

SANTA CLARA UNIVERSITY CATALÁ CLUB

ORIGINAL 1930 PREAMBLE

As the University of Santa Clara has been in existence more than three quarters of a century, and as its expansion is commensurate with its years, it has been thought well to safeguard the pristine glories of the days of Mission and of College, to keep alive their traditions and to secure them their due place in the University.

To obtain this end more efficaciously, an organization has been formed in this year of Our Lord nineteen hundred and thirty, the one hundredth anniversary of the death of Padre Magin Catalá, known as the Holy Man of Santa Clara in whose honor it will be known as the Catalá Club.

That this organization may pursue its objects with greater success, it has been deemed necessary that a constitution and bylaws be written.

CONSTITUTION

ARTICLE I

Name

The organization existing under this constitution shall be known as the Catalá Club of Santa Clara University.

ARTICLE II

Purpose

The objectives of the Santa Clara University Catalá Club are those proper to an organization of service founded for the benefit of all the University. Catalá Club shall stimulate enthusiasm and support for all those educational programs and social functions that assist Santa Clara University in achieving its academic goals. The Club serves the University by providing scholarships for undergraduate students. It instills in its membership vital interest in the history and traditions of the University by particularly promoting the family spirit that had prevailed on campus from early years. Catalá Club remains at the service of the President of the University in those activities considered proper to Santa Clara's general welfare.

ARTICLE III

Membership

Section 1. Active membership in Catalá Club is open to all women, including: alumnae of Santa Clara University, mothers, sisters or relatives of students (past and present), guardians of students, wives of alumni, mothers/relatives of Jesuits, benefactors and friends of the University and to descendants of the early Spanish families of California who link the Catalá Club and the University to their heritages of the past.

Section 2. Honorary membership shall be granted to the mothers of the Society of Jesus and, in special circumstances, to other individuals at the discretion of the Board of Directors. Honorary membership shall be given to each President of the Catalá Club on completion of her term of office.

Section 3. Life membership is no longer granted. Those who attained life membership prior to termination of said membership retain their life membership status.

ARTICLE IV

Officers

Section 1. The officers of the Catalá Club who enjoy voting power shall be President, First Vice President, Second Vice President, Secretary, Treasurer, Assistant Treasurer (appointed by the President), Historian and Immediate Past President. These officers and the Parliamentarian (appointed by the President with non-voting status), together with fifteen elected additional Catalá Club members, shall constitute the Catalá Club Board of Directors. Three Past Presidents who are willing to serve on the Board of Directors will serve as non-voting Advisors.

Section 2. The term of office for the President shall be two years. No President shall serve for more than a total of two consecutive terms. If circumstances dictate, a one-year term may be approved.

Section 3. All the officers of the Club shall be elected annually and they shall perform the duties of their offices until their successors are elected and installed.

Section 4. The President of Santa Clara University shall be asked to appoint the Club's Chaplain who is encouraged to attend all meetings of the Club.

ARTICLE V

Amendments and Repeals

The original Preamble of 1930 shall stand as written. The updated Constitution and Bylaws reflect the Club's growth and bring it up to today's standards. The Bylaws may be amended or repealed at any general meeting of the Club by an affirmative vote of two-thirds of the members present, provided that such amendments or repeals have been introduced and approved at the previous meeting of the Board of Directors. The general membership is to be notified in writing one month prior to voting.

BYLAWS

ARTICLE I

Duties of Officers

Section 1. The President of Catalá Club shall preside over general meetings of the Club and over those of the Board of Directors. While presiding at meetings, the President shall introduce the agenda items and invite discussion by the body, reserving her opinion until the end of discussion, so as to avoid influencing the body. She shall appoint all standing committee chairs. She shall serve as an ex-officio member of all committees except the Nominating Committee. She shall serve as an ex-officio member of the Santa Clara University Board of Regents. A year-end oral report shall be given at the yearly Installation of the Officers meeting. A written report is presented to the incoming President.

Section 2. The First Vice President performs the duties of the President during her absence, her inability to preside or when requested to do so by the President. She shall render to the President any desired assistance and she shall act as Program Chair responsible for coordinating monthly programs.

Section 3. The Second Vice President shall act as Membership Chair and perform the duties of First Vice President during an enforced absence or when assigned a special duty by her or by the President.

Section 4. The Treasurer receives all the monies that come to the Club and shall disburse same under the direction of the Board of Directors. She shall keep an accurate account of receipts and disbursements and report both to the Board of Directors at its regular meetings. A majority vote of the Board of Directors shall be necessary for any financial transactions.

Section 4a. The Treasurer is responsible to prepare an annual operating budget. This budget will be presented for approval to the Board of Directors at its first Board meeting in the Fall. The Treasurer shall have the authority to proceed with non-budgeted expenditures relating to SCU Catalá Club business and/or non-budgeted expenditures that facilitate Catalá Club operations that do not exceed \$300. Any and all non-budgeted expenses in excess of \$300 require Board approval. The Treasurer shall have the authority to approve payment of budgeted expenses upon receipt of proper documentation.

Section 4b. The Treasurer shall arrange for deposits of all monies in the SCU Catalá Club Agency Account.

Section 4c. At mid-year and at the end of each year, funds from the SCU Catalá Club Agency Account may be withdrawn and assigned to an existing Catalá Club undergraduate fully endowed student scholarship. The name Catalá Club shall appear on all its scholarships. The name of that person or event being honored may precede the Catalá Club title. Total amount of each endowed scholarship shall be determined by the Financial Aid Office of the University. Scholarship funds may be deposited into any Catalá Endowed Scholarship Fund as determined and approved by the Board. Throughout the year, as required according to the action of the Board of Directors, the Treasurer may withdraw or assign funds from the SCU Catalá Club Agency Account to be used for projects or programs within the mission of SCU Catalá Club and which have been previously approved by the Board of Directors.

Section 4d. The Treasurer of the Catalá Club shall make a financial report at each Board of Directors Meeting and, when deemed necessary, at General Meetings of the Club.

Section 4e. At the end of each fiscal year, the Treasurer shall prepare a written report of monies given by Catalá Club in support of its scholarships and other approved projects or programs at the University during the past twelve months. The report will be read at the Board of Directors and General Meetings of the Club.

Section 4f. The Treasurer shall arrange for the deposit of all monies in the SCU Catalá Club Agency Account. Disbursement of funds may be authorized by either the President, the Treasurer or the Assistant Treasurer.

Section 5. The Assistant Treasurer plays an important role in the separation of duties in the treasury function. She shall work with the Treasurer to ensure same, with specific duties assigned by the Treasurer. The Assistant Treasurer is appointed by the President.

Section 6. The Secretary shall attend all general meetings of Catalá Club and those of the Board of Directors. She shall keep complete and exact records of the proceedings of said meetings. At the Board of Director meetings, she shall call the roll.

The Secretary shall keep a permanent record of all Club meetings and its business including: attendance, agendas and minutes, newsletters, correspondence, financial reports, etc. At the end of the year, this record shall be handed over to the Santa Clara University Archive Collection for permanent safekeeping.

She shall present incoming correspondence at a regular meeting of the Club and at the Board of Director meetings when so directed by the President. At the direction of the President, she shall handle outgoing correspondence.

She shall perform other duties pertinent to her office as the President and the Board of Directors may require.

Section 7. The Chaplain shall be asked to open the Club's General and Board of Director meetings with a prayer. He shall be asked to assist the Club in its spiritual activities, share campus news and be available for consultation in other matters.

Section 8. It shall be the duty of the Historian to familiarize herself with the history of the Catalá Club and keep a chronicle of the meetings, events and activities undertaken and accomplished by the Club. She will keep a record that shall contain press notices, programs, snapshots and similar items. She shall periodically incorporate materials in the Club's archive for permanent safekeeping in the Santa Clara University Archive Collection. Costs associated with this responsibility will be submitted to the Treasurer for reimbursement in a timely manner.

Section 9. The Board of Directors shall plan and adopt ways and means of carrying out the objectives of the Club. Only such business approved by the Board shall be presented to the general membership. The Board shall authorize the payment of current expenses and exercise general supervision over the activities and affairs of the Club.

Section 10. Except for illness or other excused absence, any member of the Board of Directors who is absent from three consecutive meetings automatically forfeits her place on the Board. A replacement is then named by the President.

Section 11. At the expiration of her term, all Board members shall transfer all records, documents, official correspondence and similar materials in their possession to their successor.

Section 12. The current Bylaws shall be kept as the official record by the current President, the current Parliamentarian and the current Board Secretary in a format that is easily transferable, eg. Document, download, memory stick. At term end of these named Club Officers, such Officers shall transfer the Bylaws to their appropriate successors.

ARTICLE II

Committees and Special Duties

Section 1. At the first general meeting of the new Board of Directors, the President shall name the various committee chairs on the new Board and she shall introduce same at the first general meeting of the Club.

Section 2. The Chairs of all fundraising events shall be appointed by the President from the Board of Directors or the general membership. The Chairs of fundraising events for the coming year shall be appointed as soon as possible after the current year's events.

Section 3. All other chairs or committee heads are to be chosen by the President from either the Board of Directors or from the general membership of the Club.

Section 4. Each committee Chair or head forms her respective committee and may expand it as needed. The President, however, shall be consulted prior to committee expansion.

Section 5. The Parliamentarian, preferably a Past President, shall be appointed by the President. She shall assist the incoming President as to correct procedures at formal meetings. She shall be the responsible Chair of the Bylaws and Standing Rules Committee. The Parliamentarian shall be a non-voting member of the Board of Directors.

Section 6. The Publicity Chair may be appointed by the President, and she will inform members and the public (when appropriate) of the time, place and other information regarding meetings and events. No information shall be given to the press except through the Publicity Chair after prior consultation with the President and Board of Directors, adhering to Santa Clara University publicity policies and guidelines.

Section 7. The Communication Chairs shall be appointed by the President. They shall have the duties of updating the Club's website, social media and other online activities of the Club, publishing the Catalá Club Newsletter on a monthly basis, and delivering the Newsletter and any other communication as directed by the President or the Board to the membership via email or by mail in the event the member does not have access to email or prefers delivery by regular mail.

ARTICLE III

General Meetings

Section 1. The general meetings of the Catalá Club shall be held on the third Wednesday of every month excluding June, July and August. On consultation with the Board of Directors, dates may be changed to a more convenient day. No general meeting will be held during the months in which fundraisers are held. The program for general meetings shall be sent to membership at least two weeks in advance via email or by mail if the member does not have access to email or prefers delivery by regular mail.

Section 2. Special general meetings of the Catalá Club may be called by the President or at the written request of twenty members. Such general meetings may be held with six days prior notice provided to membership by mail or email by the Secretary. It is preferred that such notice be given via email to save the costs of mailing except in the event a member does not have access to email or prefers delivery by regular mail.

ARTICLE IV

Meetings of the Board of Directors

Section 1. The Board of Directors meetings shall be held on the first Wednesday of the month. On consultation with the Board of Directors, the day may be changed to a more convenient day. There shall be a minimum of eight (8) meetings of the Board of Directors per year.

Section 2. Special meetings of the Board of Directors may be called by the President or at the written request of five Directors. Such meetings may be held with two days prior notice provided. Such notice may be given by mail, email or telephone; email is preferred to save the costs of mailing.

Section 3. The President is empowered to call special meetings of an Executive Committee composed of a quorum of five of the following: President, First Vice President, Second Vice President, Treasurer, Communication Chairs, Secretary, Historian, Immediate Past President and Parliamentarian. All members of the Executive Committee must be notified either by email or telephone at least 24 hours in advance of the meeting date. These meetings are called to discuss urgent problems or extraordinary needs.

Section 4. A Board member who is unable to attend an in-person Board meeting on the day of a scheduled in-person Board meeting may attend and participate in that meeting through electronic communication, i.e, telephone, video, on-line platforms eg, Zoom, etc.

Section 5. In the event a matter of business comes before the Board and is not concluded at the meeting so that discussion extends over more than the time of one meeting of the Board, a vote on such matter may be taken by email or mail, according to the following procedure:

The Board member casting a ballot by mail or email must have been present for discussion during at least one meeting when the matter was discussed.

After the last meeting at which the matter was discussed by the Board, the President shall call for a mail ballot.

The President shall then prepare a written ballot on the question before the Board of Directors. The ballot shall state the question before the Board in a manner that will call for a vote either in the affirmative or negative (a “Yes” or “No” vote). This ballot shall be mailed or emailed to all Board members who were present at any meeting when the matter was discussed. Email shall be preferred unless the Board member does not have access to email or prefers delivery by regular mail in which case the ballot shall be mailed, regular U.S. mail.

The ballot shall provide a reasonable time (but not more than 10 days) for return of the ballot. Emailed ballots shall be completed by the Board Member and emailed back to the President, who shall maintain a record of the votes. The Board member may also return the ballot by U.S. mail. A ballot returned by mail shall be deemed returned as of the date it was deposited in the mail, evidenced by the postmark.

At the next meeting of the Board of Directors, or if the matter is time sensitive, at a time and place selected by the President, the President, who has maintained a record, shall announce the votes. The results of the written ballot shall also be announced by email/mail, whichever is appropriate.

ARTICLE V

Guests

All Officers and Directors and the Chaplain are expected to attend the meetings of the Board of Directors. Committee chairs and/or Club members who have business to come before the Board may attend Board meetings as needed. Guests may be invited by the President to attend the meetings of the Board of Directors or by a member of the Board with the prior approval of the President. Guests may be invited to attend general meetings of the Club by any member of the Club.

ARTICLE VI

Quorum

Section 1. Thirty members shall constitute a quorum on voting issues at the general or special meetings of the Club. A quorum of the membership at a General Meeting must be present to conduct business that is subject to a vote by the membership. Unless otherwise specified in these Bylaws, matters subject to a vote at a General Meeting may be passed with a majority of the voting members present, provided a quorum is present at the meeting.

Section 2. Fifteen members shall constitute a quorum at any meeting of the Club’s Board of Directors. A quorum of the Board of Directors at a regular or special meeting of the Board must be present to conduct business that is subject to a vote of the Board. Unless otherwise specified in these Bylaws, matters subject to a vote at a regular or special meeting of the Board of Directors may be passed with a majority of the voting members present, provided a quorum is present at such meeting.

Section 3. Five members shall constitute a quorum at any special meeting of the Executive Committee.

ARTICLE VII

Dues

Section 1. The annual dues for all Catalá Club members shall be determined by the Board of Directors and ratified by the general membership of the Club. Dues are payable by August 15.

Section 2. New members paying dues after March 1st shall have their dues applied to the remainder of that calendar year and the following fiscal year (ending June 30). This does not apply to renewal membership.

ARTICLE VIII

Donations

When needed, donations to the Catalá Club may be solicited; they must be given voluntarily by the donors. When soliciting contributions from individuals, the Catalá member should remind the prospective donor that matching funds are often available from companies or corporations.

ARTICLE IX

Nomination and Election of Officers and Board Members

Section 1. At Catalá Club's January general meeting, a Nominating Committee of seven members shall be named as follows:

Two members are selected by the President from the current Board of Directors. At the General Meeting of the Club, the President shall ask the Parliamentarian to read the Bylaws on nomination (Article IX) and announce the names of the members who served on the Nominating Committee the previous year. No member shall serve for two consecutive years on the Nominating Committee.

The President shall then call for the election of five members and two alternates from the general membership who have been active members in good standing for at least six months and who agree to serve. If such nominee cannot be present at the general meeting, the nominee's written consent may be obtained prior to the meeting and presented at the meeting. This committee of seven members shall meet at the discretion of its Chair to prepare a list of candidates for the offices of President, First Vice President, Second Vice President and other Officers and members of the Board.

Section 2. At the February or March general meeting of the Club, the list of candidates for the Officers and for members of the Board of Directors shall be announced by the Chair of the Nominating Committee or by her appointee. The President shall then ask if there are nominations from the floor. These names, if any, shall be added to the list prepared by the Nominating Committee. Then the President shall ask that all nominations be closed.

Section 2a. If there are no nominations from the floor, it may be moved and seconded that the election takes place immediately.

Section 2b. If there are nominations from the floor, a ballot with write-in space will be provided and an election will take place immediately.

Section 2c. The candidate receiving the majority of votes shall be declared elected to an office or to membership of the Board of Directors.

Section 3. Unless circumstances dictate to the contrary, only members in good standing for a period of one year shall be eligible for election to an office of the Club. It would be beneficial that any person accepting the office of First or Second Vice President consider continuance to the office of President.

Section 4. The members of the Board of Directors shall be elected for a period of two years.

ARTICLE X

Vacancies

All officer vacancies that might occur between elections shall be filled by the appointment of the President from the Board of Directors. Vacancies on the Board shall be filled by appointment by the President from the general membership.

ARTICLE XI

Liturgical Functions

Section 1. Deceased members of Catalá Club will be remembered as a special intention at our chaplain's daily mass. An acknowledgement card will be sent to the surviving relative/family.

Section 1a. During the month of November, a special Memorial Mass shall be offered in the Santa Clara Mission Church for the repose of all deceased members of the Club. A notice of this event shall be sent to each member of Catalá Club at least two weeks in advance of the Mass.

Section 1b. A Day of Recollection shall be held annually during Lent if possible.

Section 1c. Members of the Catalá Club are encouraged to attend the funeral services of deceased members.

Section 1d. Lectors for Masses sponsored by the Club shall be selected from the membership by the Liturgical Chair.

ARTICLE XII
Allocations of Funds

The Board of Directors may allocate funds raised by the membership for purposes that are consistent with the Mission of SCU Catalá Club as set forth in the Constitution. Such purposes include, but are not limited to, “educational programs and social functions that assist Santa Clara University in achieving its academic goals.” The majority of funds raised shall be allocated for scholarships for undergraduate students to be awarded as set forth in these Bylaws. From time to time, the Board of Directors may allocate funds to other projects or programs that the Board may deem appropriate, or the Board may approve funds upon the request of the President of the University or his/her delegate. If the Board considers such an allocation, the matter may be considered and voted upon by the Board of Directors either at a regular meeting of the Board or at a special meeting of the Board that is called for that purpose.

ARTICLE XIII
Rules of Order

Section 1. All questions not covered by this Constitution or Bylaws of the Club shall be governed by Robert’s Rules of Order Newly Revised, using the most current edition.

Section 2. At any general meeting, special meeting, regular meeting of the Board or special meeting of the Board, these Bylaws and/or Standing Rules may be suspended upon motion duly made, seconded and voted upon by the members present provided there is a quorum. Bylaws may be suspended only by a two-thirds vote of the voting members present, voting in the affirmative to suspend the rules. There is no prior notice to suspend the Bylaws or Standing Rules, as suspension of the Bylaws or Standing Rules occurs only in extraordinary or unexpected circumstances. There shall be no suspension of the Club’s Constitution allowed at any time.

STANDING RULES

ORDER OF BUSINESS AT BOARD MEETINGS

- 1) Call to Order
- 2) Prayer/Chaplain’s Report
- 3) Roll Call
- 4) Approval of Minutes
- 5) Correspondence
- 6) President’s Report
- 7) Treasurer’s Report
- 8) Officers’ and Committee Reports
- 9) Unfinished Business
- 10) New Business
- 11) Adjourn

1. President – The incoming President can begin to plan her year and choose Board positions as soon as the election of the new Officers and Board has been held. The President may add additional non-voting members to the Board of Directors, add new committees or make new appointments.

2. Installation of Officers – The incoming President shall announce at the May Board meeting and at the Installation meeting her new appointments (i.e. the Parliamentarian, Liaisons to SCU affiliations and any voluntary positions not filled by an elected Board member.) A recognition announcement will be made at the Installation Mass of the names of those Board Members who are continuing on the Board to fulfill their second term and who were duly installed the prior year.

3. Event Chair – Reserving hotel/club banquet rooms shall be done by the Chair of the event with the approval of the President. These reservations, with the approval of the Treasurer who interfaces with the SCU Finance, will initiate any needed reimbursement. All costs incurred in planning an event must have approval by the President, Treasurer and event chair. The event chair will present a complete written budget for approval to the President and Treasurer (who interfaces with the SCU Finance Office). Any financial changes within the budget line item must be approved in writing by the event chair.

4. Newsletter – All data sent with the Catalá Club’s newsletter should contain the Catalá Club logo. Letters or announcements should have a signature and require prior approval of the President. The method of delivery of the newsletter shall be made by email to all members, except for those members without email access or who request the newsletter be mailed via regular U.S. mail.

5. Immediate Past President – The Immediate Past President shall stay on the Board as a Director with voting power until there is another Immediate Past President.

6. Second Vice President – The Membership Roster will be updated and distributed annually to membership. Names of new members shall be published in the newsletter so that each member can add these names to her Roster to keep it up to date.

7. Treasurer – The Treasurer shall inform the Board of Directors of the proper times to transfer funds into the Scholarship Funds and shall report when funds are dispersed for other projects or programs that have been approved by the Board of Directors.

8. Parliamentarian – The Parliamentarian shall, with the committee selected by the President, suggest necessary changes, improvements or additions to the Bylaws or Standing Rules and present them to the Board of Directors and the general membership for approval. Any changes must be recorded and forwarded to the Membership Chair before printing of the next Roster.

9. Sunshine Chair – The Sunshine Chair will send an appropriate card to family members of a deceased Catalá member. In addition, the Chair will send a card to those Catalá Club members or their immediate family members who are celebrating a special occasion or who have experienced a loss. Costs associated with this duty will be submitted to the Treasurer for reimbursement in a timely manner.

10. Catalá Club Roster – The Roster is a confidential listing for the use of the members of the Catalá Club only and may not be used for solicitations, political, commercial or self-serving purposes.

These Standing Rules and Bylaws have been revised: 1968, 1985, 1991, 1992, 1994, 1995, 1999, 2000, 2007, 2010, 2014, 2021 and 2024.

2023-24 Ad Hoc Bylaws Review Committee

Joanie Cattermole, ex-officio

Rosanne Adona Dianne Bonino

Laurie Hernandez Joanne Moul

Charlene Raisch Jeannie Mahan, Parliamentarian, Chair