

CONSTITUTION OF THE PROFESSIONAL WOMEN'S BREAKFAST CLUB

ARTICLE I

Name

The organization was founded on September 21, 2000 at a meeting presided over by Dr. Catherine Delaney at the Unicorn Restaurant in League City, Texas. October 19, 2000. The membership selected Professional Women's Breakfast Club (PWBC) as the official name. The first Board was elected on October 26, 2000. The Constitution was approved on November 2, 2000.

ARTICLE II

Mission Statement

"The mission of the Professional Women's Breakfast Club is to provide referrals, friendship and support to and for its members."

Objectives

1. Each member will supply information to her fellow members, which may be of benefit to them.
2. Each member will use the individual services or products of her fellow members. The standard which should be applied to this provision shall be: "All other things being equal, I shall seek out the member representing a particular business or profession unless I feel that there is some reason this woman is not completely competent to fulfill my need or the price of her service or her product is not in line with the same service or product that I can obtain elsewhere".
3. Recommending to those outside the Club the services, products, or activities of members of the Club.
4. Employing any legitimate method available, which she may aid her fellow member.

The Motto: "Our achievements not only speak for us, they speak well for those persons that have been active in our lives". Author, Anne Wilson Schaefer

ARTICLE III

Meetings

The Club shall meet regularly twice a month; on the day and time designated in the By-Laws. For a good cause the president of the Club may change the regular meeting of any week to a

different day or hour of the same week, or the Board of Directors may cancel the regular meeting of any week when a majority of the Board determines it is necessary or desirable.

ARTICLE IV

Membership

Active Membership is the only type of membership available. However, the Board may grant a leave of absence to any member, and the member shall pay one-half of the dues while on leave.

ACTIVE MEMBERSHIP:

1. Each member shall be classified in accordance with her business or profession.
2. The classification of each member shall be that which covers the principal and recognized activity of the firm, company, or institution with which she is connected; or, if she be independently engaged, her classification shall be that which covers her principal and recognized business of professional activity.
3. The Board may correct or adjust the classification of any member if circumstances warrant such action. Due notice of such proposed correction or adjustment shall be given to the member, and she shall be allowed a hearing thereon.
4. The membership shall consist of but one woman for each classification of business or profession.
5. Each member shall be of good character and good business or professional reputation, engaged in a particular line of endeavor, and personally and actively engaged within the Gulf Coast area in the business or profession in which is classified in the Club.
6. There shall be only one member from each company.

ARTICE V

Officers and Directors

1. The governing body of the Club shall be composed of a Board of Directors to be constituted as the By-Laws of the Club.
2. Except as herein otherwise specifically provided, the decision of the Board of Directors in all Club matters shall be final, subject only to an appeal to the Club. The Board shall have general control over all officers and committees, and may for good cause declare any office vacant.
3. On any appeal to the Club, a decision of the Board of Directors shall be reversed only by a three-fourths vote of the members of the Club present at a regularly scheduled meeting of the club.

4. The officers of the Club shall be President, Vice-President, Secretary, Treasurer, Director of Membership, Social Chairperson, and Past President.
5. Each officer shall serve from January 1st to December 31st.
6. In the absence of the President, the officers will assume her duties in the following order: Vice-President, Past President, Secretary, Director of Membership, Treasurer, and Social Chairperson.

ARTICLE VI

Dues

1. The Board of Directors is empowered to set a nominal amount for dues to cover the cost of printing, postage, administration and expenses incurred by officers and committee members in the discharge of their duties.
2. Dues are paid by January 1 for the year. Dues are \$25 and are prorated for members joining later in the year. Members shall pay dues as provided by the By-Laws. Additional money to cover the cost of breakfast may be collected from members at the discretion of the board.
3. Dues will be prorated for new members on a quarterly basis.

ARTICLE VII

Duration of Membership

1. Membership shall continue during the existence of the Club unless terminated as hereinafter provided.
2. Active Membership shall terminate if a person moves to another city, retires from business life, or otherwise resigns.
3. Any Active Member who has changed her profession or business affiliation must reapply for membership by a written notice of the changes to the Board of Directors. In a case where the change results in a duplication of another member's affiliation, the Board may, after discussion with all affected members, allow for representation of more than one member for a business affiliation. (This clause in no way amends or changes the provisions in the By-Laws for new members.)
4. Active Members who miss 50% or more of the meetings in one quarter, or are absent unexcused from three (3) consecutive regularly scheduled meetings, are subject to having their membership terminated. After the Board member's officially discuss the member's

attendance or delinquent payments with the offending member, the Board will, by majority rule, determine what action to take and notify the offending member in writing of the Board's decision.

5. An absence shall be unexcused unless the designated board member is notified before, or not later than the day following the meeting that is missed. If a member is unexpectedly out of town and misses a meeting, she should contact the designated board member immediately upon her return.

ARTICLE VIII

By-Laws

The Club shall adopt By-Laws consistent with this Constitution.

ARTICLE IX

Amendments

The Constitution may be amended at any regular scheduled meeting of the Club by a two-thirds vote of the members present.