

**WESTFIELD SERVICE LEAGUE, INCORPORATED
BYLAWS**

ARTICLE I

Name

The name of this organization shall be the Westfield Service League, Incorporated ("League"). The League was incorporated on February 9, 1953 (filed and recorded by the state of NJ on March 5, 1953) under and by virtue of provisions of an act of the legislature of the State of New Jersey entitled "An Act of Incorporate Associations Not for Pecuniary Profit" approved April 21, 1898 and the several supplements thereof and act amendatory thereof (Revised Statutes of New Jersey of 1937:15:1:1- 14, etc.).

ARTICLE II

Purpose

The purpose of this organization shall be to assist charitable, volunteer, civic and service organizations of Westfield and its environs by rendering efficient volunteer service and monetary contributions. The net earnings and other net income of the League shall not inure in whole or in part to the benefit of any member.

ARTICLE III

Members

Section 1. The Westfield Service League, Incorporated shall consist of residents of Westfield and its environs who meet the qualifications specified in the bylaws.

Section 2. The classes of membership shall be Provisional, Active, Senior Active, Associate, Sustaining and Honorary.

a. **Provisional Members** are those who are engaged in complying with the requirements for admission to Active membership.

1. They shall complete an orientation program and engage in such activities under the direction of Vice President(s) as prescribed by the Board. They shall be required to attend all General meetings of the League unless excused and shall be allowed only one unexcused absence.
2. They shall not have the right to vote or hold office.
3. They may serve on a committee at the discretion of the President(s) and/or the Board. They may not serve as chairperson.

b. **Active Members** are those who have full privileges of the League.

1. They shall perform a weekly shift and fulfill other obligations as prescribed by the Board. They shall be required to attend all General meetings of the League unless excused and shall be allowed only one unexcused absence.
2. They shall have the right to vote, hold office, serve on committees and serve as chairperson.
3. They may sponsor candidates for Provisional membership.

c. **Senior Active Members** are Active members who elect to continue the community service of the League on a limited basis.

1. They shall perform a weekly shift and fulfill other obligations as prescribed by the Board. They shall be required to attend four General meetings of the League.
2. They shall have the right to vote, serve on committees and serve as chairperson.
3. They shall not have the right to hold Executive committee office.
4. They may sponsor candidates for Provisional membership.

d. **Associate Members** are former Active or Senior Active members who elect to continue the community service of the League on a limited basis.

1. They shall perform one monthly shift. They may attend meetings and serve on committees upon request. They may not serve as chairperson.
2. They shall not have the right to vote or to hold office.
3. They may sponsor candidates for Provisional membership.

e. **Sustaining Members** are former Active, Senior Active or Associate members who desire to contribute financial support to the League.

1. They may attend meetings and serve on committees upon request. They may not serve as chairperson.
2. They shall not have the right to vote, hold office or sponsor candidates for Provisional membership.

f. **Honorary Members.** Honorary members shall have none of the obligations of membership in the League, but shall be entitled to all the privileges, except those of making motion, voting, holding office and sponsoring candidates for Provisional membership.

Section 3. Qualifications for Membership

a. **Provisional.** Anyone shall be eligible for membership, when sponsored by one member or expressing an interest to join. The fall membership applications shall be received by September 15 for a Provisional class start date of October 15. The spring membership applications shall be received by January 15 for a Provisional class start date of February 15. These dates may be flexible at the discretion of the Vice President(s). A list of Provisional members shall be announced at the October and February Board and General meetings.

b. **Active.**

1. Any Provisional member entering in the fall class who has completed the prescribed requirements shall be elected to Active membership by a majority vote of the Board at the May Board meeting.
2. Any Provisional member entering in the spring class who has completed the prescribed requirements shall be elected to Active membership by a majority vote of the Board at the January Board meeting.

c. **Senior Active.** Any Active member in good standing for at least seven years may apply in writing to the Vice President(s) before April 1 for transfer to Senior Active Membership effective at the following Annual meeting. The Vice President(s) shall present the transfer to the Board.

d. **Associate.** Any Active/Senior Active member in good standing for at least seven years may apply in writing to the Vice President(s) before April 1 for transfer to Associate membership effective at the following Annual meeting. The Vice President(s) shall present the transfer to the Board.

e. **Sustaining.** Any Active/Senior Active or Associate member in good standing for at least five years may apply in writing to the Vice President(s) before April 1 for transfer to Sustaining membership effective at the following Annual meeting. The Vice President(s) shall present the transfer to the Board.

f. **Honorary.** Any member may propose an individual who has rendered outstanding service to the League for Honorary membership by submitting the name and qualifications in writing to the Vice President(s) before the March Board meeting; approval by a three-fourths vote at the April General meeting shall be required for this election to Honorary membership.

Section 4. The annual dues for Provisional, Active, Senior Active, Associate and Sustaining members shall be determined by the vote of the membership upon recommendations from the Board. The annual dues shall be payable on or before November 1 of each year. Spring class Provisionals shall pay a pro-rated amount due by April 1. The League Treasurer shall notify members thirty days in arrears, and those whose dues are not paid within thirty days thereafter may be automatically dropped from membership in the League.

Section 5. Resignation, Reinstatement, Expulsion and Leave of Absence

a. **Resignation and Reinstatement**

1. Any member in good standing may resign by presenting a written resignation to the Vice President(s).

2. Any former member who has resigned in good standing may apply in writing to the Vice President(s) for reinstatement to any class of membership to which the former member would be eligible based on the former membership.

b. **Expulsion**

Any member may be expelled by a two-thirds vote of the Board after written notice from the Vice President(s) stating the cause for such action and after an opportunity for a hearing before the Board.

c. **Leave of Absence**

1. Any member in good standing may be granted a temporary leave of absence for personal reasons upon written application to the Vice President(s). The granted leave of absence shall not exceed one year.

2. A member on a leave of absence may not vote, have the privilege of sponsoring a candidate for Provisional membership or serve on a committee.

3. Time taken for a leave of absence is not included in eligibility for Senior Active, Associate and Sustaining membership.

ARTICLE IV
General Membership Meetings

Section 1. The General meetings of the League shall be held on the fourth Tuesday of each month from September to June inclusive unless otherwise ordered by the League or Board.

Section 2. The Annual meeting shall be held in June of each year for the purpose of receiving reports of officers and committees, approving annual budgets and for any other business that may arise.

Section 3. Special meetings may be called at the discretion of the President(s), or at the request of the Board or upon the written request of ten members of the League. The purpose of the meeting shall be stated in the call. Except in an emergency, at least one week's notice shall be given.

Section 4. A majority of the Active/Senior Active membership shall constitute a quorum.

ARTICLE V
Officers/Executive Committee

Section 1. The officers of the League shall be a President or co-Presidents, a Vice President or co-Vice Presidents, a Secretary and a Treasurer, and other such officers as the Active members may desire. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the League. The elected officers shall constitute the Executive committee and shall have the powers of the Board between Board meetings. A majority of the membership of the Executive committee shall constitute a quorum.

Section 2. A Nominating Committee will be formed consisting of five members who express their willingness to serve through the interest finder process. This committee will include two members from the Board and three members from the Active or Senior Active membership. The committee members will elect their own chairperson. Members of the Nominating Committee are not eligible for nomination to any office. The primary responsibility of this committee is to identify and nominate candidates for any vacancies that need to be filled. The Nominating Committee will present its report at the January General Meeting, and the election of candidates will take place during the February General Meeting. Additional nominations from the floor will be accepted at the time of the election.

Section 3. The officers shall be elected to serve for two years or until their successors are elected. The President(s) and Vice President(s) shall be elected at the February General Meeting in odd-numbered years. In the event of Co-Presidents, one candidate shall be elected in even-numbered years. The Treasurer and Secretary shall be elected at the February General Meeting in even-numbered years. The elected officers shall take office at the next Annual Meeting.

Section 4. No member shall hold more than one office at a time. No member shall be eligible to serve more than two consecutive two-year terms in the same office except if elected to complete an unexpired term.

Section 5. Should a vacancy occur in an office other than President/co-President, the Nominating committee will reconvene and present a candidate for each vacant office to the Active/Senior Active membership at the next General meeting for a vote. Officers so elected shall serve until the expiration of the original term of office.

ARTICLE VI
Officer Duties

Section 1. The President(s) shall preside at all General meetings of the League, the Board of Directors and the Executive

committee. If co-Presidents share the office, they shall share one vote. The President(s) shall be a voting ex-officio member of all committees except the Nominating committee. The President(s) shall perform all duties proper to the office.

Section 2. The Vice President(s) shall perform the duties of the President in the President's absence or in the absence of both co-Presidents and shall succeed to the Presidency if that office is vacated. The Vice President(s) shall oversee the Provisional program, including the review of membership applications and arrangement of informational meetings. The Vice President(s) shall distribute and collate interest sheets, prepare Shop shift schedules, hostess schedules, and present them to the President(s). The Vice President(s) shall perform all duties proper to the office.

Section 3. The Secretary shall take attendance, track vote counts and keep the minutes of the General meetings, special meetings and Board meetings and shall maintain the League records. The Secretary shall conduct all correspondence of the League, including all notifications to the membership as needed during the year. The Secretary shall compile and publish a League directory each year. The Secretary shall perform all duties proper to the office.

Section 4. The Treasurer shall be responsible for all funds of the League. The Treasurer shall be the Finance committee chairperson. The Treasurer shall perform all duties proper to the office and as may be assigned by the President(s) or the Board.

ARTICLE VII

Board of Directors/Trustees

Section 1. The Board of Directors shall consist of the elected officers, chairperson(s) of Consignment, Thrift, Finance (Treasurer), Grants, House, Personnel, League Treasurer, Consignment Comptroller(s) and Thrift Comptroller. The Board of Directors shall constitute the Trustees of the corporation. The number of Trustees of this corporation shall be not fewer than 10 and not more than 18. A majority of the membership of the Board of Directors shall constitute a quorum. When a Board position has co-chairpersons, they shall share one vote. The Immediate Past President(s) and one Associate member shall serve as non-voting advisors to the Board; they shall not be a Director/Trustee.

Section 2. At the April General meeting, the President(s) or President(s)-Elect shall present candidates for the following Board of Directors positions: Consignment chairperson(s), Thrift chairperson(s), Grants chairperson(s), House chairperson(s), Personnel chairperson(s), League Treasurer, Consignment Comptroller(s) and Thrift Comptroller. Election shall take place at the June Annual meeting, following which the elected Board members will assume their positions. Additional nominations from the floor shall be permitted. The President(s) or President(s)-Elect shall also appoint chairpersons and assistant chairpersons of other standing committees and provide lists of members for all committees as compiled from the Interest Sheets.

Section 3. The Board of Directors shall have general supervision of the affairs of the League between General meetings, to set the hour and place of meetings, to make recommendations to the League and to perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the League and none of its acts shall conflict with action taken by the League.

Section 4. Unless otherwise ordered by the Board, regular meetings of the Board of Directors shall be held monthly from September to May inclusive. Special meetings of the Board may be called by the President(s) or upon written request of three members of the Board. The purpose of the meeting shall be stated in the call. Except in an emergency, at least one week's notice shall be given.

Section 5. Should a member of the Board of Directors resign before completing the term, the President(s) or Presidents-Elect shall present a candidate to fill the unexpired term for vote at the next General meeting. Additional nominations from the floor shall be permitted.

Section 6. A Trustee may be removed, with or without cause, by a majority vote of the Active/Senior Active membership present at a General membership meeting.

Section 7. Indemnification. To the extent not otherwise compensated under League insurance procured for this purpose, Directors/Trustees shall be indemnified and held harmless by the League for any liability or loss arising from a Director/Trustee's execution of official duties on behalf of the League.

ARTICLE VIII

Standing Committees and Chairpersons

Section 1. Standing committees are constituted to perform a continuing function and remain in permanent existence. Each committee may have as needed a chairperson(s), assistant chairperson(s) and additional members. When a Standing committee has co-chairpersons, they shall share one vote on Board-related matters.

a. The Communications committee shall update and maintain the WSL website, shall use the website and associated tools to publicize/communicate about the Shop and the League and shall oversee public relations in all media. The Communications committee shall work with the Secretary to compile, publish and update the annual Directory. Business Development is a sub-committee of the Communications committee.

b. The Consignment Comptroller(s) shall oversee the financial operations of the Consignment shop as they pertain to customer accounts. A Consignment Co-Comptroller may be appointed as needed. The Consignment Comptroller (s) shall reconcile bank statements, deposit funds, and be responsible for computer systems relating to issuance of consignor checks. The Consignment Comptroller(s) are responsible to the Treasurer.

c. The Thrift Comptroller shall oversee the financial operations of the Thrift shop as they pertain to daily accounting and deposits. The Thrift Comptroller shall submit required financial reports to the Treasurer and Thrift chairpersons. The Thrift Comptroller is responsible to the Treasurer.

d. The Consignment Shop chairperson(s) shall be responsible for the administration of the Consignment Shop of the League.

e. The Finance committee shall be comprised of the Treasurer (chairperson), the President(s), the League Treasurer, the Consignment Comptroller(s), the Thrift Comptroller, the Personnel chairperson(s) and additional Board -approved members. It shall be the duty of this committee to prepare a budget for the fiscal year which runs from July 1 to June 30. The budget shall be submitted to the Board at the May Board meeting and to the Active/Senior Active membership for approval at the June Annual meeting. The Finance committee may from time to time submit supplements to the budget for the current year.

1. It shall act in an advisory capacity to the Board on financial matters. The Board shall specifically authorize the establishment of bank accounts, special fund accounts and the investment of funds of the League.

2. All contracts or obligations not presented in the budget which commit the corporation for amounts up to \$5000 shall be submitted to the Board for approval and to the Active/Senior Active membership for their information. Amounts over \$5000 shall be submitted both to the Board and to the Active/Senior Active membership for their approval.

3. The books of accounts of the League shall be reviewed every five years by a certified public

accountant and a copy of the complete report shall be available to any member.

- f. The Food Pantry chairperson(s) shall be responsible for coordinating the Food Pantry schedule and for informing the membership of items needed at the Food Pantry of Westfield.
- g. The Grants committee shall be comprised of a chairperson or chairperson(s) and six or more members. They shall be appointed so that their terms overlap. They shall serve two years. There shall be an uneven number of total votes on the committee.
- h. The House chairperson(s) shall be responsible for the care and maintenance of the building and property belonging to the League.
- i. The League Treasurer shall be responsible for the League checkbook, collection of membership dues, maintaining accurate records of receipts and disbursements of monies. The League Treasurer is responsible to the Treasurer.
- j. The Long- Range Planning committee shall study issues related to the growth and development of the League. This committee will be presented as an ad hoc committee and will be appointed and serve as needed at the request of the Board. After review of such issues they shall report to the Board and to the Active/Senior Active membership.
- k. The Mobile Meals chairperson(s) shall be responsible for coordinating the League delivery schedule.
- l. The Personnel chairperson(s) shall be responsible for all matters pertaining to the staff employed by the League.
- m. The Program chairperson(s) shall assign hostesses and co-hostesses for the General meetings, plan programs and secure locations for the General meetings of the League.
- n. The Social committee shall be responsible for planning and supervising the social affairs of the League.
- o. The Supplies chairperson(s) shall purchase necessary supplies for the Shops.
- p. The Thrift Shop chairperson(s) shall be responsible for the administration of the Thrift Shop of the League.

Section 2. Should a non-Board standing committee chairperson or assistant chairperson resign before completing the term, the President(s) or President(s)-Elect shall appoint a member to fill the unexpired term.

Section 3. Such other committees, standing or special, shall be appointed by the President(s), Executive committee or Board of Directors as necessary to carry on the work of the League.

Section 4. A standing committee chairperson/co-chairperson may be removed, with or without cause, by a majority vote of the Board of Directors.

ARTICLE IX Parliamentary Procedure

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the League in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the League may adopt.

ARTICLE X

Amendment of Bylaws

These bylaws can be amended at any General meeting of the League by two-thirds vote, providing that the amendment has been submitted in writing at the previous General meeting.

Approved: January 2025

STANDING RULES

A standing rule can be adopted by a majority vote at any General meeting without previous notice.

1. Members may bring guests to all meetings except Grants and the Annual meeting.
2. Provisional and Active members are required to attend General meetings. The Secretary should be notified in advance of absences.
3. All members are responsible for providing substitutes when they are unable to work.
4. All Provisional, Active and Senior Active members shall donate a quality toy for the Thrift Shop holiday sale.
5. A Bylaw Review committee shall be appointed every five years.

January 2025

REQUIREMENTS OF MEMBERSHIP

Please see the Bylaws and Standing Rules for any additional requirements/conditions of membership.

Provisional members shall pay dues, complete an orientation program and engage in such activities under the direction of the Vice President(s) as prescribed by the Board, which include performing a weekly shift in the Consignment and Thrift Shops, working special sales, delivering Mobile Meals, staffing the Food Pantry and accompanying a member to a Grants interview. Provisional members may serve on committees at the discretion of the President(s) and/or the Board; they may not serve as chairperson. They shall be required to attend all General meetings of the League. Provisional members shall donate a quality toy for the Thrift Shop holiday sale.

Active members shall pay dues, perform a weekly shift and fulfill other obligations as prescribed by the Board, which include both serving on a committee and holding a shop job/working a second monthly shift. All shop jobs are to be completed at a time other than during the weekly shift. They shall be required to attend all General meetings of the League. They may sponsor candidates for Provisional membership. Active members shall donate a quality toy for the Thrift Shop holiday sale.

Senior Active members shall pay dues, perform a weekly shift and fulfill other obligations as prescribed by the Board. They are encouraged to sign up for both a committee and a shop job; they may serve as chairperson. All shop jobs are to be completed at a time other than during the weekly shift. They shall be required to attend four General meetings of the League. They may sponsor candidates for Provisional membership. Senior Active members shall donate a quality toy for the Thrift Shop holiday sale.

Associate members shall pay dues and perform a monthly shift. They are encouraged to sign up to serve on a committee; they may not serve as chairperson. Associate members may attend General meetings. They may sponsor candidates for Provisional membership.

Sustaining members shall pay dues in lieu of rendering service to the League. They may attend General meetings and serve on committees upon request; they may not serve as chairperson.

January 2025