



STANDING RULES

1. Programs should be about Civic Affairs whenever possible. They should not exceed twenty minutes.
2. After each fund-raising event, the Chair will give a complete report at the next board meeting.
3. Nominations for Queen of Hearts and Princesses shall be conducted by the Board of Directors.
4. Reservations must be made for luncheon meetings. Members will be required to pay for unused reservations unless the member provides at least forty-eight (48) hours' notice.
5. In the event of the death of the President or a Past President, a donation will be sent to a designated charity as advised by the Board of Directors.

BYLAWS

ARTICLE I - Name

The St. Petersburg Women's Chamber of Commerce was granted tax-exempt status under Internal Revenue Code Section 501(c)(3) on September 23, 2009. The original name of the organization, which was started in 1929, was the Women's Chamber of Commerce of St. Petersburg, FL.

ARTICLE II - Objective

The St. Petersburg Women's Chamber of Commerce's objective is to participate, assist, and support charitable organizations that are benefitting our community. The purpose of the Women's Chamber is to provide charitable and volunteer assistance to local 501(c)(3) organizations that provide consistent aid to our community and individuals. All aid and support projects will be subject to the approval of the Executive Board and membership. The Women's Chamber shall be a non-partisan and non-sectarian organization.

ARTICLE III – Membership

Section 1.

Individual membership in the Women's Chamber of Commerce shall be open to all who apply and have paid their dues to the Treasurer. Corporate membership shall enable up to three individuals from that organization to attend meetings and events at the individual membership rate; it shall also include an ad on the corporate members web page.

Section 2.

The Board of Directors shall be empowered to close the membership at its discretion.

Section 3.

Dues set by the Board and approved by the general membership shall be payable annually on the date specified on the dues invoice. Members whose dues are not paid within 60 days of the

invoice due date will be dropped from membership unless otherwise voted by the Board of Directors. Life members will not be invoiced; new life memberships are no longer available.

Section 4.

The Women's Chamber of Commerce (also known as the St. Petersburg Women's Chamber of Commerce) fiscal year shall be from July 1 to June 30.

ARTICLE IV - Officers

Section 1.

The officers shall be President, Program Vice President, Membership Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, and five (5) Directors. The President may appoint a Parliamentarian.

ARTICLE V - Nominations and Elections

Section 1.

At the February meeting, a Nominating Committee of five shall be selected in the following manner:

The President shall appoint the Chair, the Board of Directors shall elect 2 members and the general membership shall elect 2 members.

Section 2.

Officers shall be elected at a spring meeting to serve for the ensuing fiscal year. Officers can serve in the same office only for two terms with the exception of the Treasurer and the Parliamentarian who are exempt from term limits, but may serve again after being out of that office for at least one term. The Nominating Committee shall present its report to the general membership at a spring meeting but shall not preclude nominations from the floor.

Section 3.

A majority vote of the members present at the meeting at which elections occur shall elect.

Section 4.

Vacancies occurring during a term shall be filled by the Board of Directors except for that of President, which shall be assumed by the First Vice President.

Section 5.

No member shall be eligible for an office until she has been a member for one year.

ARTICLE VI - Duties of Officers

Section 1.

The President shall:

- Preside at all meetings of the Women's Chamber of Commerce, the Board of Directors and the Executive Board.
- Appoint Standing and Special Committees.
- Be an ex-officio member of all committees, except the Nominating Committee.

- Have custody of all non-financial records.
- Serve as liaison to the St. Petersburg Area Chamber of Commerce.
- Give an annual report at the June meeting.

Section 2.

The Program Vice President shall:

- Preside in the absence of the President.
- Perform such other duties as requested by the President and/or Board of Directors.
- Be Program Chair.
- Work with the Marketing Director.

Section 3.

The Membership Vice President shall:

- Preside in the absence of the President and Program Vice President
- Perform such duties as requested by the President and/or the Board of Directors.
- Chair the Membership Committee and enter new member information into the member database.
- Keep a Guest Register.
- Work with the Marketing Director.

Section 4.

The Recording Secretary shall:

- Keep minutes of the meetings of the organization.
- Perform such other duties as required.

Section 5.

The Corresponding Secretary shall:

- Conduct the correspondence of the organization.
- Send messages of condolence and cheer.
- Send notices of special meetings of the Board of Directors to its members.

Section 6.

The Treasurer shall:

- Be the custodian of funds and all financial records.
- Pay bills upon receipt of invoices. Signatures of the President and Treasurer shall be on file at the bank and signatures of any one of these officers will be required on checks.
- Receive dues; deposit monies in a local bank selected by the Board of Directors.
- Receive the bank statement and prepare the monthly reconciliation of the bank statement.

- Keep an itemized account of all monies received and disbursed.
- Present a report at each meeting including revenues and expenses for the report period and the bank balance as of the date of the report.
- Prepare a budget for the upcoming fiscal year and present it to the Budget Committee for review and approval.
- Deliver an annual report at the first meeting of the fiscal year.
- Comply with all IRS requirements including Form 990.

Section 7.

The Assistant Treasurer shall:

- Be familiar with all the duties of the Treasurer.
- Secure a CPA to perform a review of the Treasurer's books at the end of the fiscal year and present the review at the August general meeting.
- In the absence of the Treasurer, preside and perform such duties as requested by the President and/or Board of Directors.

Section 8.

Each of the five (5) Directors shall:

- Chair a Standing Committee.

ARTICLE VII - Board of Directors

Section 1.

The Board of Directors shall consist of the Elected Officers, the Immediate Past President, the Chairs of the Standing Committees, and the Parliamentarian, who shall not have a vote.

Section 2.

The Board of Directors shall act as a clearinghouse for all matters pertaining to the work of the Women's Chamber of Commerce. They will report their recommendations in the general meeting for approval.

Section 3.

Board meetings shall be held each month. Special meetings may be called by the President.

Section 4.

A majority of the elected members of the Board of Directors shall constitute a quorum.

Section 5.

Proceedings of the Board shall be strictly confidential. Violation of this shall be considered disloyal to the Women's Chamber of Commerce.

Section 6.

Any Board member who misses three (3) Board meetings will be automatically removed from the Board unless otherwise unanimously approved by the remainder of the Board members.

Section 7.

A vote of the Board of Directors may be taken by email. Such vote shall have the force of a vote taken face-to-face. The Recording Secretary's records shall contain an accurate record of all such votes.

ARTICLE VIII - Executive Board

Section 1.

The Executive Board shall consist of the elected officers and the parliamentarian, who shall not have a vote.

Section 2.

The Executive Board shall transact business to be reported to the Board of Directors' meetings.

Section 3.

Executive Board meetings may be called by the President.

Section 4.

All Executive Board members must have prior notice of each meeting, by mail, email or telephone.

Section 5.

A majority of the elected members of the Executive Board shall constitute a quorum.

Section 6.

Any Executive Board member who misses three (3) Executive Board meetings will be automatically removed from the Executive Board unless otherwise unanimously approved by the remainder of the Executive Board members.

ARTICLE IX - Meetings

Section 1.

Regular meetings shall be held each month on the third Thursday, unless otherwise specified by the Board of Directors.

Section 2.

Called meetings shall be held at the discretion of the President. Notice to membership shall be sent at least 10 days prior to the date of each meeting.

ARTICLE X - Standing and Special Committees

Section 1.

There shall be the following Standing Committees: Annual Fundraiser, Budget, Bylaws, Marketing, Outreach and Technology.

Section 1.a.

The Annual Fundraiser Committee shall plan the annual event to raise funds, to include setting

the date, securing a location, determining the event budget, soliciting for sponsors and vendors, preparing marketing materials and assigning responsibilities for set up, conduct of the event and cleanup.

Section 1.b.

The Budget Committee shall prepare an annual budget for approval by the membership.

Section 1.c.

The Bylaws Committee shall review the bylaws and policies and procedures annually to determine any necessary changes and coordinate all proposed changes.

Section 1.d.

The Marketing Committee shall be responsible for creating awareness of the WCC mission, programs and membership benefits; ensuring the WCC brand platform remains relevant to our target audiences, including reviewing and updating the brand platform periodically. This includes developing content for the website, social media, TV and print news media and production of the monthly newsletter.

Section 1.e.

The Outreach Committee shall reach out to individual members as needed.

Section 1.f.

The Technology Committee shall oversee the development and implementation of technology, including but not limited to the web site, e-communications, social media and other software that supports the operation of WCC. This includes a members-only area of the website, which houses governance documents, logos, and the member directory.

Section 2.

Special Committees shall include: Grant, Historian, Hostesses, Inspirations, Installation, Lifetime Achievement Awards, and Queen of Hearts. Other special committees shall be appointed by the President as deemed necessary.

Section 3.

Committee Chairs shall be appointed by the President, with the approval of the Board of Directors. The President shall fill vacancies occurring in Committee Chairs.

Section 4.

Committee Chairs shall notify the President of all committee meetings.

Section 5.

Each Committee Chair shall file a report with the Secretary at the May meeting.

Section 6.

Committee Chairs shall deliver to their successors all materials pertaining to the work of the committees at the close of the June meeting.

ARTICLE XI - Parliamentary Authority

Meetings of the Women's Chamber of Commerce shall be conducted by these bylaws and Roberts Rules of Order, Newly Revised.

ARTICLE XII - Amendments to Bylaws

These bylaws may be amended at any general meeting of the Women's Chamber of Commerce by a two-thirds vote of the members present and voting. The amendment must first be submitted to the Board of Directors. Upon recommendation of the Board of Directors, the amendments shall be sent to all members at least thirty (30) days before the general meeting at which they are voted on.

ARTICLE XIII - Not for Profit Status

The Women's Chamber of Commerce of St. Petersburg, also known as the St. Petersburg Women's Chamber of Commerce, was incorporated on January 19, 2010. Said organization is organized and operated exclusively for charitable, religious, educational, testing for public safety, literary and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or a corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Last amended July 2025.