

CIGAR CLUB OF THE PALM BEACHES, INC.

BY-LAWS

(Dated 10/20/2017 -- Adopted 010/18/2017)

Section I---GENERAL

- 1.1 The purpose of the Cigar Club of the Palm Beaches is to provide social opportunities, business and personal networking experiences, conduct educational programs and services; to support charitable causes; and, enhance the cigar experience of the member.
- 1.2 *Roberts Rules of order* shall govern the proceedings of the Club when official meetings take place.
- 1.3 A quorum shall consist of one-fourth (1/4) of the membership in good standing.
- 1.4 The Club shall conduct one (1) Annual Business Meeting during the calendar year. A quorum must be present at this meeting in order to transact any official business.
- 1.5 The time and place of all meetings shall be clearly stated in notices sent to the members at least ten (10) days in advance of said meeting.
- 1.6 All members of the Club shall respect other members and any discrimination in the form of race, color, sexual orientation or creed shall not be tolerated.
- 1.7 Members shall conduct themselves in a professional and respectful manner at all functions.

Section II---MEMBERSHIP

- 2.1 Membership shall be acknowledged in the form of a membership card issued upon payment of dues in full.
- 2.2 The Officers of the Club shall determine an annual value based membership fee.
- 2.3 Members shall receive benefits as specified by the Club.
- 2.4 Membership benefits may be added or rescinded with or without prior notice at such time as determined by the Officers of the Club.
- 2.5 Membership dues shall be paid in full at the time the member pays the annual due fee.
- 2.6 An annual membership is defined as 365 calendar days.
- 2.7 Membership shall automatically be renewed unless the club receives prior notification from member.
- 2.8 Membership dues are non-refundable.

Section III---OFFICERS, TRUSTEES AND ELECTIONS

- 3.1 The Club shall have a President who will be responsible for the daily management, promotion and overall activities of the Club. The President's specific duties shall include notification to members of any activities endorsed by or conducted by the Club, promoting membership, building goodwill with industry manufacturers, representatives and retailers, speaking on behalf of the Club when opportunities arise to promote the Club, negotiating on the Club's behalf any activities involving financial activities, and, other such duties as deemed appropriate.
- 3.2 The Club shall have a Vice President who will be responsible to conduct any and all duties of the President should the President be unable to perform such duties.
- 3.3 The Club shall have a Treasurer who will be responsible for promotion of membership and the collection of any fees. They too, shall be responsible to conduct any and all duties of the President or Vice President should either be unable to perform their duties.

- 3.4 There shall be two (2) Trustees serving as Club officers. Trustees shall each serve two (2) year terms except for the first election in which one Trustee shall serve only one year. This will then allow a Trustee to be elected each year and therefore maintain consistency within the Board.
- 3.5 The office of President, Vice President, Treasurer and an initial Trustee shall be elected for two (2) year terms.
- 3.6 The election of officers shall occur at the Club's Annual Meeting conducted no less than 30 days prior to the end of the Officers term(s).
- 3.7 Office candidates must be nominated by members in good standing and no member may be nominated for any position without his or her knowledge and consent.
- 3.8 Only members in good standing shall be allowed to vote.
- 3.9 Elections must be conducted by secret ballot (except unanimous ballots).
- 3.10 All elections shall be voted upon separately in the following order:
 - President
 - Vice President
 - Treasurer
 - Trustee
- 3.11 No officer or board member shall receive any compensation for serving. Only reasonable personal expenses shall be reimbursed upon proper receipt and approval by the President.
(Adopted 02/15/2017)
- 3.12 An Officer or Trustee may be removed from office at any time during their term by a vote of the general membership at the Annual Meeting or at a specially called meeting by a two-thirds (2/3) majority of all members present and eligible to vote.
(Adopted 07/19/2017)

Section IV---DUES AND FEES

- 4.1 The Club shall charge an Annual Membership Fee.
- 4.2 The Club shall set reasonable and fair fees to events, social functions and other activities to cover the costs of such event(s).
- 4.3 Changes in dues must be announced at least two months prior to the Annual Meeting.
- 4.4 In the event that the Club dissolves, any funds in the treasury at the time of such closing of the account shall be donated to a charity or charities in the County of Palm Beach.
(Adopted 02/15/2017)

Section V---COMMITTEES

- 5.1. The President shall have the right to create and form Committee's that supports the activities of the Club.
- 5.2 Committees may be established to meet short- or long-term objectives of the Club and may be called in to service upon need and dissolved at such time as deemed no longer necessary.
- 5.3 The following standing committees shall be initially adopted and called into service when deemed necessary.
 - Education Committee (Purpose to arrange for speakers at meetings)
 - Golf/Charity Committee (Purpose to conduct annual golf tournament)
 - Annual Meeting Committee (Purpose to conduct the Annual Meeting)

Section VI---AMENDMENTS

- 6.1 These bylaws may be amended by the general membership at any special called meeting or at the Annual Meeting by a two-thirds (2/3) majority of all members present and eligible to vote.

Section VII---RATIFICATION

- 7.1 These Rules shall be adopted by a vote of those present at the Club formation meeting conducted in 2016.
- 7.2 A two-thirds (2/3) majority vote of all properly executed ballots shall be necessary for ratification.
- 7.3 These Rules shall take effect, if passed, immediately upon approval.