



STANDING RULES

SECTION 1 – MISSION STATEMENT

The mission of the Cape Coral Social Club, Inc. (hereafter Club) is to give its members a friendly, welcoming place to have fun, enjoy social activities, and gain awareness of the community and its services.

SECTION 2 – THE BOARD OF DIRECTORS

The Board of Director shall consist of the Elected Officers and the Standing Committee Chairs (appointed by the President). Any elected or appointed position can be held by Co-Chairs. Co-Chairs will have one vote per office/committee.

SECTION 3 – TRANSITION OF THE BOARD OF DIRECTORS

If requested, the outgoing Officers and Chairpersons will arrange a meeting with the incoming Officers and Chairpersons prior to the December General Meeting to provide information relative to their individual duties. If additional assistance is necessary, an outgoing Officer or Chairperson will provide such assistance as deemed necessary.

SECTION 4 – POWERS OF THE BOARD OF DIRECTORS

1. Members of the Board of Directors represent the Club to the public.
2. Members must act within the guidelines of the Club. A member may not act on his/her own or represent himself/herself in any capacity without prior approval of the Board of Directors. If a member does so, they are “piercing the bylaws” of the Club which may then leave the member open to legal action. This action will be considered a Conflict of Interest which is a violation of the By Laws and subject to the penalties and procedures outlined in Section 17 of these Standing Rules.
3. All members of the Board Directors shall annually sign a Conflict of Interest Statement as per the By Laws. The signed statements will be archived by the Secretary.

SECTION 5 – STANDING COMMITTEES

1. All Standing Committee Chairs shall be appointed by the newly elected President no later than December 31 and serve for a one-year term beginning on January 1 through December 31.
2. Committee Chairs are empowered to select their committee members immediately upon their appointment. Each Chair shall provide the names of their committee members to the incoming President promptly following their acceptance.

The Standing Committees shall be:

Activities

Communications (includes Newsletter, Communications to membership and website)

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Community Liaison
Dance Entertainment
Dance Refreshments
Dance Reservations
Dance Themes & Decorations
General Meeting Refreshments
Publicity (includes Social Network and advertising)
Raffle
Sunshine

SECTION 6 – FINANCIAL OBLIGATION

1. No member of the Board may spend or commit more than \$250.00 on a particular expense without prior Board approval.
2. The Agenda for the monthly Board Meetings will include a line item for Approval of Expenses over \$250.00.
3. In the case of an emergency, where approval of expenditures over \$250.00 is required outside of the monthly Board Meeting, at least four Officers, one of which is the President or Vice President, may approve the expenditure in writing by e-mail or letter.

SECTION 7 – INSURANCE

The Club will maintain a Liability Insurance policy which shall be reviewed annually to ensure compliance with state or local regulations.

SECTION 8 – PROGRAMS

1. Guest Speaker Presentations at the General Meeting will consist of information that is useful to the membership. No fee or remuneration will be paid to the presenter and their presence shall not be construed as an endorsement of their business or product unless previously approved by the Board of Directors.
2. Speakers may not discuss prices or solicit business from the audience. This does not preclude them from leaving their contact details in the form of a brochure or business card after their presentation.
3. In cases where a music or dance group (i.e., local school or non-profit group) provides free entertainment at a Club event, the Board may approve a monetary donation to that organization.

SECTION 9 – PERTINENT INFORMATION

Pertinent Club information includes, without limitation, member information (email, telephone number, home address) derived from membership in the Club. Such information shall not be used for personal gain and shall be kept only for limited use within the Club and not open for discussion with any other

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individual, organization or club without the Board's approval. In addition, details of private Club information, which may include, but not be limited to details of Club plans or internal discussions, shall not be divulged outside of the Club without prior approval of the Board.

SECTION 10 – REFUND POLICY – PRE-PAID ACTIVITIES

1. The following policies will apply only to those activities/events that require advance payment where members/guests pay by cash or check to the Cape Coral Social Club, Inc. and the Club writes out a check to the venue or the Club collects checks made out to the venue and the Club gives those checks directly to the venue.
 - a) Activities requiring a minimum number of participants: When a minimum number of participants and advance payment are required by an event/venue, no refund will be made after the Club has made the commitment to the venue/event indicating the number of participants.
 - b) Activities requiring advance payment but no minimum number of participants: When there is no minimum number of participants, but an advance payment is required by the event/venue, members/guests who cancel may have their check or cash returned up until five (5) days before the date of the event.

SECTION 11 – REFUND POLICY – DANCE TICKETS

Dance tickets may be refunded up until four (4) days prior to the scheduled date.

SECTION 12 – THE STANDING RULES

1. The Standing Rules will be uploaded and maintained to the Club Website. The Secretary shall keep a record of the approved Standing Rules for future reference.
2. Any proposed amendment to the Standing Rules will be published to the Club Website for a minimum of 30 days.
3. A notice of the date of the vote by the membership must be announced at a general meeting and published on the Club's website prior to the final acceptance and approval by the Board of Directors.
4. The final vote by the Board of Directors will be at a subsequent Board Meeting.
5. Note: Any member may attend the Board Meeting to express their opinions concerning the proposed Standing Rules.

SECTION 13 – REVIEW OF STANDING RULES

A Standing Rules Review Committee will consist of the Parliamentarian and at least two other members, one to be named by the President and one to be selected from the General Membership. Standing Rules should be reviewed at least every two (2) years.



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SECTION 14 – ELECTIONS

1. Voting Procedure

- a) In order for a vote to be taken at a General Meeting, a Club Officer and Secretary must be present. The Club Officer will serve as Election Chairperson.
- b) Voting shall be by voice vote unless a ballot vote is deemed necessary.
- c) Should a ballot vote be necessary, the President or pro-tem President shall appoint no more than three tellers to pass out and collect all ballots.
- d) Tellers should not have a direct personal involvement in the question or result of the vote. Parliamentarian will oversee voting procedure and read the final report.

SECTION 15 – DEATH OF MEMBER

Upon the death of a Member, a donation not to exceed \$25.00 will be given in memory of the deceased to a charity designated by the family.

SECTION 16 – PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern any matters not specifically covered by these Standing Rules.

SECTION 17 – CONFLICT OF INTEREST

I. Definitions:

- A. Interested Person. Any director, principal officer, or members of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
- B. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
 1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
- C. A compensation arrangement with the organization or with any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest under Section 3b. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

II. Procedures.

- A. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committee with governing board: delegated powers who are considering the proposed transaction or arrangement.



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- B. Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.
- C. Procedures for Addressing the Conflict of Interest.**
1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 3. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
- D. Violations of the Conflict of Interest Policy.**
1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.
- E. Records of Proceedings.**
1. The minutes of the governing board and all committees with board delegated powers shall contain:
 - a. The names of the persons(s) who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the



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nature of the financial interest, any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion, including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

F. Compensation

1. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from the organization for services is precluded from voting on matters pertaining to that members compensation.
3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

G. Periodic Reviews.

1. To ensure that the organization operates in a manner consistent with social purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 - a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.
 - b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in benefit, impermissible private benefit, or an excess benefit transaction

H. **Use of Outside Experts.** When conducting the periodic reviews, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

1. Financial records are accurate, verified by annual audit.
2. Required financial records are done in a timely manner.
3. Minutes of all meeting are accurate.
4. Contracts have been negotiated and signed appropriately



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Approved by the Board of Directors – July 10, 2025

Approved by the General Membership – August 28, 2025

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