

BY - LAWS OF THE  
COWAN COMMERCIAL CLUB, INC.  
COWAN, FRANKLIN COUNTY, TENNESSEE

ARTICLE I  
NAME

The Name of this incorporated non-profit organization is the Cowan Commercial Club, Inc. This organization is located in Cowan, Franklin County, Tennessee.

ARTICLE II  
SCOPE AND PURPOSE

The scope and purposes for which this corporation is organized are:

- Sect. 1: To obtain, solicit and secure the aid, active participation membership, support and work of all private citizens and all firms and corporations engaged in business and trade in the City of Cowan and surrounding area.
- Sect. 2: To contribute in the civic, commercial, educational, health, recreational and any other projects for the general welfare of the citizens of Cowan and surrounding area.
- Sect. 3: To acquire by gift or purchase, real and personal property, to facilitate the purposes stated in the Charter.
- Sect. 4: To receive, hold, invest, contribute and use funds from gifts, donations, bequests, membership dues and all other sources for furtherance and realization of the purposes stated in the Charter.

ARTICLE III  
MEMBERSHIP

The membership of the Cowan Commercial Club, Inc. shall consist of:

- Sect. 1: Private individuals from Cowan and surrounding communities who are interested in the purposes of the organization for which it is incorporated and by submitting an application for membership and honoring the rules and By-Laws of the organization with payment of three (3) months dues in advance.
- Sect. 2: Membership may be terminated by (1) Resignation, (2) Failure to pay dues, (3) Failure to observe organization rules or acts unbecoming to good society, (4) Only members in good standing may hold elective office or vote on matters of business.

ARTICLE IV  
MEETINGS

- Sect. 1: Regular meetings shall be held on the fourth (4th) Monday each month. If this date falls on a holiday, the meeting may be held on another day or postponed as determined by the President.
- Sect. 2: Special meetings may be called anytime by the President or by a petition signed by ten (10) or more members. This petition must state the specific purpose and filed with the Secretary. This meeting must be called within ten (10) days after processing the petition. Special meetings must be called for specific business and only that business will be considered at said meeting.
- Sect. 3: The membership shall be notified (when available) for at least seven (7) days prior to a special meeting.

ARTICLE V  
FINANCES

- Sect. 1: There shall be no initiation fees. Donations will be accepted.
- Sect. 2: Dues will be paid quarterly in the amount as determined by the Board of Directors and will be sufficient to cover the cost of meals furnished members and any other cost as determined by the board. Members bringing guest (except those brought as prospective members) will be required to pay in advance for those guests.
- Sect. 3: The Treasurer will make a quarterly financial statement to the President, Vice-President and Secretary not later than ten (10) days after the end of the calendar quarter unless prevented by some unusual circumstances. This report will show funds received and disbursed and will list members who are delinquent in payment of dues.
- Sect. 4: Funds collected by the treasurer will be deposited in a bank designated by the Board of Directors and the members. The fiscal year will begin on October 1, and will end on September 30, of the following year.

ARTICLE VI  
OFFICERS AND DIRECTORS

- Sect. 1: The affairs of the organization shall be managed by the Board of Directors.
- Sect. 2: The Board of Directors shall consist of seven (7) members elected from the membership at large and shall be a President, Vice-President, Secretary, Treasurer and three (3) Directors. These officers shall serve for a period of one (1) year. In the event of a vacancy until a successor is elected or an appointment is made by the Board of Directors,

should the next election be within sixty (60) days no appointment will be made.

ARTICLE VII  
DUTIES OF OFFICERS AND DIRECTORS

Sect. 1: Duties of the President:

1. As Chief Executive Officer of the organization the President is subject to the Board of Directors and members and will supervise and control all of the business affairs: and property of the organization.
2. He shall preside at all meetings of the members, special meetings and board meetings unless prevented from so doing by sickness or by some unusual circumstances.
3. He shall be an ex-officio member of all special, regular, and board meetings, except the nominating committee.
4. As Chief Executive Officer, he has both the responsibility and the opportunity to provide sound leadership to the members and to promote educational and community service programs and projects in keeping with provisions set forth in the Charter.
5. He will appoint all committee's as may be necessary to carry out the provisions of the Charter.
6. The President or presiding officer shall sign the minutes of all meetings after approval of the membership.

Sect. 2: Duties of the Vice-President:

1. The Vice-President shall perform such duties as may be delegated to him by the President, and other duties that pertains to this office.
2. In the absence of the President he shall preside and perform the duties of the President.
3. As a member of the board, he shall attend all regular, special and board meetings unless prevented from doing so by a legal excuse and will assist the Board in promoting programs which are in keeping with the provisions set forth in the Charter.

Sect. 3: Duties of the Secretary:

1. The Secretary shall keep a record of all regular, special and board meetings, take care of correspondence and perform other duties connected with his/her office and such other duties which may be assigned by the President.

Sect. 4: Duties of the Treasurer:

1. The Treasurer shall collect dues and have custody of all funds of the organization and will make disbursements of current bills therefrom except when some unusual expenditure is presented he must have authority by a vote of the membership.

Sect. 5: Duties of the Directors:

1. The Board shall be responsible for the control and management of the affairs, property and interests of the Club, for keeping the members informed of all activities and for guiding the Club so that the various provisions of the Charter, including the purposes for which it was organized are complied with and making recommendations and suggesting programs which are in the best interest of the Club and will do any other duties that are usually assigned to Directors.

ARTICLE VIII  
NOMINATION AND ELECTION

Sect. 1: At the August meeting the President shall appoint from the membership a nominating committee of three (3) persons, one of which may be a member of the board. This committee will prepare a slate of officers and board members sufficient to fill vacancies created by terms expiring at the end of the fiscal year and present these for election at the September meeting. Additional nominations may be made from the floor. No nomination shall be made without the consent of the nominee.

Sect. 2: The officers and directors shall be elected by a majority vote of those present and voting at the September meeting, those elected will take office at the October meeting.

ARTICLE IX  
AMENDMENTS TO THE BY - LAWS

Sect. 1: These By-Laws may be amended at any regular meeting of the organization by a two-third (2/3) vote of those attending, provided at least ten (10) days notice of the proposed change has been made to the paid-up membership.

ARTICLE X  
PARLIMENTARY PROCEEDURE

Sect. 1: Where these By-Laws do not specify the procedure,  
the organization shall be governed by the Revised  
Roberts Rules of Order.

APPROVED August 25, 1980  
(Date)

ATTEST Betty J. Vanderbilt  
(Secretary)

ATTEST Richard H. Scherman  
(President)

8-26-80

Mildred Hatchet  
Notary

my commission expires 4-19-83

