

CONSTITUTION AND BYLAWS

BUSINESS WOMEN'S NETWORK

ARTICLE I - Name

Section 1. Name. The name of this organization shall be Business Women's Network (BWN).

ARTICLE II - Purpose

Section 1. Purpose. The purpose of the Business Women's Network shall be to promote growth and development of commerce in our community.

ARTICLE III - Membership

Section 1. Membership. Any person who subscribes to the purpose of Business Women's Network shall be eligible for membership.

ARTICLE IV - Officers

Section 1. Officers.

- (a) Elected officers shall be the President, Vice-President, Secretary, and Treasurer.
- (b) Elected standing committee chairs shall be the Program, Communications, and Membership Committee Chairs.

Section 2. Term of Office.

- All officers and standing committee chairs shall be elected for a term of two years, with no limit on number of elected terms.

Section 3. Nominations.

- (a) The President shall appoint a Nominating Committee of three members in January of each year.
- (b) The Nominating Committee shall publish its report in a newsletter received by the membership prior to the annual business meeting.
- (c) The report of the Nominating Committee shall be presented at the annual business meeting.
- (d) Additional nominations may be made from the floor by any dues-paying member, provided that the consent of the nominee shall have been secured.

Section 4. Elections.

- (a) Election of officers shall be held at the annual business meeting in May.
- (b) Election shall be by a majority of those present and voting at the annual business meeting.
- (c) The Vice-President, Treasurer, Program Chair and Communication Chair shall be elected in odd-numbered years.
- (d) The Vice-President, Secretary and Membership Chair shall be elected in even-numbered years.

Section 5. Vacancies. Vacancies on the Executive Committee shall be filled by vote of the Executive Committee for the unexpired term.

ARTICLE V - Duties of Officers

Section 1. President.

- (a) The President shall preside at all membership meetings and meetings of the Executive Committee.
- (b) The President may, on the absence or disability of the Treasurer, sign or endorse checks, drafts and notes.
- (c) The president shall be, *ex officio*, a member of all committees except the Nominating Committee.
- (d) The President shall have such usual powers of supervision and management as may pertain to the office of President and perform such other duties as may be designated by the Executive Committee.

Section 2. Vice-President.

- (a) The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President.
- (b) The Vice-President shall act as an assistant to the President.
- (c) The Vice-President and the Program Chair shall be responsible for program development, physical arrangements, and publicity.
- (d) The Vice-President shall be responsible for publication of the yearbook with the assistance of the Membership and Program Chairs.

Section 3. Secretary.

- (a) The Secretary shall keep a complete and accurate record of minutes of all general business and Executive Committee meetings.
- (b) The Secretary will maintain a file of official correspondence and papers.

Section 4. Treasurer.

- (a) The Treasurer shall have charge of all funds, collect all dues, and keep full and accurate records of same.
- (b) The Treasurer shall make regular financial statements to the Executive Committee.
- (c) The Treasurer shall sign or endorse checks, drafts, and notes.
- (d) The Treasurer shall pay promptly all bills incurred by the Business Women's Network.
- (e) The Treasurer, with the help of the Executive Committee, shall prepare the annual budget.

ARTICLE VI - Standing Committees

Section 1. Standing Committees. The standing committees shall be the Executive, Communications, Program, and Membership.

Section 2. Executive Committee.

- (a) The Executive Committee shall consist of the elected officers, the elected chairs of standing committees, and an optional designated representative of any subgroup.
- (b) The elected members may appoint such additional Executive Committee members as they deem necessary, not to exceed six.
- (c) The Executive Committee shall have full charge of the property and business of the organization, with full power and authority to manage and conduct same, subject to the instructions of the general membership.
- (d) The Executive Committee may create and designate such special committees as it may deem necessary.
- (e) The Executive Committee shall be responsible for approving policy, action, and official statements made in its name.
- (f) There shall be at least six meetings of the Executive Committee annually.
- (g) The President may call special meetings of the Executive Committee and shall call a special meeting upon written request.
- (h) The Executive Committee shall monitor relevant legislation.
- (i) Each officer shall handle correspondence relevant to her position.
- (j) The Executive Committee shall submit proposed budgets to the membership.

Section 3. Communications Committee.

- (a) The Communications Committee shall be responsible for publishing a newsletter on a regular schedule decided by the Executive Committee.
- (b) The Communications Committee shall contact all dues-paying members prior to each membership meeting through the newsletter mailing.

Section 4. Program Committee. The Program Committee shall be responsible for providing a program for each membership meeting.

Section 5. Membership Committee.

- (a) The Membership Committee shall be in charge of membership recruitment and development.
- (b) The Membership Committee shall maintain a current and accurate list of members.

ARTICLE VII - Financial Administration

Section 1. Dues. Annual dues of \$75.00 shall be payable upon joining or at the beginning of the fiscal year.

Section 2. Fiscal Year. The fiscal year shall begin on January 1.

Section 3. Budget. A budget for the ensuing fiscal year shall be submitted by the Executive Committee to the annual business meeting for adoption

Section 4. Dissolution. In the event of dissolution of Business Women's Network, all monies and other assets will be disposed of by the Executive Committee in a manner consistent with the stated purpose of the Business Women's Network.

ARTICLE VIII - Subgroups

Section 1. Purpose. Members may organize into subgroups to deal with specific single interests, issues, and/or projects.

Section 2. Organization. Each subgroup will organize itself and may choose a representative to report to the Executive Committee.

Section 3. Action. Subgroups may take action only in the name of the subgroup. A subgroup may request that the Executive Committee submit their proposal to the general membership for approval.

Section 4. Termination. A subgroup will disband when its purpose has been accomplished.

ARTICLE IX - Meetings

Section 1. Meetings. There shall be at least eight (8) regular meetings of the membership each year. Time and place shall be determined by the Executive Committee. Business may be conducted at any meeting of the membership.

Section 2. Annual Business Meeting. The annual business meeting shall be held in May of each year. It shall elect officers and standing committee chairs; shall adopt a budget; and shall transact such other business as may properly come before it.

Section 3. Special Meetings.

- (a) The President may call a special meeting.
- (b) The President shall call a special meeting upon the written request of 10 percent of the membership.

Section 4. Quorum. Fifty-One percent of the membership shall constitute a quorum.

ARTICLE X - Action

Section 1. Participation. Any member may attend or submit recommendations to any meeting of any body of this organization.

Section 2. Member Action. Members may act in the name of Business Women's Network only when authorized to do so by the Executive Committee.

ARTICLE XI - Parliamentary Procedure

Section 1. Parliamentary Authority. The rules contained in Robert's Rules of Order, Revised, shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII - Amendments

Section 1. Amendments. These bylaws may be amended by a vote of two-thirds of the members present and voting at any meeting, provided that the amendment was submitted to the membership in writing prior to the meeting.