

## **Constitution and By-Laws of the Catholic Alumni Club of Washington, D.C.**

### **PREAMBLE**

We, the Catholic Alumni Club of Washington, D.C., realizing the need for a stronger and more effective Catholic singles community, conscious of the obligations our faith and education have placed upon us, and determined to promote Christian principles and ideals in our community, do hereby adopt this Constitution and By-Laws.

### **ARTICLE I — NAME**

- Section 1.** The name of the organization is the Catholic Alumni Club of Washington, D.C., Inc., hereafter referred to as the “Club.”
- Section 2.** The Club, as a Catholic organization, is subject to the authority of the Archbishop of Washington, D.C. The chaplain of the Club shall be approved by the Archbishop and serve the spiritual needs of Club members.

### **ARTICLE II — PURPOSE**

The Club is an organization of single Catholic professionals whose express purpose is to permit single men and women to meet in a Catholic environment. The Club shall:

- Enable members to experience a sense of community by sharing their common faith, values, and educational background;
- Provide a forum for members to pursue their intellectual, social, and cultural interests;
- Provide members with an opportunity to express their faith and Christian ideals; and
- Promote personal growth by participating in religious, charitable, and community activities.

### **ARTICLE III — MEMBERSHIP**

- Section 1.** Membership in this Club shall be restricted to those persons at least 21 years of age who:
- (1) Are members of the Catholic Church.
  - (2) Are single and free to marry in the Catholic Church.
  - (3) Have earned a Bachelor’s Degree or attained registered nurse (RN) status.

Membership in the Club is allowed to those who have not earned a Bachelor’s Degree in numbers up to, but not to exceed, 20 percent of the total membership or 15 members, whichever is larger.

- Section 2.** Meeting the eligibility requirements does not automatically entitle the applicant to membership. The membership committee shall examine each application for membership and approve or disapprove the application. The Executive Board may overrule the Membership Committee's decision to approve or disapprove a qualified applicant by a vote of two-thirds of the entire Executive Board, including those not present at the vote.
- Section 3.** An applicant shall become a member upon approval of his/her signed application and payment of nonrefundable annual dues.
- Section 4.** A member shall be dropped from membership upon ceasing to be eligible under Section 1.
- Section 5.** A member of another CAC club who wishes to transfer membership to the Washington, D.C. Chapter may do so after providing a record of membership from the originating club. At the renewal date, the individual may apply for membership in the Washington, D.C. Chapter and must meet the Club's membership requirements.

#### **ARTICLE IV — OFFICERS**

- Section 1.** The elected officers shall be the President, First Vice President, Second Vice President, Secretary, and Treasurer. All officers shall be members. The term of office shall be one year, from January 1 through December 31. Any person who serves as an elected officer for more than six months of any year shall be considered to have served one full term. No person shall hold the same office for more than two consecutive terms.
- Section 2.** The Executive Officers shall consist of the elected officers and the Immediate Past President.
- Section 3.** The President shall have the general supervision of the affairs of the Club. The President shall preside at all meetings of the members and the Executive Board, and shall advise the Executive Board and the members from time to time of the actions he/she may deem desirable to carry out the purposes of the Club.
- Section 4.** The Vice Presidents shall jointly act in an advisory capacity to such committees as the Executive Board designates and shall perform other duties as assigned by the President. The First Vice President shall, in the temporary absence or incapacity of the President, perform all the duties of the President. The Second Vice President shall, in the temporary absence or incapacity of the First Vice President, perform all the duties of the First Vice President.
- Section 5.** The Secretary shall keep a record of the proceedings of all Monthly Board Meetings as defined in Article VII of the Constitution and By-Laws; distribute the minutes to the CAC Board; and maintain file copies. The Secretary shall also keep the minutes of other Executive Board and meetings of the membership. The Secretary shall issue notices and conduct correspondence as the President or the Executive Board may direct; and be responsible for the storage of all books and records of the Club, except for financial records.
- Section 6.** The Treasurer shall collect, receive, and have custody of all funds and securities of the Club, and deposit these monies in the Club's name in an insured account(s) at such financial institution(s) as designated by the Executive Board. The Treasurer shall keep an account of all dues, receipts, expenditures, assets, and liabilities, and coordinate with committees of the Executive Board and make such expenditures as are approved by the

Executive Board. The Treasurer shall provide a written report of all receipts and expenditures to the membership at the Monthly Board Meeting and at other such times as required by law or requested by the Executive Board. The Treasurer shall also submit an annual budget for the Club to the Executive Board within 60 days of the beginning of the calendar year.

**Section 7.** In the event of a vacancy in the Presidency, the First Vice President shall become President, and Second Vice President shall become the First Vice President for the remainder of the term of office. In the event of a vacancy in the First Vice Presidency, the Second Vice President shall become First Vice President for the remainder of the term of office. In the event of a vacancy in the offices of Second Vice President, Treasurer, or Secretary, the President shall nominate a member to serve the remainder of the term subject to the majority approval of the entire Executive Board, including those not present at the vote. A member filling a vacancy under this section is eligible for the same office for the following two years.

**Section 8.** No officer shall receive any salary, nor without the consent of the Executive Board, accept anything of value from the Club or from any other person for services rendered to the Club.

**Section 9.** A vacancy may be declared in any elected office by a two-thirds vote of the Executive Board in attendance if that officer is absent from three consecutive monthly Board Meetings. The Board must notify the officer in writing of the intended action before the vote.

**Section 10.** An officer may be removed for cause prior to the expiration of the officer's term in one of two ways:

- (1) The vote of two-thirds of the voting members of the entire Executive Board, including those not present at the vote. A written statement of the charge shall be furnished to the officer at least 30 days prior to the meeting at which the vote is taken. The officer shall be given the opportunity to appear before the Executive Board and address the charge.
- (2) A petition for removal, signed by 45 percent of the membership and presented to the Executive Board. The Executive Board shall call for a special election by the membership. A copy of the petition shall be furnished to the officer at least 30 days prior to the meeting at which the vote is taken. This petition for removal must then be ratified by a majority of the membership present at the special election.

## **ARTICLE V — EXECUTIVE BOARD**

**Section 1.** The Executive Board shall consist of the elected officers; the Immediate Past President; and the Chairpersons of the Standing Committees.

**Section 2.** The Executive Board shall be, and have the powers of, a board of directors. It shall have general charge of the Club's affairs. It shall be the Executive Board's duty to carry out the purposes of the Club according to the Constitution and By-Laws. Specifically, responsibilities of the Executive Board include, but are not limited to:

- A. Determining the general policies of the Club;
- B. Advising the President on all matters of concern to the Club;
- C. Filling or approving Executive Board vacancies;
- D. Supervising the activities of all Committees;
- E. Instituting and authorizing any activities, fees, rules, and regulations as it may deem in the interest of the Club;
- F. Having final authority and control over the annual budget,

- and expenditures and appropriations of the Club treasury; and
- G. Appointing a registered agent as required by the incorporation laws of Washington, D.C.

**Section 3.** The Immediate Past President serves in an advisory capacity to the Executive Board. Additional duties may be assigned as needed by the President.

**Section 4.** The Chaplain shall act as advisor to the Executive Board, and may be present at Executive Board meetings.

## ARTICLE VI — COMMITTEES

**Section 1.** The Standing Committees shall consist of Community Service, Cultural, Dance, Event Calendar, Hospitality, International, Membership, Newsletter, Publicity, Regional, Religious, and Sports. As described in Article V above, these Chairpersons shall be voting members of the Executive Board. The full charge of each committee, and the responsibilities of each committee chair, can be found in the *Board Policy Manual*.

**Section 2.** Additional committees that meet Club needs and interests may be formed.

**Section 3.** The President shall appoint, from time to time, select committees to serve specific purposes.

**Section 4.** All Committees shall plan, direct, carry out, and be responsible for their respective activities, under the general supervision of the Executive Board. All committees shall report to the Executive Board.

**Section 5.** All Committee Chairpersons shall be appointed/removed by the President with consultation of representatives of the respective committees, and be subject to approval of a majority of the elected officers. No Club member may hold more than one committee chair. Elected officers may hold one committee chair.

**Section 6.** The Committee Chairperson(s) may appoint only Club members (as defined in Article III) to their respective committees. If the Committee Chairperson should resign, the members of the committee are still considered to be part of the committee unless they, too, announce their intention to resign. To replace a resigned Committee Chairperson, the members of the committee may suggest a replacement to the President.

**Section 7.** A Special Disciplinary Committee shall be formed by resolution of the Executive Board to investigate charges of misconduct against a member of the Club and recommend disciplinary action, including probation, suspension, or expulsion. This committee shall be appointed by the President and shall consist of five persons: a representative of the Membership Committee; a member of the Executive Board; and three at-large members of the Club. This Committee shall serve no longer than 60 days unless extended by the Executive Board. If this Committee recommends disciplinary action, the President shall call a special meeting of the Executive Board to occur within

30 days of the Committee's written recommendation to conduct a hearing on the probation, suspension, or expulsion of the member. The member shall be given an opportunity to be heard before the Executive Board. Any disciplinary action must be approved by a three-fourths vote of the entire Executive Board, including those not present at the vote. The notice for this special meeting is outlined in Article VII, Section 7.

## **ARTICLE VII — MEETINGS OF THE EXECUTIVE BOARD**

- Section 1.** There shall be regularly scheduled monthly meetings of the Executive Board. These meetings shall be open to the membership.
- Section 2.** The quorum for any meeting shall consist of a majority of the Executive Board. In the absence of a quorum, all items of Club business not requiring a vote can be transacted.
- Section 3.** All elected officers, the Immediate Past President, and chairpersons of Standing Committees shall have one equal vote in determining policies, financial issues, and general interests of the Club. All decisions are to be made by majority vote, except as otherwise provided in the Constitution and By-Laws. In the event of a tie vote, a proposal shall be defeated.
- Section 4.** An elected officer or Committee Chairperson may assign his/her vote in the event he/she cannot attend a meeting of the Executive Board; however, this vote may be assigned only to a Club member who serves on that committee. No individual or committee may have more than one vote whether by proxy or otherwise. Only Executive Officers, Committee Chairpersons, and the proxies of Committee Chairpersons present at the meeting may vote.
- Section 5.** An agenda will be published by the Secretary with items for business submitted by any member of the Executive Board or a member of the Club. This agenda shall be mailed to all members of the Executive Board (and the Club member submitting the resolution to be considered by the Board).
- Section 6.** The minutes of Executive Board meetings (with the exception of disciplinary proceedings) shall be made available to any member of the Club upon request. The Secretary shall send out copies of the minutes to all members of the Executive Board.
- Section 7.** There shall be special meetings of the Executive Board to discuss specific issues as the President or a majority of the Executive Board may designate. When such a meeting is called, the Secretary shall mail a written notice to all Board members giving the details of the time, place, and purpose of the special meeting. If the advance notice of this meeting is such that Board members cannot be contacted by mail, the Secretary will contact Board members by telephone and document this contact.
- Section 8.** *Robert's Rules of Order, Revised* shall be the official parliamentary guide of the Club, except where inconsistent with the Club's Constitution and By-Laws.

## **ARTICLE VIII — MEETINGS OF THE MEMBERSHIP**

- Section 1.** There shall be at least one annual meeting of the membership and it shall be held in the Washington, DC metropolitan area in early November or at such other time as the Executive Board may designate. The time and place of the annual membership meeting shall be published in the newsletter. The members attending the meeting shall constitute a quorum for that meeting. The order of business at the annual meeting shall be:
- (1) Annual Reports of Officers
  - (2) Reports of the Committee Chairpersons
  - (3) Unfinished Business
  - (4) New Business
  - (5) Nominations of Officers (See Article X)

**Section 2.** Special meetings of the membership can be called by the Executive Board, or by a petition signed by five percent of the membership and presented to the Executive Board. Proper notice shall be given to the members for any special meeting. The business of such meetings, to the extent feasible, shall be published whenever possible in the newsletter. The meeting shall be run in accordance with *Roberts Rules of Order, Revised* with the President of the Club acting as Chair of the meeting. The members attending the meeting shall constitute a quorum for that meeting.

## **ARTICLE IX — PETITIONS AND PROPOSALS**

**Section 1.** Proposals relating to Club policies may be made to the membership by a petition signed by 10 percent or more of the members and presented to the Executive Board.

**Section 2.** Proposals shall be voted upon by members by either a mail ballot or at a general meeting, as determined by the Executive Board, after the proposal has been published in the newsletter or mailed to all members. Any member who was a member on the day the proposal is submitted to a vote shall be eligible to vote. A majority of those voting shall carry the proposal.

## **ARTICLE X — ELECTION OF OFFICERS**

**Section 1.** The nominations for officers of the Club shall be made by any of the following methods:

- A. Selection by a Nominating Committee, chaired by the Immediate Past President and composed of at least three members of the Club appointed by the Immediate Past President. The full committee shall be announced no later than the October Board Meeting. None of the members of the Nominating Committee shall be current elected officers. The Nominating Committee shall endeavor to nominate more than one candidate for each office.
- B. Petition signed by 10 members.
- C. Oral Nomination as called for in Section 2.

**Section 2.** All nominations must be submitted to the Executive Board at or before the Annual Meeting of the membership (See Article VIII, Section 1, Item 5). If a nomination is presented orally at the meeting, it must be seconded by at least 10 members present at the meeting.

**Section 3.** The Nominations Committee shall publish for the membership a listing of all candidates running for office. The Nominations Committee shall publish campaign guidelines, subject to approval by the Executive Board.

**Section 4.** No candidate shall receive Club funds for the purpose of campaigning for office in the election. Candidates for office may submit appropriate biographical and other information to the newsletter.

**Section 5.** The Secretary of the Club shall prepare a written ballot showing the names of all candidates for each office, but not indicating the method by which each candidate was nominated. The ballot shall also contain voting instructions, including time and manner for submitting ballots. Those ballots shall be delivered, along with a mailing list of eligible voters provided by the Membership Committee, to the Nominations Committee. The Nominations Committee shall mail the written ballots at least 15 days prior to the election to all members eligible to vote.

- Section 6.** Voting privileges shall be extended to those who have been members for at least 30 days before the election.
- Section 7.** The Nominations Committee shall, with approval of the Executive Board, set the place and time where ballots shall be counted. The election shall be held at least 15 days preceding the new term of office.
- Section 8.** Voting shall be by secret ballot. All mailed ballots must be received no later than a date specified by the Nominating Committee and printed on the ballot. Ballots may be brought to or provided at the designated counting site and submitted *before* ballot counting begins. Ballots will be accepted at the counting site for at least one hour; once ballot counting begins, no more ballots will be accepted. Only ballots designated as “official” by the Executive Board shall be accepted.
- Section 9.** The Nominations Committee shall count the votes. Any candidate may appoint a representative to monitor the counting of ballots.
- Section 10.** Candidates for the positions of President, First Vice President, Second Vice President, Treasurer, and Secretary shall be elected by a plurality vote. In the case of a tie vote, there shall be a run-off at the election between the leading candidates, at which only those members present may vote. In the case of a further tie vote, a candidate shall be elected by majority of the other elected officers prior to the commencement of their term of office.
- Section 11.** Any candidate may protest the election results in writing to the Executive Board no later than 48 hours after the election. If no protest has been lodged, the Nominations Committee shall retain custody of the ballots for seven days following the election, and then destroy them, unless otherwise directed by the President. The number of votes cast for each candidate shall become part of the Club’s records.

## **ARTICLE XI - FINANCES AND PROPERTY**

- Section 1.** Annual dues, in an amount set by the Executive Board, shall be due on the anniversary of the member’s enrollment in the Club. The Executive Board may in its discretion also prescribe an initiation fee for new members.
- Section 2.** The fiscal year of the Club shall commence January 1 of each year and shall end on December 31 of the same year.
- Section 3.** Checks and other negotiable instruments against the account of the Club shall require the signature of one of the following elected officers:  
President, First Vice President, Second Vice President, Secretary, or Treasurer.
- Section 4.** The Club may acquire by deed, gift, devise, or otherwise, and own, hold, use, and dispose of such real and personal property as necessary, beneficial, or desirable to carry out the mission and purposes of the Club.  
This property shall be used by Club members on behalf of the Club, without claim of ownership. At any time, the Executive Board may transfer custody of Club property from one member to another, or otherwise dispose of the property.

**Section 5.** All Executive Officers, upon termination of their terms of office, shall deliver all Club records and property to the newly elected President. Chairpersons of all Standing Committees, other committees, and each activity shall, upon termination of their respective activities, deliver all Club records and property to the Club as directed by the newly elected President. The President and Secretary shall store all such records in a place of safe and permanent custody.

## **ARTICLE XII — AFFILIATION**

The Executive Board may affiliate, associate, or join the Club with any association, organization, or movement that furthers the purposes of the Club. This affiliation or association shall not affect in any way the status of this Club under the District of Columbia Non-Profit Corporation Act. Any delegates, if required, to an association or organization shall be appointed by the President, subject to the approval of the Executive Board, and act as instructed by the Executive Board.

## **ARTICLE XIII — AMENDING PROCESS**

**Section 1.** The By-Laws may be amended by a two-thirds vote of the members voting, provided that the number voting is at least 20 percent of those eligible to vote. The Articles of Incorporation may be amended in accordance with District of Columbia laws.

**Section 2.** Proposals to amend the Articles of Incorporation and/or By-Laws may be proposed by the President, the Executive Board, or by a petition signed by 10 percent of the membership. These proposals shall be submitted to the Executive Board and read at a monthly Board Meeting. Written notice concerning the proposed constitutional revisions shall be published in the newsletter or mailed separately to the membership. The Executive Board shall schedule a vote on these proposals within 60 days of their submission to the Board, and such vote shall be cast by the members within 20 days thereafter.

## **ARTICLE XIV - DISSOLUTION**

In the event of the Club dissolves, such dissolution shall take place according to the laws of the District of Columbia. All property, real and personal, tangible and intangible that remains after the payment of just debts, may be:

- (1) Distributed equally to all members at the time of dissolution;  
Transferred to a charitable and/or religious organization(s)  
by a three-fourths vote of the Executive Board; and/or
- (3) Otherwise distributed according to the law of the District of Columbia.

## **ADDENDUM**

The Club is organized under and bound by the District of Columbia nonprofit Corporation Act. The articles of incorporation were filed January 20, 1964, and a certificate of incorporation was issued that day by the DC Recorder of Deeds. The Articles were amended on November 30, 1971, and these amendments were filed with the DC Recorder of Deeds on February 8, 1972.

These by-laws include amendments, which were approved on November 30, 1971; May 17, 1974; November 7, 1981; September 26, 1987; November 19, 1994; and October 27, 1998.