



## **BYLAWS OF THE UNION LEAGUE HOROLOGY CLUB**

### **ARTICLE I – PURPOSE**

**Section 1.1 – Purpose.** The purpose of the Union League Horology Club (“ULHC”) is to promote camaraderie among Union League members through the study and measurement of time and the art and science of designing and making timekeeping instruments—most commonly watches and clocks.

### **ARTICLE II – MEMBERSHIP**

**Section 2.1 – Membership Defined.** Membership in the ULHC is open to any Union League member or spousal member in good standing.

#### **Section 2.2 – Election to Membership.**

- a. **Candidates.** Any member of the ULHC may recommend any member or any spousal member in good standing of the Union League of Philadelphia for membership in the ULHC. Any member or any spousal member of the Union League may apply for membership in the ULHC by submitting a request to the professional staff liaison of the Union League for the ULHC or to a member of its Executive Committee.
- b. **Time of Election.** The selection of candidates shall be done at a regular meeting of the Executive Committee, or at a special meeting called for that purpose. Membership will be submitted and processed via the professional staff liaison of the Union League.

**Section 2.3 – Member in Good Standing.** A member in good standing is one who has been elected to the ULHC and is current on all financial obligations to the ULHC and the Union League.

- a. **Membership Roster.** Membership lists will be compiled quarterly or upon request from the President of the ULHC.

**Section 2.4 – Resignation.** Members may submit a written letter of resignation to the President or any member of the Executive Committee. Resignations are automatically effective upon receipt.

### **ARTICLE III – OFFICERS**

**Section 3.1 – Designation of Officers.** The Officers of the ULHC shall consist of a President; a First Vice President; a Vice President of Member Recruitment; a Secretary; and a Treasurer.

- a. **President.** The President shall serve as the principle officer of the ULHC. The President or a designated delegate shall serve as the Affinity Club representative at all necessary committee meetings or other events throughout the President’s term.

- b. First Vice President. The First Vice President shall assist the President in the performance of the President's duties and shall assume the President's duties in the event of their absence or incapacity.
- c. Vice President of Member Recruitment. The Vice President of Member Recruitment shall develop plans in consultation with the President and the members of the Executive Committee for:
  - i. Recruiting eligible Union League members for membership in the ULHC and
  - ii. Increasing participation among existing members of the ULHC.
- d. Secretary. The Secretary shall perform all duties generally incidental to the office of secretary and such other duties as may from time to time be assigned to the secretary by the President or by the Executive Committee. In addition, the Secretary shall:
  - i. Keep an accurate, complete, and impartial account of the proceedings of Executive Committee meetings and to forward a copy of such record from time to time to the Officers.
  - ii. Keep a membership list with up-to-date contact information.
  - iii. Notify the membership of upcoming events via email and coordinate with the professional staff liaison of the Union League to place notices in *The Banner*.
- e. Treasurer. The Treasurer shall monitor and keep records regarding the funds held on account for the ULHC and shall report to the President and the members of the Executive Committee monthly.

### **Section 3.2 – Election and Term of Office**

- a. The Officers shall be nominated by the Nominating Committee, comprised of members elected in the manner set forth in Article IV, Section 3 below.
- b. Any member of the ULHC will be eligible to hold an office. The current President is not eligible to hold the Office of President for more than 2 consecutive terms unless the Nominating Committee is unable to find an eligible member of the ULHC who is willing to serve as President.
- c. Terms of office shall be one (1) year, with the option to be re-elected once. No officer may serve more than two consecutive terms in the same role.
- d. In the event of a vacancy during any Term of Office, the President shall appoint an eligible member to fill the vacancy for the unexpired duration of the Term. In the event of a vacancy in the Office of the President, the First Vice President shall become the President for the unexpired duration of the Term.
- e. In the event of a tie vote, the chairman of the Nominating Committee will act as the tie breaker.

## **ARTICLE IV –COMMITTEES**

### **Section 4.1 – Definitions, Constituting, and Limitations**

- a. Definition of Committee — “Committee,” shall mean an ordinary committee, not a committee of the whole or a quasi-committee of the whole.
- b. Types of Committees

- (1) Permanent standing committees. A permanent standing committee is a committee constituted by the members to perform a continuing function, remains in existence permanently.
  - (2) Standing committees. A standing committee is constituted by name by a resolution of the Executive Committee to perform a continuing function, requires for its adoption previous notice and a majority of the entire Executive Committee, and remains in existence for the term of the Executive Committee that established it, or until its successors have been chosen.
  - (3) Special (select, or ad hoc) committees. A special committee is constituted as the need arises by the Executive Committee to carry out a specified task, at the completion of which – that is, on presentation of its final report to the Executive Committee – automatically ceases to exist. A special committee may not be appointed to perform a task that falls within the assigned function of an existing standing committee.
- b. The ULHC will have one Permanent Standing Committee (Executive Committee) and one Standing Committee (Nominating Committee).
    - i. Each Committee is authorized to form sub-committees, as it sees fit, to achieve the Committee's particular goals.
    - ii. Additional Standing or Special Committees may be created at the discretion of the Executive Committee.

#### **Section 4.2 – Executive Committee**

- a. The purpose of the Executive Committee is to develop and maintain the ULHC's calendar of approved events, ensure effective communication with members, uphold the club's fiscal integrity, and oversee membership recruitment and engagement efforts.
- b. The Executive Committee is a Permanent Standing Committee consisting of the Officers enumerated in section 3.1
- c. The Executive Committee shall meet quarterly or upon the call of the President, who shall serve as the Chairman, or upon the call of two of its members. Meetings may be held in person or virtually (e.g. Zoom).

#### **Section 4.3 – Nominating Committee**

- a. The purpose of the Nominating Committee is to solicit candidates for the Officer positions from among the members of the ULHC.
- b. The Nominating Committee is a Standing Committee comprised of a chairman, appointed by the President, and at least 2 additional members, appointed by the chairman.
- c. The Nominating Committee shall present the nominations for the Officers to the Executive Committee for approval by a majority of the votes cast at a meeting called, in whole or in part, for that purpose; provided, however, that a quorum for any such meeting exist.
- d. Any member of the ULHC will be eligible to hold an Office. The current President is not eligible to hold the Office of President for more than 2 consecutive terms unless the Nominating Committee is unable to find an eligible member of the ULHC who is willing to serve as President.
- e. The President shall form the Nominating Committee by November 30 every year, and the members of the Nominating Committee shall be reported to professional staff liaison of the Union League for the ULHC.

- f. No member of the Nominating Committee shall be eligible to hold an Office for the term for which nominations are being determined.
- g. Notwithstanding anything to the contrary herein, to the extent that member availability is limited such that the Nominating Committee cannot be organized under these rules, then the President shall have the authority and discretion to organize a Nominating Committee in a fair and reasonable manner.

## **ARTICLE V – FISCAL AND ADMINISTRATIVE YEAR**

**Section 5.1 – Fiscal Year.** The fiscal and administrative year of the ULHC shall be based on the Calendar Year.

**Section 5.2 – Dues.** The Executive Committee shall set the annual dues amount, which will be billed in January of each year by the professional staff liaison. Annual dues shall be assessed to a member or spousal member of the Union League who requests membership in the ULHC.

**Section 5.3 – Financial Oversight.** The Treasurer will receive the monthly statements for the ULHC and review any necessary transactions with the professional staff liaison.

## **ARTICLE VI – EVENTS**

### **Section 6.1 – Membership Events**

- a. Member events will be held at least quarterly.
- b. Events will be by signature unless otherwise stated. In general, events should be self-sustaining except when deemed to be funded or subsidized by the dues at the discretion of the Executive Committee or the President.
- c. Members are encouraged to suggest event topics and recommend speakers.

## **ARTICLE VII – AMENDMENT OF THE BYLAWS**

**Section 7.1 – Amendments.** These bylaws may be amended by a majority vote of the members of the Executive Committee present at a meeting called, in whole or in part, for that purpose, provided (i) that notice of the proposed amendment is included in the notice for such meeting and (ii) that a quorum for any such meeting shall be at least three (3) members of the Executive Committee.