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By-Laws: Options, Inc.

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OPTIONS, INC.

EY-LAWS

ARTICLE I - Name

This corporation shall be known by the name of Options, Inc., incorporated under the laws of the State of Florida on October 17, 1972.

ARTICLE II - Objectives

The objectives of this corporation shall be to sustain the business and to fund services and provide part-time employment for women. In making decisions about allocating profits, the Board shall also consider paying dividends to shareholders whenever they feel this is possible.

ARTICLE III - Shares & Votes

Section 1.

Shares of Options, Inc. shall be sold at \$25.00 a share. Each share entitles the shareholder to one vote on each voting decision made at the shareholders meetings.

Section 2.

The two (2) initial retail store coordinators shall be reimbursed, in lieu of wages, by the payment of one (1) share of stock each, every two (2) weeks for the first two (2) months after opening or until the Board decides otherwise; said shares not to accrue to persons not already shareholders of the corporation at the time of incorporation until 12 months after the date of incorporation.

Section 3.

The three (3) initial crafts coordinators shall be reimbursed, in lieu of wages, by the payment of one (1) share of stock each for every 50 hours of coordinating time spent for the first two (2) months after opening or until the Board decides otherwise; said shares not to accrue to persons not already shareholders of the corporation at the time of incorporation until 12 months after the date of incorporation.

Section 4.

All persons donating items (having a market value of \$25.00 or more) to the corporation for use in the business shall be reimbursed by stock at the discretion of the Board.

Section 5.

Voting privileges may be earned equivalent to the vote of one (1) share for:

- a. each 25 hours of time given in remodeling and preparing the business;
- b. a pledge of monthly donations for a six (6) month period.

ARTICLE III, Section 5 (continued)

These voting privileges may be obtained from the closing date of the property purchased until the date the preparations and remodeling have been completed. This date shall be determined by the Eoard. Thereafter, these voting privileges can no longer be obtained. These voting privileges may be exercised until after the semi-annual shareholders meeting in October of 1973.

ARTICLE IV - Shareholders Meetings

Section 1.

There will be two (2) semi-annual shareholders meetings. One shall be held in October for the election of the Board of Directors and one in April for the purpose of examining and reconsidering the philosophy, goals and priorities of Options, Inc.

Section 2.

Six (6) or more shareholders may request a special meeting of shareholders at any time by petitioning one of the officers. It will be the responsibility of the Board to set the time and place for the meeting within 30 days of receipt of petition and notify each shareholder.

ARTICLE V - Board of Directors

Section 1.

The Eoard of Directors shall consist of nine (9) persons. Two (2) of whom shall be staff members elected by the paid retail staff and the paid crafts staff, respectively, to serve a term of one (1) year. The remaining seven (7) shall be elected in a secret ballot by the shareholders of Options, Inc. either present or by written proxy to serve a term of one (1) year. In the event of a vacancy, the Eoard shall appoint a successor.

Section 2.

No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or being a member of the Board of Directors in the corporation but shall be a member of the women's liberation movement in Jacksonville.

Section 3.

A nominating committee of not less than three (3) persons with less than half of the total number from the Eoard and the remainder from the shareholders shall be appointed by the Board of Directors in the month of August each year. The nominating committee shall present its slate of nominees, in writing, to the shareholders at least 30 days prior to the first semi-annual shareholders meeting held each October. At this meeting, nominations shall also be accepted from the floor.

ARTICLE V (continued)

Section 4.

Each share of stock shall entitle the shareholder to one vote for each Director or seven (7) votes to use in any combination for one or more Directors. When more than seven (7) persons are nominated, the seven (7) receiving the most votes shall be the elected Directors, along with the two (2) Directors elected by the paid staffs.

Section 5.

The officers of the corporation shall consist of three vice-chairpersons, who shall be elected by the Board of Directors following their election at the October meeting. The three officers shall coordinate all duties and responsibilities of the Board of Directors.

Section 6.

The Board of Directors shall meet at least once a month with five (5) members, including at least one vice-chairperson.

Section 7.

It will be the duty of the Board of Directors to inform each and every shareholder, by written notice, of the time and place 30 days prior to the shareholders meetings.

Section 8.

The Board of Directors from time to time shall determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation, or any of them, shall be open to the inspection of the shareholders; and no shareholder shall have any right to inspect any account or document of the corporation, except as conferred by a statute or authorized by the Board of Directors, or by resolution of the shareholders.

Section 9.

The Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

Section 10.

The Board of Directors shall be responsible for securing and replacing all paid staff members, at the recommendation of the coordinators. Also at the coordinators' recommendations, the Board shall consider additional paid staff members.

ARTICLE VI - Salaried Retail Staff

The retail books and crafts store will open initially with a paid staff consisting of two (2) coordinators who shall be responsible for bookkeeping, ordering, maintenance, display, advertising, sales, clerical needs of the crafts program, scheduling use of the building and coordinating schedules for activities done through the facilities. The initial and all succeeding coordinators shall be responsible for training other staff members to become coordinators and shall share in all duties. Every staff member shall be either a coordinator or an apprentice coordinator. The positions of the two (2) coordinators shall rotate among the staff as it increases. All staff members shall be responsible for briefing incoming personnel. The retail staff and the crafts staff shall work closely together.

ARTICLE VII - Salaried Crafts Staff

The crafts workshop and program shall open initially with three (3) coordinators who shall be responsible for developing teaching schedules, hiring teachers, training additional staff members to rotate as coordinators when the staff increases, equipping and scheduling the use of the workshop, and keeping the retail store supplied with craft items and their pricing. The crafts people, including the coordinators, shall receive their monies from consignment of crafts items, teaching, original design work and any other methods deemed fair by the Board of Directors. The coordinators shall be responsible for advising the retail store of their clerical needs. The two (2) staffs shall work closely together.

ARTICLE VIII - Amending Ey-Laws

Section 1.

The shareholders shall have the power to make, alter, amend or repeal the by-laws of the corporation by an affirmative vote of a majority of the shareholders.

Section 2.

The Board of Directors shall have the power to make, alter, amend and repeal the by-laws of the corporation by affirmative vote of a majority of the Directors.

Section 3.

All by-laws made by the Board of Directors may be altered, amended or repealed by an affirmative vote of a majority of shareholders.