



International Ladies' Club

(A Members Club)

Constitution and Rules

1. Name and Location of Club

The Club is called the "International Ladies' Club" or ("ILC") and is located in the Cayman Islands

2. Affiliations

The ILC is not affiliated to any other clubs in the Cayman Islands or overseas. In particular, it is not affiliated to clubs of a similar name which may exist in various countries of the world.

3. Purpose

The ILC is a social club. Its purpose is to create a friendly environment in which ladies can socialize. In particular, its aims are to:

- a. provide a forum that assists ladies intending to take up residence in the Cayman Islands (temporarily or permanently) towards integration in their new environment;
- b. provide a forum for ladies already resident in the Cayman Islands to socialize;
- c. encourage ladies of diverse nationalities to intermingle and provide mutual support; and
- d. organise activities and functions that provide social, physical and intellectual benefits to its members

The ILC is a not-for-profit organisation. It is a members' club and is not a service club or a charitable organisation.

4. Year

For all purposes, the year shall be November 1st to October 31st.

5. Membership Eligibility

The ILC is solely a ladies' club. Membership is available to all female applicants over the age of 18 years of any nationality who are living in the Cayman Islands for whatever length of time. Members who leave Cayman to reside in another country on a permanent or semi-permanent basis may opt to continue their membership for the purpose of receiving, by e-mail, news and event information.

Though husbands/partners and children of Members are normally excluded from functions, they may be invited to participate in certain specified social events or activities throughout the year.

6. Membership Procedures

Ladies who wish to become a Member of the ILC are requested to complete an ILC Membership Form providing personal details. The applicant is also required to pay the Membership Fee and will receive a receipt.

The initial Fee will cover membership until the October 31st following the first registration. Thereafter, Membership Fees will be due on November 1st and should be paid prior to November 30th. Should the annual fee not be paid by February 28th, the member's name will be removed from the membership and mailing lists. **The initial fee for ladies who join on or after September 1 of any given year will be applied to the following membership year November 1 through October 31.**

7. Committee

The ILC is administered by a Committee which consists of up to 14 members all of whom are volunteers. The Committee may co-opt additional permanent or temporary members as the need arises. The Committee may include the following positions:

1. Administration

- **Chairperson**
- **Secretary**
- **Treasurer**
- **Membership Secretary**
- **Newsletter Editor**

2. Activities

- **General Activities Co-ordinator**
- **General Activities Organizers**
- **Mahjong Co-ordinator**
- **Bridge lesson Co-ordinator**
- **Needlecrafters Co-ordinator**
- **Book club Co-ordinator**
- **Coffee Morning Co-ordinator**
- **Luncheon Co-ordinator**
- **Happy Hour Co-ordinator**

A single individual may hold more than one position on the Committee. With the agreement of the Committee, two individuals may share the responsibilities of one position.

Unless otherwise decided by resolution of the Committee, the Committee shall meet to discuss and conduct the business of the Club as required. A quorum shall consist of a minimum of 50% of the members of the Committee.

All decisions of the Committee may be taken by common assent. Provided there is a quorum, any Committee Member present may call for a formal vote, in which case the decision will be by simple majority of those present. In the event of a deadlock, the member chairing the meeting will cast the deciding vote. A resolution in writing or by email signed by a simple majority of all the Committee members in office shall be as valid and effective as if the same had been passed at a meeting of the Committee.

In all other respects, the Committee may regulate its meetings as it sees fit.

As all members of the Committee give of their time and expertise on a totally voluntary basis, solely for purposes of assisting with the organizing of the clubs functions/activities and attending to the

affairs of the Club, Members acknowledge and agree that no cause of action (in contract, tort or otherwise) shall lie at the instance of any Member against a Committee member solely by reason of the Committee member having in good faith discharged any responsibility in her capacity as a Committee member. By payment of her membership fee to the Club, each member waives and releases each and every Committee member from any and all liability for all such acts.

8. Finances

Membership Fees will be set annually by the Committee at a level that will cover all anticipated expenses for the respective year, including subsidies to functions and activities, plus maintain a Reserve at a level to be set by the Committee. Other than these fees, and payments to cover the cost for specific functions or activities attended, the Club is to have no other source of revenue.

The Treasurer will maintain an ILC Current (Checking) Bank Account, and such other bank accounts as are authorised by the Committee, at a Class "A" bank in the Cayman Islands.

The Committee will designate up to four Committee members to act as signatories. All bank transactions shall be authorised by two signatories. The Treasurer shall ensure that the list of designated signatories is kept up to date.

Committee Members may be reimbursed for expenditure they have made on behalf of the Club on presentation of official receipts. All expenditure above CI\$200 must be authorised in advance by the Committee.

The Treasurer is to complete monthly bank reconciliations, and is to present a statement of accounts at each monthly Committee meeting.

Annual accounts from November 1st to October 31st will be presented by the Treasurer at the AGM.

If it is necessary to wind up the Club for any reason there must be an EGM in which the reasons are laid before the members. If it is agreed to wind up the Club all bills must be paid, the accounts audited and the surplus funds passed on to either any successor club formed from present members, another ladies club in the Cayman Islands, or a charity chosen by the EGM.

9. Membership List

The list of ILC members is held by the Membership Secretary for use by the Club. A list including member's names, email addresses and phone numbers will be sent electronically to all members. Members who do not wish to be included on the circulated list will be required to indicate on the membership form. On no account is the list to be used for any commercial purpose, either by Members or any outside organisation, commercial or voluntary.

10. Monthly Functions

A Coffee Morning is held once per month, normally on the first Thursday.

Lunches are held each month, usually on the third Thursday.

No selling, advertising, or soliciting of any kind (other than that which forms a planned part of the function) may take place during any ILC function without the prior written consent of the Committee.

Because of the potential precedents that could be created, this prohibition applies equally to commercial organisations, not-for-profit organisations, members and visitors.

There are no official ILC functions during July and August.

11. Attendance at Functions

Prospective Members and guests of Members are welcome to attend ILC functions. Guests will be asked to pay a slightly higher fee at subsidized events.

12. Activities

Under normal circumstances, only ILC Members are allowed to join in any of the ILC organised activities. Where fees are required, they must be paid upon sign-up in CI\$ and a receipt issued.

13. Annual General Meetings

The Annual General Meeting will be convened at the discretion of the committee in each calendar year to enact the following business:

- a. the Treasurer will provide a report on the Club's finances over the previous 12 months;
- b. the Members of the Committee will be decided. Where more individuals are nominated than there are corresponding vacancies, an election shall be held.
- c. any other business communicated to the Secretary and included in the notice of the meeting sent by her to the Members may be conducted.
- d. any other business

14. Extraordinary General Meetings

An extraordinary general meeting may be convened at any time and must be convened within 21 days on the written request of 15 Members of the Club. Any such request must state the purpose for which a meeting is required and must be submitted to the Secretary.

15. Notice of Meetings

At least seven days before an annual general meeting, the Secretary must send to every member at her email address a notice of the meeting stating when and where it will be held and the business to be conducted.

16. Business at a General Meeting

The business at any general meeting must be limited to that set out in the notice convening the meeting. The quorum at any general meeting is 10 Members. Should a vote be required during any meeting of the Club, each paid-up member has one vote.

17. Chairing of Meetings

The Committee members present shall choose a member to chair each meeting of the club and the Committee.

18. Guests

Members are encouraged to bring guests to functions/activities hosted and/or facilitated by the Club. **Members who elect to have liability waived at functions held in her home** shall apprise guests of the liability waiver.

19. Modification of Rules

No alteration or addition to these rules may be made except by resolution carried by a simple majority of Members present at a general meeting, notice of which contains particulars of the proposed alteration or addition.