICLE III: Membership

Section 1 – There shall be no limit on membership until such time as it affects the overall function of the Club, and we can no longer effectively accommodate our Members. At that time the Club shall reconsider putting a limit on membership.

Section 2 - The Members shall possess all of the privileges and responsibilities of the Club as described in the Bylaws.

Section 3 - Members of the Club shall be:

- A. Any adult 21 years or older of Irish birth or of 25% descent and of good moral character.
- B. Nominated by an active Club Member in good standing and approved by the Membership Committee.
- C. Proposed and approved by a majority vote of Members present at the regular meeting.
- D. In the event that regular membership meetings are suspended, the Board of Directors will approve proposed Members from the Membership Committee by a majority vote.

Full Membership: For first year only, membership fee plus a one-time initiation fee; thereafter membership fee only (Full voting Member).

Associate Member: (A non-Irish spouse of a Full Member) – same as above. (No vote).

Lifetime Member: A one-time fee of \$1,000 (1) paid in full or (2) paid in four equal installments of \$250 paid within one calendar year, at which time you will be considered a Lifetime Member.

ARTICLE IV: Meetings

Section 1 - Meetings shall be held on a regular monthly basis, except upon majority vote to suspend a meeting(s).

Section 2 - Special meetings may be called as provided by the Bylaws.

ARTICLE V: Admission Fees and Dues Renewals

All dues and initiation fees shall be established annually by the Board of Directors. All renewals are due by July 1. Memberships not paid by July 1 will have their number removed from the daily drawing pool. After September 1 unpaid Members will have all privileges revoked and will be required to reapply

for membership and pay the initiation fees.

ARTICLE VI: Parliamentary Authority

Roberts' Rules of Order shall be the Parliamentary Authority and guide in the conduct of all organizational business and functions not covered in the Constitution or the Bylaws.

ARTICLE VII: Avoidance of Politics

Section 1 - The Club shall not endorse or recommend any candidate for public office.

Section 2 - The merits of any public question involving the social, economic, moral or physical welfare of the people may be fairly and intelligently studied and discussed at a Club meeting for the enlightenment of its Members.

Section 3 - Any candidate or Club Member running for public office or promoting a public office shall not campaign on Club premises.

ARTICLE VIII: Officers

Section 1 - The Officers of this Club shall consist of a President, Vice President, Treasurer, Recording Secretary, Membership Secretary and Sergeant at Arms. Their duties shall be described in the Bylaws. The position of Chaplain shall be appointed by the President.

Section 2 - Officers shall be elected by secret ballot, in a manner specified in the Bylaws. An independent Election Committee shall be appointed by the President.

Section 3 - The Board of Directors shall consist of the President, Vice President, Treasurer, and four (4) Members to be elected from the general membership. The Board of Directors and Officers shall be elected on alternate years. The Immediate Past President will be invited to serve with the Board for a period of one year. He/she will retain Member voting rights, but no Board Voting rights.

Section 4 - The term of office for the President, Vice President, Treasurer, Recording Secretary, Membership Secretary, and Sergeant at Arms shall be two (2) years. If, for any reason, any of these offices shall become vacant during the year, the President (or the Vice President in the President's absence) shall within thirty (30) days call a special meeting of the membership to fill such vacancy for the remainder of the term of office.

ARTICLE IX: Amendment

This Constitution and/or Bylaws may be amended as specified in the Bylaws.

Accepted and voted on by the Members in attendance at the June 12, 2011 meeting of the Sons of Erin Cape Cod, Inc.

Linda Morin, Recording Secretary



SONS OF ERIN CAPE COD, INC.
West Yarmouth, MA.

BYLAWS

ARTICLE I: Duties of Officers

Section 1 - President

- A. Shall be responsible for the strict enforcement of the Club's Charter, Constitution and Bylaws.
- B. Shall be responsible to the Board of Directors and to the membership for conducting orderly meetings and carrying out the responsibilities and duties specified herein.
- C. Shall preside at all meetings and ensure each meeting begins promptly.
- D. Shall conduct all meetings according to parliamentary procedures specified in Roberts' Rules, including the appointment of Members to assist him or her in the removal from any meeting of any person who is either disruptive or unwilling to abide by the chair's decisions, and to have the deciding vote in case of a tie
- E. Shall appoint all committees and designate the chairmen thereof, subject to approval of the Board.
- F. Shall ascertain that all committees perform their assigned duties and remove any committee which fails therein, with the advice and consent of the Board of Directors.
- G. Shall consult with the Club Manager in all matters primarily concerned with Club business.
- H. Shall perform whatever other duties assigned to him or her by the Board of Directors, provided such duties are not in conflict with the provisions of the Club's Charter, Constitution and Bylaws.

- I. Shall on retirement from office or removal for cause, immediately deliver up to his or her successor any and all Club books, papers, and other Club property in his or her possession.
- J. Shall leave instruction to his or her heirs (and/or administrators of his or her Will) that all Club books, papers and other Club property in his/her possession shall immediately be delivered up to the Vice President of the Club.
- K. Past President will have option to serve with the incoming Board of Directors for a period of one year with membership voting rights, but no Board voting rights.

Section 2 - Vice President

- A. Shall in the absence of the President, assume all of the powers and duties of the President, and such other duties assigned to him/her by the President.
- B. Shall on retirement from office or removal for cause, immediately deliver up to his or her successor any and all Club books, papers, and other Club property in his or her possession.
- C. Shall leave instruction to his/her heirs (and/or administrators of his/her Will) that all Club books, papers, and other Club property in his/her possession shall immediately be delivered up to the President of the Club.
- D. Shall keep the minutes at Board of Directors' meetings and distribute minutes to Board of Directors within one week following the meeting.

Section 3 - Treasurer

- A. Shall have charge and custody of all Club funds and shall pay all bills and taxes when due.
- B. Shall maintain a correct and systematic record, with accurate dates, of the amounts and individual sources of all receipts, and the amounts and purposes of all disbursements or gifts made in the Club's name.
- C. Shall receive and maintain all funds of all committees of the Club.
- D. Shall issue receipts for all monies received and keep copies of receipts for records.
- E. Shall obtain and keep receipts from all vendors to whom monies are given.
- F. Shall, at such times as the Directors request, present for examination all account books, bank books, certificates of deposit, receipts and other papers or vouchers, which may be necessary for a proper auditing.
- G. Shall notify the Board of Directors of the balance of all accounts each month.
- H. Shall see that the Club Manager makes a minimum of one weekly cash deposit.
- I. Shall present a current financial report at each Board and regular Membership meeting, and shall at each regular Membership meeting, to the best of his/her ability, respond accurately to questions from the Members.
- J. Shall, in the absence of both the President and Vice President at a meeting, act as Chairman pro tempore.
- K. Shall, on retirement from office or removal for cause, immediately deliver up to his/her successor, any and all Club books, papers, and other Club property in his/her possession.
- L. Shall ensure no disbursement of funds, in payment of an invoice, is made in excess of \$3,000.00, except on an order countersigned by any one of the following Officers:
 - 1. President

2. Vice President

- M. Shall assign credit card use with approval by Board of Directors.
- N. Shall leave instruction to his/her heirs (and/or administrators of his/her Will) that all Club books, papers and other Club property in his/her possession shall immediately be delivered up to the President of the Club.
- O. Shall seek approval of the Board of Directors for any single donation greater than \$250, or a total of \$1,000 annually.
- P. Shall provide all necessary supporting documentation to the Certified Public Accountant and ensure annual tax returns are filed promptly.
- Q. Shall be responsible for obtaining and renewing insurance policies to adequately provide coverage to the Club, its employees, Members and Guests.

Section 4 - Recording Secretary

- A. Shall keep accurate minutes of all regular and special membership meetings.
- B. Shall make the minutes of previous meetings available to any Member at reasonable time and place.
- C. Shall officially notify Officers, Directors and Committee members of their election or appointment.
- D. Shall maintain, and have present at every meeting, an accurate copy of the Constitution, Bylaws, and any special or ad-hoc rules, together with any amendments.
- E. Shall file written complaints, at the direction of the Board of Directors, against any Officer, Director or Member, for breach of the Bylaws or for other grievous cause.
- F. Shall, in the absence of the President, Vice President and Treasurer at a meeting, act as Chairman pro tempore.
- G. Shall on retirement from office or removal for cause, immediately deliver up to his/her successor all Club books, papers, and other Club property in his/her possession.
- H. Shall leave instruction to his/her heirs (and/or administrators of his/her Will) that all Club books, papers, and other Club property in his/her possession shall immediately be delivered up to the President of the Club.

Section 5 - Membership Secretary

- A. Shall maintain the official membership roll of the Club, and shall supervise the attendance registration of Members at each regular meeting.
- B. Shall receive all membership dues and pay the same to the Treasurer, at the earliest practical time, giving receipts to Members for the same and receiving receipts from the Treasurer.
- C. Shall provide a list of all applicants for initiation or reinstatement, giving the name, town of residence and Club Member sponsor of the candidate at each Membership meeting.
- D. Shall preside at Membership Committee meetings and oversee the interview process of candidates for membership.
- E. Shall, on retirement from office or removal for cause, immediately deliver up to his/her successor any and all Club books, papers and other Club property in his/her possession.

- F. Shall leave instruction to his/her heirs (and/or administrators of his/her Will) that all Club books, papers, and other Club property in his/her possession shall immediately be delivered up to the President of the Club.

Section 6 - Sergeant at Arms

- A. Shall remove from any meeting any person who is either disruptive or unwilling to abide by the Chair's decisions.
- B. Shall perform any other duties assigned by the Board of Directors.

ARTICLE II: Board of Directors

Section 1 - The Board of Directors shall consist of the President, Vice President, Treasurer, and four (4) Members in good standing to be elected from the general membership. The Board of Directors and Officers shall be elected on alternate years.

Section 2 - Shall have general supervision of the affairs of the Club.

Section 3 - Shall make recommendations to the Club Members and perform such other duties as are specified in the Bylaws.

Section 4 - The Board of Directors are the elected agents of the Body, and shall be subject to the orders of the Body.

Section 5 - Shall recommend honoraria and expenses for any of the Members of the Club, subject to the approval of the majority present at the general membership meeting.

Section 6 - Shall maintain control of all real and personal property and funds of the Club, subject to the approval of the majority present at the meeting.

Section 7 - Shall meet a minimum of once monthly at a time determined by the Board. The President, or a majority of the Board, shall have the power to call special meetings as the need arises. All Board members must be informed of any such meetings.

Section 8 - Shall have the authority to spend up to \$3,000.00 per transaction on Club expenditures within the course of normal business without approval of the general membership.

Section 9 - Shall legally conduct business only when a quorum is present, and a quorum shall be a majority of Board members.

Section 10 - Shall exclude from the Board's meeting any Member or employee, unless the Member or employee is requested to attend to supply factual information.

Section 11 - Shall report their actions and findings to the membership at each regular

monthly meeting.

Section 12 - Shall not enjoy special privileges of any kind involving the real or personal property of the Club.

Section 13 - Shall be removed from office for breach of the Charter, Constitution or Bylaws; for personal misconduct, or for neglecting to perform the duties of his/her office. (Duties here include attendance at regularly scheduled or specially called Board meetings. A Board member who misses more than four (4) regularly scheduled Board meetings, unless excused, during a calendar year, shall be removed from office through procedures specified in the Bylaws).

Section 14 - The Club Manager, Kitchen Manager or any other paid Member is not eligible for any elected office.

Section 15 - A stipend may be paid for services to the Club, as set by the Board of Directors, and approved by a majority of the Members in attendance at the next monthly meeting.

Section 16 – Shall employ a Certified Public Accountant.

ARTICLE III: Meetings

Section 1 - The President will chair all meetings, with reports from the Treasurer, Recording Secretary, Membership Secretary and the Vice President (on behalf of the Board of Directors).

Section 2 - The regular monthly meetings of the Club shall be held on the Club premises on the second Sunday of each month, except in the event of holiday weekends, when the meeting will be held at a time chosen by the Board of Directors.

Section 3 - Meetings shall be held on a regular monthly basis, except upon majority vote at the December meeting to suspend the meetings for the months of January and February, or as seen appropriate by the Board of Directors.

Section 4 - A quorum to conduct business at a regular or special meeting shall be fifteen (15) including elected Officers.

Section 5 - The date of the regular monthly meeting may be changed in unusual circumstances by a majority vote of the Club Members attending the meeting.

Section 6 - The President or Acting President may call special meetings when, in his/her opinion, the need arises. All Members must be notified of such a meeting.

Section 7 - Any fifty (50) Members shall, by petitioning the President in writing, cause a special meeting to be called. Notice of such meeting must be distributed to Members

and posted at the Club.

ARTICLE IV: Committees (see Article I, Section 1, paragraph E)

Section 1 - The Building Committee shall be authorized to study all matters concerned with expansion of the present premises and/or purchase of larger premises, and to deal with building maintenance.

Section 2 -The Membership Committee shall be authorized to receive membership applications, to investigate the applicant's references and sponsors, to interview the applicant, and to provide the list of applicants to the membership at the next meeting for approval..

Section 3 - Ad Hoc Committees shall have their specific purpose and length of existence specified by the President when he appoints them.

ARTICLE V: Notices

Each Club Member shall furnish to the Membership Secretary an up-to-date address, phone number and e-mail address in writing. All notices sent to Members will be sent to the most recent address or e-mail address listed in the Membership files.

ARTICLE VI: Election of Officers and Directors

Nomination Procedures and Requirements for Nomination

A. ELIGIBILITY - In order to be eligible for nomination, one must have been a Member in good standing for eighteen (18) months from the date of his induction before the Body of regular membership, and be recorded in the attendance book as attending at least five (5) regular monthly meetings from June through May preceding the nomination. A Member shall be eligible to accept the nomination for one office only, and upon accepting the nomination for any office, shall be ineligible to accept any other nomination for the current election.

NOMINATION DAY shall be at the June Membership Meeting. At that time, the Nomination Chairperson (appointed by the President or Board of Directors) shall begin the nominating process. Any Member wishing to do so, shall put into nomination his or her choice for a specific office.

ACCEPTANCE OF NOMINATION shall be made by stating the words, "I accept," when asked by the Nomination Chairman, "Does the Member accept this nomination?"

B. EXCEPTION - If the named nominee is not present during nominations, the Member making such nomination will be asked by the Chairman to state why the nominee is not present. The Chairman will then inform the Member that unless written certification of the nominee's acceptance is received by him within seventy-two (72) hours of nomination day, the nomination is null and void.

Any absent Member may accept nomination for one office only, by letter as in the paragraph above.

C. OFFICERS AND LENGTH OF SERVICE - The Officers and Board of Directors shall serve terms of office of two (2) years. The Board of Directors and Officers shall be elected on alternate years.

D. TIME AND METHOD OF ELECTION - Election Day shall be from 10:00 AM to 6:00 PM on the Sunday of the regular July Club meeting. Election shall be by secret ballot and controlled by two (2) judges to be appointed by the President.

E. VOTES REQUIRED TO ELECT - Election to office shall be by plurality vote of those cast. In case of a tie vote, a run-off election will be held, to be scheduled by the Board of Directors. Write-in votes are prohibited.

F. PROCEDURE FOR SECRET BALLOT AND COUNTING - The Membership Secretary shall furnish the judges with a list of Members in good standing who are eligible to vote. The Membership Secretary, or his/her designee, shall also issue to the judges a like number of pre-printed ballot papers containing the names of the candidates for the various offices, with a rectangular space opposite each name for the voter to indicate his/her preference by means of an "X". Unopposed candidates shall also be included. When the ballot slips are received from the printer, they shall be sealed by the Secretary or his/her designee, and handed to the election judges five (5) minutes before the time allotted for the election to commence.

When a Member presents himself to exercise his voting privilege, he/she shall give to the judges or teller his/her name, and present his/her membership card, or be able to identify him/herself by the Club's membership list. Failure to comply will make a Member ineligible to vote. The judges, upon completing the aforesaid, will give to the Member a ballot and cause it to be stamped with a common stamp for all ballots issued by the judges. The Member shall mark his/her ballot in secrecy, fold it, place it in the ballot box, and immediately exit the voting area. At the close of the election, the unused ballot slips shall be handed over to the Recording Secretary, or his/her designee, for safekeeping.

The judges will, at the close of election time, collect the ballot slips from the ballot box(es) and tabulate the vote. When the tabulation is completed, and accurately checked by each teller, the judges will write up the election results, reseal the used ballot slips, and hand both to the Secretary or his/her designee. The Secretary will publish the election results and retain the used and unused ballot slips for a period of one calendar year as evidence of an ethical and fair election procedure.

Roberts' Rules of Order shall be the basis for all the judge's rulings in connection with the overall supervision of this election.

G. RECORDS - Records of the voting results shall be posted for all candidates, successful or

unsuccessful, on the bulletin board, and such records shall be kept by the Secretary for the purpose of upgrading the top unsuccessful candidates whenever vacancies occur in the four(4) elected Directors. In the event of a challenged vote or recount vote, the judges of the election shall direct the Secretary to open the ballots in the presence of the candidates whose election is at stake, and recount them in the presence of the Secretary and the candidates.

In the event of any disputed ballot, the decision of the judges shall be final. Otherwise, the latest edition of Roberts' Rules of Order shall be the basis of the judge's rulings in connection with the overall supervision of the election.

ARTICLE VII: Rights of Members

Section 1 – Full Members in good standing shall enjoy the right to vote on all major Club policy changes.

Section 2 – Full Members in good standing shall retain the right to resign, in writing, from any elective or appointive office.

Section 3 - Members in good standing shall enjoy all Club privileges.

Section 4 - Members in good standing shall retain the right to question any Officer or Director on any matter pertaining to his office. Such questions are properly raised at a regular membership meeting.

Section 5 – Full Members in good standing retain the right to refuse to pay additional assessments or annual dues until such are mandated by majority vote of the membership at a regular meeting, or by a vote of the Board.

ARTICLE VIII: Organizational Discipline

Section 1 - Any Member, whether or not he/she be an Officer or Board member may be penalized for breach of the following:

- A. Clear violation of any provision of the Charter, Constitution of Bylaws of the Club.
- B. Obtaining Club membership through fraudulent means.
- C. Advocating or attempting to bring about a withdrawal of any Member or Members of the Club.
- D. Making known the business of the Club to persons not entitled to such knowledge.
- E. Fraudulently receiving or misappropriating any monies or personal property or real estate of the Club.
- F. Improper use of one's membership card to obtain entry to the Club shall be cause for disciplinary action and possible forfeiture of one's card.

Section 2 - It is the duty of all Officers and Members of the Club to uphold the Constitution and Bylaws of said Club. Disregard for the Constitution, Bylaws or any other policies set forth by the Board of Directors by any Officer or Member of the Club will result in the following:

- A - In the case of misconduct, Members or Directors may be brought before the Board of Directors or their designee, by another Member, Officer or Director.
- B - In the case of a Director, he/she shall exclude him/herself from the capacity of a Director in this matter.

The Member must be notified by Certified mail, and a date set for his/her hearing. If, for any reason he/she cannot appear, an alternate date, mutually agreeable, will be set. Failure to appear will result in a guilty finding. He/she will be entitled to one Member to speak on his/her behalf, plus witnesses who must also be Members.

The Member(s), Officer or Board member bringing charges will also be notified by Certified mail. He/she must appear at the hearing. (He/she may also have an alternate date if unable to appear.) He/she may be entitled to one Member to speak on his/her behalf, plus witnesses who must also be Members.

If a Member who brings charges fails to appear at the hearing without good reason, he/she may be subject to charges. After a hearing with the Board of Directors, said Board will make a ruling within seven (7) days.

Notification shall be sent in writing, via Certified mail, to the person pressing charges and the person charged. Either party may appeal the decision in writing by Certified Mail to the President within seven (7) days. Members involved in fighting will be automatically suspended by the Board of Directors or designate. The Board will meet within seven (7) days for a hearing. The suspended Member, only, can appeal the action of the Board of Directors to the Body, and only at the next regular meeting.

The Board and the accused can make final remarks at the meeting. The Body will be allowed to question both parties through the Chair. Before a vote is taken, the accused must leave the meeting. If the finding is to suspend, a majority vote of Members present is required.

Section 3 - Expulsion - Same procedures as in Section 2 will be followed, except the decision for expulsion shall be made by a majority vote of the membership present at the regular meeting.

ARTICLE IX: Bylaw Changes

Section 1 - These Bylaws and Constitution cannot be changed without a written motion specifying the change(s) made at one regular meeting, posted for 30 days by the Recording Secretary on the Club's bulletin board, along with a publishing for 30 days in advance of that meeting in the newsletter. It will be debated by the Body, and voted

upon at the next regular membership meeting.

Section 2 - A vote by the body at a regular meeting requires a majority of the members voting to legally alter, amend or change in any way these Bylaws and Constitution.

Section 3 - The adoption of these Bylaws and Constitution supercedes all other rules of the Sons of Erin Cape Cod, Inc., except the Charter granted by the State.

Accepted by vote of Members in attendance
at the May 15, 2011 General Membership Meeting
of the Sons of Erin Cape Cod, Inc.
Linda Morin, Recording Secretary

ADDENDA TO THE BYLAWS

A#1 - GUEST POLICY OF THE SONS OF ERIN CAPE COD

All guests must be accompanied by a Member of “the Club” and the Member is responsible to make certain that each of his/her Guests signs the Guest Book. The Member must also sign the book. The Manager of the Club or Manager on Duty may, on occasion, allow entrance to the Club to a Guests(s). This will be deemed a “Special Guest” and both the Guest and Manager must sign the Guest Book and “Special Guest” must be noted.

On those days/evenings when food is being served or if ordering drinks from the bar, the waiter/waitress and/or bartender (Manager on duty) may ask for each person’s membership number, or to see their membership card. If that individual is unable to produce a valid Member number or membership card, the Manager on Duty will be notified and will make certain that the aforementioned policy is being adhered to.

On days/evenings when there is entertainment or a special event, a cover charge may be charged to each Guest in attendance. It is the dual responsibility of the Member and Sergeant at Arms, or designate on duty to make certain this policy is being adhered to.

Accepted by vote of Members in attendance
at the June 12, 2011 General Membership Meeting
of the Sons of Erin Cape Cod, Inc.
Linda Morin, Recording Secretary