

Weddings of Distinction Bylaws
Approved by the Executive Board: January 2007

ARTICLE I – NAME

1. The name of this organization is: **Weddings of Distinction.**

ARTICLE II – PURPOSE

1. Weddings of Distinction exists as an organization of professional wedding service providers dedicated to:
 - Providing individual clients with high quality, reliable service.
 - Avidly referring co-members as potential service providers to the brides/grooms they are serving.
 - Upholding the reputation and stature of the organization by strictly adhering to the organization’s code of ethics.
 - Promoting and developing the organization within the wedding industry and community

ARTICLE III – MEETINGS

1. Meetings shall follow standard parliamentary procedure, the degree of formality of which may vary depending on need and meeting subject matter.
2. Attendance is essential for monthly meetings and social gatherings and is highly encouraged
3. Fundamentally, there shall be two types of meetings:
 - Executive Board Meetings
 - Group Meetings
4. Executive Board meetings shall be:
 - Attended by the executive board members
 - Enhanced by the attendance of committee members
 - Open to the attendance of group members
 - Generally held: as necessary and or called for by the group President; and prior to monthly group meetings, unless scheduled otherwise
 - Held at a variety of hotel, resort or restaurant locations for the purpose of promoting Weddings of Distinction with property executives and industry professionals
 - At individual expense for lunch
5. Group meetings shall be:
 - Attended by all members
 - Held the fourth Tuesday of each month
 - Held at a variety of hotel, resort or restaurant locations for the purpose of promoting Weddings of Distinction with property executives and industry professionals

- At the expense of the organization for active member luncheons; one lunch covered by annual dues per company/member; a fee (at the discretion of the Executive Board) will apply for member guests/additional employees attending – paid by individual or company prior to or by the start of the meeting.
6. Notice of upcoming board and group meetings will be provided in the minutes of each meeting.

ARTICLE IV – MEMBERSHIP

1. Members shall:
 - Be active participants. Attendance at group meetings shall be essential to the success of the group.
 - Consist of wedding industry professionals of good character and community standing
 - Support group co-members by avidly referring them to your individual clients
 - Maintain the highest standards possible as business professionals
 - Pay dues in a timely manner
 - Reside or have community interests within San Diego or its surrounding area
 - For matters in need of a membership vote - one vote per business/membership

ARTICLE V – NEW MEMBERSHIP VOTING

1. Businesses shall be accepted by majority Executive Board vote. Voting will be based on thorough review of their membership application, including reference checks, interviews and any other review method as deemed necessary by the Board.

ARTICLE VI – RECRUITMENT OF NEW MEMBERS

1. The recruitment of new members is critical to the success of the group. If you feel there is a particular vendor that would benefit the group, please approach the Board of Directors *before* extending an invitation to anyone for the next meeting. To avoid a conflict of interest within the group, the following steps must be taken for recruitment:

- Obtain a business card or contact information for the prospective member and present this to a Board Member.
- The Board will discuss whether or not to consider them for membership.
- An application may or may not be sent to the business owner based on this discussion.
- Once the membership application is received, the Board will discuss the prospective member, their business, and vote on approval for membership.

- If approved, an invitation will be sent to them for the next monthly meeting by the Membership Director. (An applicant may be invited to attend a meeting to ascertain their qualifications for membership. This will not guarantee membership but will assist in the review/interview process for the Board.)
 - An applicant not approved for membership shall be notified accordingly.
2. Each potential member will be introduced at the beginning of the meeting. They will be given a brief opportunity to present themselves and their business. Please make every effort to make them feel as comfortable and welcome as possible.
 3. A quorum vote by the Executive Board will determine their membership in the group.
 4. Upon receipt of their completed member application, membership dues, any associate marketing fees (i.e. web site fees) and signed membership agreement form, the prospective new member shall be officially welcomed as a new member at the next general meeting.

ARTICLE VII – DUES

1. Members shall submit all dues to the Treasurer payable to Weddings of Distinction by the designated due date
2. Applicants for membership shall submit the membership fee along with application to the Membership Director. This fee shall be nonrefundable upon acceptance as a member
3. Membership fees shall remain due and payable on an annual or semi-annual basis or pro-rated based on the time of year the business joins and on their level of membership. (See current Member Requirements and Responsibilities doc for current dues amounts and payment requirements.)
4. Members unable to attend the meeting designated as a “dues collection” meeting, must mail dues **to be received by** the treasurer no later than fifteen (15) days past the due date
5. Modification of dues or other assessed marketing/promotion fees shall be determined by the executive board and shall be based on budget requirements
6. Failure to pay dues or any assessed monies by any member may result in forfeiture of membership within the group; at the discretion of the Executive Board

ARTICLE VIII – OTHER FEES

1. Prospective new members will be charged a fee (as determined by the Board) for each lunch attended. This is due at each lunch as attended. Cash or check is acceptable.
2. There shall be a charge per luncheon for active members who include additional company personnel or guests at general meetings (to be determined by the Board).

3. Advertising, marketing or other miscellaneous fees may require subsidizing from members. Members shall be made aware of any proposed assessments and may comment on such. The Executive Board determines all assessments.
4. See articles XIII and XIV for information on fees associated with reinstatement of membership

ARTICLE IX – OFFICERS AND COMMITTEE PERSONS

1. There shall be a total of six (6) executive board members
2. As a special consideration, the founding president shall be a lifetime member of the executive board and shall have one vote
3. In addition to the founding president, there may be the following **elected** officers:
 - President
 - Vice-President
 - Secretary
 - Treasurer
 - Membership Director

ARTICLE IX – continued

4. At the discretion of the Executive Board and as needed, there may be the following **appointed** committee members
 - Marketing Director
 - Programming Director
 - Social /Awards Planner
 - Sergeant at Arms
5. The executive board shall handle the regular business of the organization and submit recommendations to group members
6. A quorum for conducting the business of the executive board shall be not less than two thirds of the members empowered to vote.
7. An officer who does not comply with assigned responsibilities may be relieved of office by a majority vote of the executive board
8. If a vacancy occurs on either the board or committee, the president shall appoint a replacement with the approval of a majority vote of the executive board
9. Each outgoing board must leave in the treasury a sum equal to the unpaid bills of obligations for which the administration is responsible

ARTICLE X – DUTIES OF THE EXECUTIVE BOARD

1. **The Executive board as a unit shall:**
 - Attend all board and group meetings
 - Promote the Weddings of Distinction group by networking with property managers who are also in the wedding industry and other industry professionals

- Oversee the business matters of the group and assure they are progressing as needed
 - Decide on and coordinate direction, growth and development of the group
 - Address disciplinary matters and be the deciding agents regarding appropriate courses of action
 - Maintain confidentiality in matters of sensitivity
 - Listen to suggestions from the general membership, discuss as an Executive group and make decisions with an Executive Board quorum vote for the benefit of the group as a whole
2. **The President shall:**
- Preside at all executive board meetings, general group meetings and any special meetings
 - Appoint committee heads as needed
 - Assign committees to address any special projects that may be needed
 - Sign all contracts with the vice president after approval of the executive board
 - Be listed as the secondary authorized signature on the group bank account
3. **The Vice President shall:**
- Perform the duties of an absent president as established by the president
 - Sign all contracts with the president
 - Make arrangements for board meeting locations

ARTICLE X – continued

4. **The Secretary shall:**
- Track attendance and success stories
 - Take the minutes of the executive board meetings and group meetings
 - Assure copies of the minutes are distributed to group members in a timely manner
 - Maintain and distribute within the membership a current and valid roster with correct contact information
5. **The Treasurer shall:**
- Be in charge of the group bank account, consisting of one account and listed under “Weddings of Distinction”
 - Be the primary authorized signature, depositing all group funds and paying all group bills from the Weddings of Distinction bank account
 - Keep all dues/fees collected and invoices paid in a timely manner, and maintains accurate records of such
 - Submit financial reports as may be requested by the executive board
6. **The Membership Director shall:**
- Assist prospective members and new members in getting started in the organization, including but not limited to: pre-qualifying questionnaires, e-vites to attend luncheon meetings, etc.
 - Maintain membership applications and new member portfolios

- Maintain membership portfolios and inclusion of related documents such as By-laws and Membership Requirements and Responsibilities docs

ARTICLE XI – DUTIES OF THE COMMITTEE MEMBERS

1. Committee members shall be appointed by the president as needed and be approved by the executive board
2. Committee members as a unit shall assist the executive board in performing tasks that are important to the overall functioning of the organization
 - The **Marketing Director** shall manage necessary revisions of group brochures/inserts and develop strategies for promoting the group through public relations, internet advertising, networking and other marketing strategies as are deemed appropriate for this group; web site development liaison
 - The **Programming Director** shall promote, solicit and slate guest speakers for group meetings; assist members with setting up monthly meetings, luncheons and locations
 - The **Social/Awards Planner** shall plan and schedule group social activities and present awards in recognition of special achievements as deemed necessary and as group budget allows; by Executive Board quorum vote

ARTICLE XII – ELECTIONS FOR EXECUTIVE BOARD MEMBERS

1. Elections shall occur once a year, beginning at the October general meeting
2. All active members shall participate in the elections
3. Eligibility for Executive Board participation requires one year as a member in good standing
4. Private ballots and absentee ballots shall be used for voting
5. Elected officers may serve more than one term
6. Newly elected officers shall take office effective January of the new year

ARTICLE XIII – RESIGNATION OF MEMBERSHIP

1. Notification of resignation may be rendered verbally or in writing to the president
2. A member who resigns in good standing (to include dues paid up to date) may reapply for membership within the period of the remaining calendar year
3. Request for reinstatement must be made to the executive board

ARTICLE XIV – SUSPENSION AND REINSTATEMENT OF MEMBERSHIP

1. Suspension of membership shall be at the sole discretion of the Executive Board and shall be considered under the following circumstances:
 - Professional dishonesty
 - Criminal activity leading to the detriment of the group and its purpose
 - Working against the principles and purposes of the organization
 - Maligning the professional standing of a member or their company and/or services

- Nonpayment or consistent delinquency in payment of dues
 - Special circumstances as determined by the Executive Board
2. A member who has been suspended due to non-payment/delinquency of dues may reinstate membership by paying all dues and assessments in arrears and by a quorum vote of the Executive Board
 3. An active member may file a written complaint to the executive board regarding any of the above circumstances or any other circumstance of impropriety
 4. The accused member shall be notified by the board and shall have the right of a meeting so the charges may be fully investigated
 5. If the accused member is found to be causative, he/she shall be asked to resign rather than face expulsion
 6. If the accused member refuses to resign, he/she shall be officially expelled after a quorum vote of the executive board
 7. Any disciplinary action and the circumstances surrounding such action shall be kept confidential by the executive board and by any member who may be involved in an official complaint

ARTICLE XV – LEAVES OF ABSENCES

1. Requests for leaves of absences shall be made directly to the executive board and will be considered on a case by case basis

ARTICLE XVI – LEGAL RESPONSIBILITY

1. Weddings of Distinction as a group shall not be held legally or financially responsible for any individual member’s negligent or illegal act(s) or transgressions, personally or commercially

ARTICLE XVII – DISSOLUTION

1. Should the organization be dissolved, the following shall occur:
 - Any material possessions belonging to the organization shall be sold. Monies from the sale shall be deposited to the Weddings of Distinction bank account
 - All bills shall be paid
 - Assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(6) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the association 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.

