

## **BYLAWS OF THE EDEN PRAIRIE WOMEN OF TODAY**

### **ARTICLE I. Name**

Section 1. The name of this corporation shall be the Eden Prairie Women of Today.

### **ARTICLE II. Purpose, Mission Statement and Creeds**

Section 1. To promote civic, educational, social and recreational activities for the members of this corporation.

Section 2. To provide an opportunity for leadership training and development.

Section 3. To foster a spirit of Americanism in chapter members.

Section 4. The mission of this corporation is to help women improve their own lives and the lives of the people in the communities around them. The organization shall be a place in which women are actively encouraged to become involved and hold positions of leadership. This organization shall provide opportunities for members to:

- A. Contribute to their communities by raising funds for worthy causes and by providing services or education to benefit community members.
- B. Develop and foster skills and talents related to becoming successful individuals, interacting well with other people, and becoming capable leaders.
- C. Develop friendships and find personal support within the organization.

Section 5. Minnesota Women of Today Creed: We, the Women of Today, are Service, Growth, and Fellowship. We believe that through us great lessons can be learned, worthy deeds performed, and a hand of fellowship extended to millions of women everywhere. May we leave this world a better place because we lived and served within it.

Section 6. United State Women of Today Creed: We, the United States Women of Today, are dedicated to serving our community and nation, are committed to strengthening our individual talents, and stand united by our friendship and belief in the future.

### **ARTICLE III. MEMBERSHIP**

Section 1. This organization is a member of the Minnesota Women of Today in regard to the payment of dues; support of projects, whenever possible; and compliance with bylaws and policies.

Section 2. This organization is a member of the United States Women of Today in regard to the payment of dues, support of projects whenever possible, and compliance with bylaws and policies, when not in conflict with those of the Minnesota Women of Today.

Section 3. This organization is a member of the District 11 Women of Today in regard to the payment of dues, support of projects, whenever possible, and compliance with bylaws and policies, when not in conflict with those of the Minnesota Women of Today.

Section 4. The objectives of this corporation are purely civic, educational, social and recreational. It is not organized for religious, political, or private purposes and shall not function for profit or for personal gain to any of its members.

Section 5. A member in good standing is any person when his/her dues are paid.

Section 6. Honorary membership may be extended to any person by a 2/3 (two-thirds) vote of members present and voting at any general membership meeting.

### **ARTICLE IV. FISCAL YEAR AND DUES**

Section 1. The fiscal year shall begin May 1<sup>st</sup> and end April 30<sup>th</sup> of each year.

Section 2. Annual dues for members of this organization shall be \$5.00 over the State and National fee.

Section 3. A member who transfers within the State of Minnesota shall not have to pay any dues until his/her next due date. A transfer in from out of state shall be regarded as a new member in regards to state and local dues.

Section 4. Any member whose dues are not paid by his/her anniversary quarter shall lose all voting privileges.

#### **ARTICLE V. FINANCE**

Section 1. The official bank of this corporation shall be the Community Bank of Eden Prairie.

Section 2. The President or the Treasurer shall be required to sign the checks. The Secretary may sign checks in the absence of both the President and the Treasurer.

Section 3. The budget committee shall be made up of the President, the Treasurer, the Immediate Past President and Past Treasurer. A proposed budget shall be presented by the June general membership meeting.

Section 4. The board of directors shall have the authority to authorize disbursements of \$25.00 or less. All disbursements in excess shall be made only upon authorization of the general membership.

Section 5. Liability insurance shall be obtained through the Minnesota Women of Today with remittance made annually at the request of the state organization.

#### **ARTICLE VI. OFFICERS AND DUTIES**

Section 1. The officers of this corporation shall be the President, the Vice President of Membership, the Vice Presidents of Programming, the Secretary, the Treasurer, the State Delegate, the Immediate Past President, and the Parliamentarian.

Section 2. The duties of the officers shall be as follows:

**A. President**

1. Shall preside at all general, special, and board meetings of this corporation, and perform all the duties pertaining to her office.
2. Shall be an ex-officio member of all committees, except the nominating committee.
3. Shall monthly complete and submit the chapter's President report to the district director.

**B. Vice President(s)**

1. Shall preside at the membership, board of directors, and special meetings in the absence of the President.
2. The Internal Programming Vice President shall immediately succeed to the office of President in the event of a vacancy in that position.
3. Shall oversee the Local Program Managers.
4. Shall aid the State Delegate in completing his/her quarterly report.
5. The Vice Presidents shall complete these tasks as appropriate to their positions.

**C. Secretary**

1. Shall keep and record minutes of all proceedings, prepare correspondence, and perform such other duties as the office requires.

**D. Treasurer**

1. Shall issue notice of dues payable and be responsible for the collection thereof.
2. Shall keep the books of the corporation, disburse funds upon authorization, and regularly report monthly on the financial condition of the corporation.
3. Shall file all sales tax forms and income tax forms before they are due.
4. Quarterly shall send the state and national dues to the Minnesota Women of Today Chapter Service Center.

5. Monthly shall submit new members, along with any address changes or transfers, to the chapter service center.
6. Upon completion of a project, shall aid in filling out the correct transmittal form and sending copies to the state Treasurer and appropriate State Program Managers.
7. Shall serve as chair of the budget committee.

E. State Delegate

1. Shall represent the chapter as the voting delegate at district and state meetings.  
**1a.** If additional votes are allotted the chapter, voting delegates shall be selected from the members attending the meeting with the State Delegate heading the delegation.
2. Shall promote attendance of the general membership at all district and state meetings, at the area spring meeting, and at visits to other chapters.
3. Shall attend to district and state correspondence.
4. Shall see that news articles concerning the local chapter are submitted to the state *Newsletter* for publication. (Unless delegated to public relations or a newsletter local program manager.)
5. Quarterly shall thoroughly complete and promptly send in the State Delegate's report to the district director.

F. Immediate Past President

1. Shall act as an advisor to the board of directors.
2. Shall serve as chair of the nomination committee.
3. Shall assume the role of parliamentarian if no other member fills the role.

G. Parliamentarian

1. Shall advise the President and work with him/her in selecting the proper procedure to transact business.
2. Shall serve as chair of the bylaws and policy review committee.
3. Shall be responsible for sending the chapter's bylaws and policies to the State Parliamentarian and District Director and keeping them updated on revisions made during the course of the year.
4. Shall have a copy of the bylaws and policies with him/her at every meeting.

**ARTICLE VII. BOARD OF DIRECTORS**

Section 1. This board shall be composed of the officers of the corporation.

Section 2. This board of directors shall meet monthly or at any time deemed advisable by the President or a majority of the members of the board.

Section 3. The board of directors shall be authorized to act on all matters relative to the policies of the corporation, its welfare and membership, and may direct activities for the general good of the corporation.

Section 4. A majority of the board of directors shall constitute a quorum at the board of directors meetings.

Section 5. The general membership can overrule any decision of the board of directors.

Section 6. Any board member who misses three (3) consecutive board meetings without a legitimate reason shall be dropped from the board and a new member appointed to his/her position by the board. See Article VIII, Section 4.

Section 7. Any board member not fulfilling his/her duties may be suspended by a vote of the board of directors. The officer in question shall receive written notice from the board of directors and shall have ten (10) days to show just cause why she/he should not be suspended from his/her term of office.

**ARTICLE VIII. ELECTION OF OFFICERS**

Section 1. The nominating committee shall be composed of three (3) members, with the Immediate Past President serving as chair. Two months before the election meeting, two additional members shall be appointed to this committee from the general membership.

Section 2. The nominating committee shall present its report at or before the election meeting with at least one nominee for each office.

Section 3. The nominating committee shall conduct the election at the annual meeting by secret ballot. Absentee and proxy votes will not be accepted. The candidate receiving the majority number of votes shall be declared elected.

Section 4. Vacancies in any elected office shall be filled by majority vote of the board of directors for the unexpired term of the office; except the Internal Programming Vice President shall succeed to the President in the case of the vacancy in the office of President.

Section 5. The officers of this corporation are elected for a term of one year. Terms will follow the fiscal year. Officers are not eligible for election to the same office until one year has elapsed. An officer in good standing whose current term lasted six months or less will be allowed to renew her position for an additional year without requiring an election

#### **ARTICLE IX. MEETING AND QUORUM**

Section 1. The regular membership meeting will be held the 3<sup>rd</sup> Thursday of each month.

Section 2. The regular meeting on the 3<sup>rd</sup> Thursday of March shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees and for other business that may arise.

Section 3. One-third (1/3) of the membership in good standing, including three members of the board of directors shall constitute a quorum for the transaction of business.

Section 4. Special meetings may be called by the President or a majority of the members, provided a five (5) day notice is given.

#### **ARTICLE X. DISSOLUTION OF THE EDEN PRAIRIE WOMEN OF TODAY**

Section 1. In the event the membership desires to dissolve this corporation, a special meeting shall be called to vote on dissolution of the chapter. A written notice shall be sent to all members, the State President, and the District Director, ninety (90) days prior to the special meeting.

Section 2. This corporation may be dissolved at the special meeting called for that purpose upon the affirmative vote of two-thirds (2/3) of the general membership, provided a quorum is present.

Section 3. Upon dissolution of the chapter, any remaining assets, after the payment of existing debts including money owed to the Minnesota Women of Today, are to be give to organizations organized exclusively for charitable, educational, or scientific purposes as shall, at the time qualify as exempt under section 501 ©(3) of the Internal Revenue Code.

Section 4. Dissolution will not be final until the proper papers have been completed and received by the chapter service center and all required records turned over to the district director.

#### **ARTICLE XI. AMENDMENTS AND SUSPENSION OF THESE BYLAWS**

Section 1. These bylaws may be amended by two-thirds (2/3) vote of the members present and voting; provided that a quorum is present. Before an amendment can be voted on, it must either have been submitted in writing and read to the membership at a regular meeting at least thirty (30) days prior to voting, or have been mailed to each voting member at least ten (10) days prior to the meeting where action will be taken.

Section 2. Such proposed amendments may be revised at the meeting before being acted upon without further notice given to the membership.

Section 3. These bylaws may be suspended by two-thirds (2/3) vote of those present at a meeting provided a quorum is present.

**ARTICLE XII. PARLIAMENTARY AND FINAL AUTHORITY**

Section 1. Robert's Rules of Order Newly Revised shall govern the corporation except when in conflict with these bylaws.

Section 2. The Minnesota Women of Today bylaws and policies shall have the final authority over the Eden Prairie Women of Today.

## **POLICIES OF THE EDEN PRAIRIE WOMEN OF TODAY**

### **A. POLICY**

1. This set of policies is presented to assist members in understanding the operations and function of this corporation. It includes motions and policies adopted during regular membership meetings and explanations of methods of operations.
2. These policies shall be reviewed and revised as necessary at any Board meeting or regular meeting without prior notification.

### **B. OUTSIDE REQUESTS**

1. No officer, director, or member of this corporation shall publicly state any policy, enter into any agreements, or otherwise obligate this corporation except upon authority of the general membership provided, however, that if a question must be decided on prior to the next general membership meeting it may be decided by the board of directors.

### **C. FINANCES**

1. The President and the State Delegate or their alternates shall have their registrations paid to all state, area and district meetings, for the portion attended, if treasury allows.
2. If chapter members register for district meetings and do not attend, they shall pay their own registration, or reimburse the chapter, if requested by the host chapter.

### **D. COMMITTEES**

1. The board of directors shall determine the standing committees deemed necessary and proper to fulfill the object and purpose of the chapter.
2. Each committee (standing or specific) shall submit a written report upon completion of the project.

### **E. GIFTS**

1. The Eden Prairie Women of Today will contribute \$10.00 each year towards the purchase of a gift for the outgoing District Director of their district, if funds allow.
2. The Eden Prairie Women of Today will contribute \$5.00 each year towards the purchase of a gift for the outgoing President of the Minnesota Women of Today, if funds allow.

### **F. AWARDS**

1. The following awards shall be given out at the end of the year.
  - A. Outstanding Member of the Year shall be voted on by the general membership at the monthly meeting in April.
  - B. Outstanding Officer of the Year shall be voted on by the general membership at the monthly meeting in April.
  - C. Outstanding New Member of the Year shall be voted on by the general membership at the monthly meeting in April.
  - D. Outstanding Chairman of the Year shall be voted on by the general membership at the monthly meeting in April.
2. Further awards may be decided on at the close of the year at the discretion of the President.

### **H. STATE OFFICERS AND PROGRAM MEMBERS**

1. Any local member running for a State Office or State Program Manager should obtain the endorsement of the local chapter.
2. Any local member serving as a member of the executive council shall be an ex-officio member of the board of directors without voting powers.

### **I. PERMANENT RECORDS**

1. Incorporation records will be kept in a safe place with the President and Treasurer having access to them.
2. Permanent records shall consist of secretary's notes, agendas, local plan of action booklets, a financial report, tax forms, insurance papers, and a list of charter members.
3. All of the Treasurers' records shall be kept by the current Treasurer for seven (7) years.
4. All other records shall be made available to chapter members after three (3) years. If not claimed, they may be destroyed.