

Sheffield Area Community Club
Sheffield, Ia 50475

I: Name of the Club

The name shall be Sheffield Area Community Club, to encompass all business and professional persons and all people of this area who have related interests in and concerns for the Sheffield Community.

II: Constitution

A. This document shall govern all activities of the Club.

B. Revisions:

1. The executive board at the last club meeting in November will consider recommendations for revisions to the constitution.
2. Revisions will be presented to the Sheffield Area Community Club members at the first regular meeting of the club in January.
3. The Sheffield Area Community Club members will make ratification votes on revisions at the regular January meeting.
4. Revisions will go into effect immediately.
5. Revisions will be incorporated annually in new copies of the constitution to be given to all members at the regular September club meeting.

III: Purpose

- A. To stimulate civic pride in citizens and secure their participation in community betterment and promotion through social activities.
- B. To provide a vehicle for citizens to share ideas and concerns.
- C. To present goals to the City of Sheffield and the citizens of Sheffield and to encourage a united effort to achieve a positive outcome.
- D. To provide a uniform means of financing annual activities and promotions.

IV: Membership

- A. Eligibility: The members shall be individuals, businesses or community groups. Membership shall not be denied to anyone of the basis of race, religion, creed or sex. Effective 1-1-2015 membership dues are no longer required, however any donations are welcome.
- B. Termination: Any member may terminate their membership from the Sheffield Area Community Club upon written notice to the executive board. Any member may be excluded by action of two-thirds of the executive board for nonpayment of dues after ninety days (90 days) from the due date, unless otherwise extended for good cause shown. Any member may be excluded by a two-thirds vote of the executive board at a regularly scheduled meeting thereof for conduct unbecoming a member or prejudicial to the aims or repute of the Sheffield Area Community Club, after the member complained against.

- C. Voting right of the members: Each member shall be entitled to cast one vote at any election for directors of the Sheffield Area Community Club or at any meeting of the club. Members shall have no other voting rights, and there shall be no cumulative voting rights. Members may cast their vote by proxy.
- D. Meeting Schedule: There will be ten (10) meetings a year with no meetings the month of our town celebration or December.

V: Executive Board Authority

- A. Statement of Authority: The executive board made up of the President, Vice President, Secretary and Treasurer are authorized to act on behalf of the Sheffield Area Community Club on issues requiring immediate action as determined by the Sheffield Area Community Club President.
- B. Expenditures: Such action shall not commit the Sheffield Area Community Club to expenditures beyond \$500 without full club approval.
- C. Voting: A majority of the executive board must be in agreement on issues to authorize expenditures and/or action.
- D. Reporting of Action: Any action and/or expenditure the executive board authorizes will be reported to the Sheffield Area Community Club members at the next regularly scheduled meeting.

VI: Officers and Executive Board members

- A. General Powers: The executive board shall manage the business and affairs of Sheffield Area Community Club. The executive board shall have full power to act on behalf of the club, and this constitution, which shall be amended from time to time.
- B. Number of Officers: The officers of the club shall be a President, a Vice President, a Secretary and a Treasurer. Such other officers may be deemed necessary for the business of the club.
- C. Election, Term of Office and Qualifications: The numbers of executive board members shall be four. At the annual meeting in January the club will elect each officer from the slate proposed by the nominating. Election shall be at the regular January meeting. Directors shall be elected for one-year terms, but in no event shall any person serve more than three consecutive one-year terms as a Director. The board, after a majority vote from the club, may take exception to the three-term rule in those cases deemed to be of extreme benefit tot the club. Each such officer shall hold office until the next annual meeting of the club and until their successor shall have been elected and qualified, or until death, or until their resignation shall become effective, or until they shall have been removed.
- D. Resignations: Any officer may resign at any time by giving notice in writing to the executive board, the President, or the Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the executive board or any such officer.

- E. Removal: The executive board may remove any officer or agent, either for or without cause, at any meeting.
- F. Vacancies: A vacancy in any office by reason of death, resignation, removal, disqualification, term expiration, or any other cause may be filled for the unexpired portion of the term by a nomination and vote of the club.
- G. Special Meetings: The President, Vice President, or any two (2) directors may call special meetings of the executive board at any time.
- H. Quorum: Three members of the executive board present at any meeting shall constitute a quorum.

VII: Names and Duties

- A. President: The President shall preside at all meetings of the members and of the executive board. The President shall advise with the other officers of the club on matters of policy. The President shall be a member of the executive board.
- B. Vice President: At the request or in the absence of the President, the Vice President shall perform all the duties of the President and, when so acting, shall have all the powers of, and be subject to all restrictions upon, the President. The Vice President shall chair the Nominating Committee. The Vice President is a member of the executive board.
- C. Secretary: The Secretary shall:
 - i. Record and preserve all proceedings of the meeting of the club.
 - ii. Take and retain custody of those recorded proceedings for the record.
 - iii. See that a list of members for the current year is up to date and available to all members at the February meeting.
 - iv. In general, have such other powers and performs such other duties, as may be incidental to their office. The Secretary is a member of the executive board.
- D. Treasurer: The Treasurer shall:
 - i. Have custody of and be responsible for all funds and securities of the club, the keeping of accurate and full accounts of receipts and disbursements in books belonging to the club, and deposit all such monies and any other valuable effects in the name of the club in such banks, trust companies, or other depositories, as shall be selected.
 - ii. In general, have such other powers and perform such other duties, as may be incidental to their office. The Treasurer is a member of the executive board.

VIII: Committees

- A. The executive board may, by resolution by a majority vote of the club members, designate one or more committees.

IX: General Provisions

- A. Deposits: All funds of Sheffield Area Community Club not otherwise employed shall be deposited from time to time to its credit in such banks or trust companies or with such bankers or other depositories as selected by the Board of Directors, or as selected by any officer or officers or agent or agents so authorized by the Board. For the purpose of deposit and for the purpose of collection for the account of Sheffield Area Community Club, checks, drafts, and other order for payment of money, which are, payable to the order of Sheffield Area Community Club may be endorsed, assigned, and delivered by an officer or agent of Sheffield Area Community Club.
- B. Checks, Drafts, Etc: All checks, drafts, or other orders for the payment of money, and all notes or other evidence of indebtedness issued in the name of Sheffield Area Community Club, shall be signed by such officer or officers or agent or agents of Sheffield Area Community Club, and in such manner as from time to time shall be determined by the Board of Directors.

X: Amendments

- A. Any of this constitution may be amended, altered, repealed, or added to any new constitution, may be made by the affirmative vote of the majority of the members of Sheffield Area Community Club at any regularly scheduled meeting.

XI: Indemnification

- A. To the full extent permitted by law, Sheffield Area Community Club shall indemnify and reimburse each person made or threatened to be made a party to any action, suite, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that they or their testator or intestate, is or was a Director of Sheffield Area Community Club or served any other group of any type of kind, domestic or foreign, in any capacity at the request of Sheffield Area Community Club. Sheffield Area Community Club shall indemnify and reimburse each employee or agent of Sheffield Area Community Club, or any other person other than Directors of Sheffield Area Community Club against liabilities or legal expenses arising out of acts performed for or on behalf of or at the request of Sheffield Area Community Club to such extent and in such manner, permitted by law, as the Board of Directors may at any time or from time to time determine.

This Constitution has been revised from its previous form on 01/22/2015.