

CONSTITUTION AND BYLAWS WOMEN'S NETWORK, INC.

Adopted on April 18, 1981
Last Amended on May 14, 2009

Article I Name

The name of the organization shall be Women's Network, Inc.

Article II Purpose

The purpose of the Women's Network shall be to empower and support women through:

- (a) education, including education of the community regarding women's issues and concerns;
- (b) communication among groups focused on women's issues and between the Women's Network and the public;
- (c) initiation and coordination of action for improving the status of women.

Article III Membership

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

Article IV Officers

Section 1. Officers

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

Section 2. Term of Office

- (a) The President-Elect shall serve one year as President-Elect and the following year as President.
- (b) All other officers and standing committee chairs shall be elected for a term of two years.
- (c) The officers' terms shall start at the conclusion of the annual business meeting in May.

Section 3. Nominations

- (a) A Nominating Committee of three (3) members shall be elected at the annual meeting each year to serve one 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) The report of the Nominating Committee shall include nominees for the nominating committee for the upcoming year.

- (e) Additional nominations may be made from the floor by any dues paying member, provided that the consent of the nominee(s) shall have been secured.

Section 4. Elections

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

- (a) The President-Elect shall, in the absence or disability of the President, perform the duties and exercise the powers of the President.
- (b) The President-Elect shall act as an assistant to the President.
- (c) The president-elect shall be responsible for the selection process for history maker of the year and shall assist the program chair with the March history maker of the year/women's history month program.

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 Women's Network.
- (e) The Treasurer, with the help of the Executive Committee, shall prepare the annual budget, which shall be approved by the executive committee prior to presentation to the membership for approval at the annual business meeting in May.

Article VI Standing Committees

Section 1. Standing Committees

The standing committees shall be the Executive, Communications, Program, Membership, and yearbook.

Section 2. Executive Committee

- (a) The Executive Committee shall consist of the elected officers, the elected chairs of standing committees, and designated representatives of any interest group, if determined by the executive committee.
- (b) The elected members may appoint additional Executive Committee members as they deem necessary.
- (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 the name of women's network.
- (f) There shall be at least six (6) 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 of ten per cent of the local dues-paying membership.
- (h) The Executive Committee shall monitor relevant legislation.
- (i) Each officer shall handle correspondence relevant to her position. other than "thank-you" notes, the president shall be copied on all correspondence, written or electronic.

Section 3. Communications Committee

- (a) The Communications Committee shall be responsible for publishing a monthly newsletter except for June, July, and August.

Section 4. Program Committee

- (a) The Program Committee shall be responsible for providing a program for each membership meeting.
- (b) The Program Chair, in cooperation with the Communications Chair, shall provide press releases and other information on meetings open to the public and other special events of Women's Network to the available media sources in the greater Bartlesville area.

Section 5. Membership Committee

- (a) The Membership Committee shall be in charge of membership recruitment.
- (b) The Membership Committee Chair shall maintain a current and accurate list of members and shall ensure that an accurate mailing label list is available.
- (c) The Membership Committee Chair, in cooperation with the program chair, is responsible for the September membership meeting. The Membership Committee Chair is also responsible for providing new member forms at every membership meeting and getting new member information to the Treasurer and the Communication's Chair.

Section 6. The yearbook committee shall consist of the Membership Chair, the Program Chair, the Communications Chair, and the Treasurer. Said officers shall work together so that the yearbook can be ready for distribution at the October meeting, at the latest.

Article VII Financial Administration

Section 1. Dues

Annual dues (the amount to be determined by the Executive Committee) shall be payable upon joining or at the beginning of the fiscal year.

Section 2. Fiscal Year

The fiscal year shall begin April 1. (Note: This is an IRS requirement.)

Section 3. Budget

(SEE ARTICLE V, SECTION 4, (e).)

Section 4. Dissolution

In the event of dissolution of Women's Network, all assets shall be transferred to another 501(c)(3) organization, as determined by a majority vote of the local dues-paying members and pursuant to the requirements of federal law.

Article VIII Interest Groups

Section 1. Purpose

Members may organize into interest groups to deal with specific single interests, issues, and/or projects.

Section 2. Organization

Each interest group will organize itself and may choose a representative to report to the Executive Committee.

Section 3. Action

An interest group may request that the Executive Committee approve a proposal for action and submit the interest group's proposal to the general membership for approval.

Section 4. Termination

An interest group will disband when its purpose has been accomplished or when there is no longer interest.

Article IX Membership Meeting

Section 1. Membership Meeting

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 membership meeting.

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 and Nominating Committee members. It shall adopt a budget for the upcoming fiscal year and shall transact such other business as may properly come before it.

Section 3. Special Membership Meeting

(SEE ARTICLE VI, SECTION 2, (g).)

Section 4. Quorum

Twenty percent of the local dues paying membership shall constitute a quorum.

(Note: "Honorary members" (those who do not pay dues) should be so indicated in the Yearbook.)

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 Women's Network only when authorized to do so by the Executive Committee.

Article XI Parliamentary Procedure

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

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