

## **GFWC VIRGINIA BYLAWS**

### **ARTICLE I - NAME**

This organization shall be known as the General Federation of Women's Clubs of Virginia hereinafter referred to as GFWC Virginia.

### **ARTICLE II – OBJECT**

The object of this non-profit organization shall be to bring into closer unity the women's clubs of GFWC Virginia in order to promote, through their common interest, the cultural, educational and environmental welfare of the Commonwealth. GFWC Virginia is organized exclusively for charitable, educational and scientific purposes, including for such purposes the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal tax code.

No part of the net earnings of GFWC Virginia shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that GFWC Virginia shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of GFWC Virginia shall be the carrying on of propaganda. This organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, GFWC Virginia shall not carry on activities other than those permitted by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code.

### **ARTICLE III – MEMBERSHIP**

#### **Section 1. Classes of Membership**

- A. Woman's Club - A club whose purpose is germane to the work of GFWC Virginia.
- B. Junior Woman's Club – A club whose membership consists of young women whose purpose is germane to the work of GFWC Virginia.
- C. Juniorette Club - A club whose membership is composed entirely of middle school/junior high and high school age students whose purpose is germane to the work of GFWC Virginia.
- D. Statewide Club – A club whose membership is not bound to a specific geographic area within the state whose purpose is germane to the work of GFWC Virginia.
- E. Associate Organization – An organization whose work is germane to the programs of GFWC Virginia at the discretion of the GFWC Virginia Executive Board.

#### **Section 2. Eligibility**

- A. Any club not a secret society, having for its object any work that is nonsectarian, nonpartisan political may be eligible for membership.
- B. Juniorette Club as defined in ARTICLE III, Section 1. C. shall be sponsored by a GFWC Virginia Club. A member of the sponsoring club shall serve as an advisor to the Juniorette club. A member of the sponsoring club shall attend all Juniorette meetings, without a vote.
- C. Statewide Club – A club shall request, at the time of application, to be classified as a Woman's Club or Junior Woman's Club and to be assigned to a specific District. Upon chartering, as defined in ARTICLE III, Section 3. A., the GFWC Virginia Executive Committee will confirm the classification and District of the new club.
- D. Associate Organization - As defined in ARTICLE III, Section 1. E. may be eligible for membership at the discretion of the GFWC Virginia Executive Board.

### **Section 3. Requirements**

#### **A. New Club**

1. Each club interested in membership in GFWC Virginia shall follow the "GFWC Virginia New Club Guidelines". Clubs may receive assistance from the GFWC Virginia Second Vice President, GFWC Virginia Junior Membership Chairman, District Second Vice Presidents, and/or District Junior Membership Chairmen.
2. Clubs applying for membership shall have a minimum of eight members.
3. GFWC shall precede the name of all new clubs applying for membership in GFWC Virginia.
4. Each application for membership shall show that the organization requires no partisan political test for membership, that it is not a secret society and that it does not tolerate, either by practice or teaching, any violation of state or national laws.
5. Clubs applying for membership shall submit a properly prepared application accompanied by one copy of its bylaws to the GFWC Virginia Parliamentarian for review. Upon approval of the bylaws, the GFWC Virginia Parliamentarian shall forward the signed application to the GFWC Virginia Second Vice President.
6. The GFWC Virginia Executive Committee shall review the application for membership and recommend action by the GFWC Virginia Executive Board.
7. A majority vote of approval of the GFWC Virginia Executive Board shall be required. The vote, if taken by mail or electronic means, shall be ratified and included in the Minutes of the next GFWC Virginia Executive Board meeting.
8. All clubs affiliated with GFWC Virginia shall be members of a District, with the exception of Associate Organizations. District membership shall be confirmed by the GFWC Virginia Executive Committee at the time of charter.
9. Within 15 days of action, the GFWC Virginia Second Vice President shall notify the club of the status of its application. Upon charter, clubs approved for membership become members of GFWC, GFWC Virginia, and the respective district. The GFWC Virginia Second Vice President shall submit new club paperwork to GFWC.
10. Within 30 days of charter, a \$10.00 Chartering Fee and GFWC and GFWC Virginia dues shall be submitted to GFWC Virginia Headquarters. District dues shall be submitted to the District Treasurer. Dues shall be paid on the number of members at time of charter.
11. Dues paid by clubs chartered after the first day of September shall be credited as GFWC Virginia annual dues for the year beginning the 25<sup>th</sup> of the January following.
12. A newly chartered club whose application for membership is postmarked no later than February 1 shall be entitled to representation at the Annual Convention.

B. When two or more GFWC Virginia clubs choose to combine, they shall follow the procedure defined in ARTICLE III, Section 3. A.

#### **C. Associate Organization**

1. An organization interested in associate membership shall complete the Associate Organization Application.
2. The GFWC Virginia Executive Committee shall review the application for membership and recommend action by the GFWC Virginia Executive Board.

### **Section 4. Name Change**

When a club changes its name, it shall submit written notice within 15 days of the name change to the GFWC Virginia Second Vice President and GFWC Virginia Headquarters. The GFWC Virginia Second Vice President shall notify the District Second Vice President and GFWC.

### **Section 5. Change in Class of Membership**

When a club wishes to change its class of membership, it shall submit the proposed change in writing to

the GFWC Virginia Second Vice President for approval by the GFWC Virginia Executive Board. Within 15 days of GFWC Virginia Executive Board action, the GFWC Virginia Second Vice President shall notify the club. Upon approval, the GFWC Virginia Second Vice President shall notify the District Second Vice President and GFWC.

### **Section 6. Termination**

- A. The GFWC Virginia Treasurer shall send written notice of non-payment of dues to clubs no later than March 1. Clubs for which dues are not paid by March 31 shall no longer be affiliated with GFWC Virginia. Membership may be renewed within the same calendar year by written request to the GFWC Virginia Second Vice President for action by the GFWC Virginia Executive Board.
- B. A club or Associate Organization that is considered to be actively and openly disloyal to the declared object/purpose of GFWC Virginia may lose its affiliation with GFWC Virginia. The GFWC Virginia President shall notify the club or Associate Organization of the proposed action and cause thereof. The club or Associate Organization shall be afforded the privilege of being heard by the GFWC Virginia Executive Board in its own defense prior to action. A two-thirds vote of the GFWC Virginia Executive Board shall be required to terminate the affiliation. The GFWC Virginia President shall send written notice to the club or Associate Organization within five days of GFWC Virginia Executive Board action. Upon termination of affiliation, the GFWC Virginia Second Vice President shall send written notice to GFWC.

### **Section 7. Withdrawal from GFWC Virginia**

Any club or Associate Organization terminating its affiliation with GFWC Virginia shall submit written notice of the decision made by the club or Associate Organization within 15 days of action to the GFWC Virginia President who shall notify the GFWC Virginia Executive Board. Upon termination of affiliation, the GFWC Virginia Second Vice President shall send written notice to the District President and GFWC.

## **ARTICLE IV - JUNIOR MEMBERSHIP**

### **Section 1. Membership**

- A. Clubs whose membership consists of young women may be classified as Junior Clubs.
- B. GFWC Virginia Junior Clubs shall hold membership in and participate in the programs of GFWC Virginia. They shall be governed by all provisions of GFWC Virginia, except where exempted.

### **Section 2. Nominations and Elections**

- A. Nominations for the office of GFWC Virginia Third Vice President/Director of Junior Clubs shall be made by a Nominating Committee consisting of a Junior member from each District elected at a District meeting in the second year of the administration, and a Chairman who shall be elected by the GFWC Virginia Junior Executive Board. No member of the GFWC Virginia Junior Executive Board or GFWC Virginia officer may serve on the GFWC Virginia Junior Nominating Committee. The GFWC Virginia Junior Nominating Committee Chairman shall forward the name of the nominee(s) for the office of GFWC Virginia Third Vice President/Director of Junior Clubs to the GFWC Virginia Nominating Committee Chairman for inclusion on the proposed slate of GFWC Virginia officers.
- B. Nominations for the office of GFWC Virginia Assistant Director of Junior Clubs, GFWC Virginia Junior Secretary, GFWC Virginia Junior Treasurer or GFWC Virginia Junior Secretary/Treasurer shall be made by the GFWC Virginia Junior Nominating Committee and presented for election at the Junior Business meeting at the GFWC Virginia Annual Convention in even-numbered years. Additional nominations for the office of GFWC Virginia Assistant Director of Junior Clubs, GFWC Virginia Junior Secretary, GFWC Virginia Junior Treasurer or GFWC Virginia Junior Secretary/Treasurer may be made from the floor at the Junior business meeting at GFWC Virginia Annual Convention. Election shall be by ballot. A majority vote shall elect.

### **Section 3. Junior Officers**

- A. The GFWC Virginia Junior officers shall be: a GFWC Virginia Third Vice President/Director of Junior Clubs, elected by GFWC Virginia, an Assistant Director of Junior Clubs, a Junior Secretary, a Junior Treasurer or a Junior Secretary/Treasurer, elected by the GFWC Virginia Junior membership. Each elected GFWC Virginia Junior officer shall hold membership in a GFWC Virginia Junior club.
- B. GFWC Virginia Junior Officers shall serve for a term of two years or until their successors are elected and assume office. With the exception of the GFWC Virginia Junior Secretary, the GFWC Virginia Junior Treasurer or GFWC Virginia Junior Secretary /Treasurer who may serve for two successive terms, no GFWC Virginia Junior officer shall serve a successive term in the same office. A GFWC Virginia Junior officer who has served for one year or more shall be considered as having served a full term.
- C. The term of office shall begin at the close of the GFWC Virginia Annual Convention in even-numbered years.
- D. A vacancy in the office of GFWC Virginia Third Vice President/Director of Junior Clubs shall be filled by a majority vote of the remaining members of the GFWC Virginia Executive Board. A vacancy in any other Junior office shall be filled by a majority vote of the remaining members of the GFWC Virginia Junior Executive Board. In the event the GFWC Virginia Junior Executive Board determines that any Junior officer, except the GFWC Virginia Third Vice President/Director of Junior Clubs, is unable to perform the duties of the office, the GFWC Virginia Junior Executive Board shall determine if the officer shall continue her term in office.

### **Section 4. Duties of Junior Officers**

- A. The GFWC Virginia Third Vice President/Director of Junior Clubs shall perform the duties as defined in ARTICLE VIII, Section 5. D., the GFWC Virginia Standing Rules, and the GFWC Virginia Junior Standing Rules.
- B. The Assistant Director of Junior Clubs shall:
  - 1. In the absence of the GFWC Virginia Third Vice President/Director of Junior Clubs, perform the duties of the GFWC Virginia Third Vice President/Director of Junior Clubs;
  - 2. Serve with the GFWC Virginia First Vice President/President-elect, as coordinators of GFWC Community Service Programs, GFWC Advancement Plans, GFWC Junior Special Program, and GFWC Virginia Junior Special Programs, and coordinate the work of GFWC Virginia;
  - 3. Serve as Junior member of GFWC Virginia Strategic Planning Committee;
  - 4. Attend the GFWC and GFWC Virginia orientation meetings;
  - 5. Make plans for the ensuing Administration;
  - 6. Perform other duties as delegated by the GFWC Virginia Junior Executive Committee.
- C. The Junior Secretary shall:
  - 1. Keep a record of the proceedings of the meetings of the GFWC Virginia Junior membership and the GFWC Virginia Junior Executive Board;
  - 2. Distribute copies of the draft minutes of all GFWC Virginia Junior meetings to the GFWC Virginia Third Vice President/Director of Junior Clubs and to the committee appointed to review and approve the draft minutes no later than two weeks following the meetings;
  - 3. Send approved Minutes with attachments to the members of the GFWC Virginia Junior Executive Board and GFWC Virginia Headquarters no later than two weeks following approval;
  - 4. Perform other duties as delegated by the GFWC Virginia Junior Executive Committee.
- D. The Junior Treasurer shall:
  - 1. Disburse funds only on request by a completed and approved voucher co-signed by the GFWC Virginia Third Vice President/Director of Junior Clubs and the GFWC Virginia Junior Treasurer, or GFWC Virginia Junior Secretary/Treasurer, or on order of the GFWC Virginia Junior Executive Board;

2. Deliver financial records to the GFWC Virginia Executive Secretary within 30 days following the close of the fiscal year, who will submit them to the accounting firm approved by the GFWC Virginia Executive Board for agreed upon review procedures;
  3. Deliver to her successor all financial records within 30 days after the completion of the financial review in even-numbered years;
  4. Perform other duties as delegated by the GFWC Virginia Junior Executive Committee.
- E. The Junior Secretary/Treasurer shall perform the duties of the Junior Secretary and Junior Treasurer as defined above.

### **Section 5. Junior Meetings**

The Junior membership may hold a meeting in conjunction with GFWC Virginia meetings. Those entitled to vote shall be the Junior members entitled to vote at GFWC Virginia meetings. The quorum for GFWC Virginia Junior business meetings shall be a majority of the Junior delegates registered and in attendance, at least two of whom shall be GFWC Virginia Junior Officers. No fewer than four districts shall be represented.

### **Section 6. Junior Executive Board**

- A. There shall be a GFWC Virginia Junior Executive Board composed of the GFWC Virginia Third Vice President/Director of Junior Clubs, the GFWC Virginia Assistant Director of Junior Clubs, the GFWC Virginia Junior Secretary, the GFWC Virginia Junior Treasurer or GFWC Virginia Junior Secretary/Treasurer, and the District Directors of Junior Clubs. The GFWC Virginia Junior Parliamentarian shall serve as an advisor without vote, except she may vote by ballot at GFWC Virginia and GFWC Virginia Junior meetings. The GFWC Virginia President shall serve ex-officio, without vote.
- B. In the event a District Director of Junior Clubs is unable to attend a meeting of the GFWC Virginia Junior Executive Board, an elected member of the District Junior Executive Board may attend with vote.
- C. In the event that a district does not have a District Third Vice President/Director of Junior Clubs, the Junior membership in that district may designate a representative to attend the GFWC Virginia Junior Executive Board meeting with vote.
- D. The GFWC Virginia Junior Executive Board shall transact the business pertaining to the GFWC Virginia Junior membership that arises between meetings of GFWC Virginia. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
- E. The GFWC Virginia Junior Executive Board shall meet at the call of the GFWC Virginia Third Vice President/Director of Junior Club or upon written request of any three Junior club members. The quorum shall be five elected members, representing no fewer than three Districts, at least two of whom shall be GFWC Virginia Junior Officers.

## **ARTICLE V – DISTRICTS**

### **Section 1. Names**

GFWC Virginia shall be divided into eight Districts: Alice Kyle, Blue Ridge, Lee, Northern, Shenandoah, Southside, Southwestern, and Tidewater. Districts shall be governed by the GFWC Virginia Bylaws and Standing Rules, except where exempted in these rules. Districts may develop District Standing Rules as long as they are not in conflict with GFWC Virginia Bylaws and GFWC Virginia Standing Rules.

### **Section 2. Object**

The object of each District and the responsibility of its officers and chairmen shall be to implement and promote GFWC Virginia policies, objectives, and membership extension.

### **Section 3. Membership**

- A. All clubs belonging to GFWC Virginia shall be members of a District.
- B. Formation of a new club shall follow the procedure outlined in ARTICLE III, Section 3. A.
- C. A club choosing to transfer to another district shall, after a majority vote of its members, submit a written request for transfer with a copy of the Minutes of the meeting at which the vote was taken. The request shall be submitted to the GFWC Virginia President, GFWC Virginia Second Vice President, and the Presidents of the respective Districts no later than July 1 for consideration by the GFWC Virginia Executive Board at its next meeting. A Junior Club choosing to transfer to another district shall also send the written request to the GFWC Virginia Third Vice President/Director of Junior Clubs and the respective District Third Vice Presidents/Directors of Junior Clubs. Within 15 days of GFWC Virginia Executive Board action, the GFWC Virginia Second Vice President shall provide written notice to the club.

### **Section 4. Finances**

Each District shall determine the amount of its dues. District annual dues shall be paid to the District postmarked no later than January 25.

### **Section 5. Nominations and Elections**

- A. The District Nominating Committee shall consist of five members: one elected by the District Executive Committee to serve as Chairman, the Chairman of the Junior Nominating Committee, three members and an alternate elected at the District Annual Meeting in the first year of an administration. In the event a District does not have a Junior Nominating Committee, at least one member of the District Nominating Committee shall be a Junior appointed by the District Executive Committee. Consent of a member shall have been given prior to nomination. Only one nominee from a club shall be eligible for nomination. No District Executive Committee member, GFWC Virginia Executive Board member or GFWC officer may serve on the District Nominating Committee. With the exception of Chairman, no member may serve more than two consecutive terms on the District Nominating Committee. Election shall be by ballot. A majority shall elect.
- B. The District Nominating Committee shall nominate a member, first alternate and a second alternate to the GFWC Virginia Nominating Committee for election by the District in the second year of an administration. With the exception of Chairman, no District member shall serve more than two consecutive terms on the GFWC Virginia Nominating Committee. No member of the GFWC Virginia Executive Board or GFWC Officer may serve on the GFWC Virginia Nominating Committee. Voting shall be by ballot. A majority vote shall elect. Names of the District member and alternates elected to the GFWC Virginia Nominating Committee shall be sent to GFWC Virginia Headquarters by the District President no later than November 5 in the second year of an administration.
- C. With the exception of the District Third Vice President/Director of Junior Clubs, the District Nominating Committee shall nominate the District officers. The name of the nominee(s) for District Third Vice President/Director of Junior Clubs shall be forwarded by the Junior Nominating Committee Chairman to the District Nominating Committee Chairman for inclusion with the officers to be elected at the District Annual Meeting in the second year of an administration. In the absence of a District Junior Nominating Committee Chairman or Junior Nominating Committee, the District Nominating Committee shall nominate the District Third Vice President/Director of Junior Clubs. The District Nominating Committee Chairman shall send the names of candidates for District office to the District President within 5 days of nomination. The District President shall append the names of candidates for District office to the Call to the District Annual Meeting.
- D. District officers shall be elected at the District Annual Meeting in the second year of the administration. Following the report of the District Nominating Committee, the floor shall be open

for nominations. Election shall be by ballot. A majority shall elect.

- E. An effort shall be made to secure distribution of leadership in order to prevent concentration in one geographic area. With the exception of the District Third Vice President/Director of Junior Clubs, no more than two members from the same club may serve simultaneously as elected officers of the District.

### **Section 6. District Officers**

- A. The District officers shall be: a President, a First Vice President, a Second Vice President, a Third Vice President/Director of Junior Clubs, a Secretary and a Treasurer. The officers shall be members of the District. The District Third Vice President/Director of Junior Clubs shall be a member of a Junior Club.
- B. The term of office shall begin at the close of the GFWC Virginia Annual Convention in even-numbered years. Officers shall serve a term of two years, or until their successor is elected and assumes office. With the exception of the District Secretary and/or District Treasurer who may serve one additional term, no officer who has served for more than one year of a two-year term shall be eligible to serve consecutive terms in the same office.
- C. There shall be a District Executive Committee composed of the elected officers. The appointed District Parliamentarian shall serve as an advisor to the District Executive Committee without vote, except she may vote by ballot at District meetings. The District Executive Committee shall transact District business arising between District meetings. Meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
- D. Vacancies in any District office shall be filled by a majority vote of the remaining members of the District Executive Committee. Recommendations from the District Junior Executive Committee shall be considered in the event of a vacancy in the office of District Third Vice President/Director of Junior Clubs.

### **Section 7. Duties of Officers**

- A. The District President shall:
  - 1. Represent the District on the GFWC Virginia Executive Board;
  - 2. Present a report of the work of the District at each GFWC Virginia Executive Board meeting as directed by the GFWC Virginia President;
  - 3. Submit Annual Reports of the work of the District as directed by the GFWC Virginia President;
  - 4. Submit a written report of the work of the District to the GFWC Virginia President, GFWC Virginia First Vice President, and the GFWC Virginia Executive Secretary for distribution at the GFWC Virginia Annual Convention;
  - 5. Submit a copy of the District annual financial report to the GFWC Virginia President no later than thirty days after the close of the fiscal year;
  - 6. Send names of the District member and alternates elected to the GFWC Virginia Nominating Committee to GFWC Virginia Headquarters no later than November 5 in the second year of an administration;
  - 7. Send a roster of District club presidents to GFWC Virginia Headquarters no later than May 15 of each year;
  - 8. Promote the programs of GFWC Virginia within the clubs in the District in conjunction with the District Third Vice President /Director of Junior Clubs;
  - 9. Preside at all meetings of the District;
  - 10. Call a meeting of the District Executive Committee at least two months prior to the District Annual Meeting and at such other times as deemed advisable;
  - 11. Send the Call to District meetings at least six weeks in advance of the meetings;

12. Appoint a District Parliamentarian;
  13. Appoint District Chairmen corresponding to those defined in ARTICLE XII and ARTICLE XIII and other Chairmen as deemed advisable to further the work of GFWC Virginia;
  14. Serve ex-officio on all District committees except the Nominating Committee;
  15. Be authorized to take a vote of the District Executive Committee by mail or electronic means. Action taken shall be ratified at the next meeting of the District Executive Committee and shall be recorded in the Minutes of that meeting;
  16. Perform other duties as delegated by the District Executive Committee.
- B. The District First Vice President shall:
1. In the absence of the District President, perform the duties of the District President;
  2. Work in cooperation with the GFWC Virginia First Vice President/President-elect, GFWC Virginia Chairmen, District Assistant Director of Junior Clubs, and the District Chairmen in assisting individual clubs in the implementation of and reporting of the work of the District and GFWC Virginia;
  3. Attend meetings of the GFWC Virginia Executive Board with vote, if the District President is unable to attend;
  4. Perform other duties as delegated by the District Executive Committee.
- C. The District Second Vice President shall:
1. In the absence of the District President and District First Vice President, perform the duties of the District President;
  2. Serve as District Membership Chairman and work closely with the District Junior Membership Chairman in chartering new clubs, increasing membership in existing clubs, and strengthening clubs through development programs;
  3. Attend meetings of the GFWC Virginia Executive Board with vote, if the District President and District First Vice President are unable to attend;
  4. Perform other duties as delegated by the District Executive Committee.
- D. The District Third Vice President /Director of Junior Clubs shall:
1. Serve as Junior membership liaison between the District and GFWC Virginia;
  2. Promote the objectives of GFWC Virginia through Junior clubs in the District;
  3. Preside at all District Junior Business meetings;
  4. Submit names of Junior members to the District President for consideration as District Chairmen as defined in ARTICLE XII and ARTICLE XIII and other Chairmen as deemed advisable to further the work of GFWC Virginia;
  5. Appoint other chairmen as are needed to carry on specific programs pertaining to Junior membership;
  6. Appoint a Junior Parliamentarian;
  7. Perform other duties as delegated by the District Executive Committee and District Junior Executive Committee.
- E. The District Secretary shall:
1. Keep a record of the proceedings of the District and of the District Executive Committee;
  2. Manage correspondence of the District at the direction of the District President;
  3. Distribute copies of the minutes of the meetings to the District President and to the committee appointed to review and approve the minutes as defined in the District Standing Rules;
  4. Maintain the official records of the District;
  5. Perform other duties as delegated by the District Executive Committee.
- F. The District Treasurer shall:
1. Receive and deposit, in a federally insured bank, all monies belonging to the District;
  2. Submit District financial records for review within two weeks following the close of the fiscal year as defined in the District Standing Rules;



3. Deliver to her successor all financial records within 30 days after the completion of the financial review in even-numbered years;
4. Perform other duties as delegated by the District Executive Committee.

**Section 8. Meetings**

- A. Each District shall have at least one meeting each fiscal year and may have two. Should two meetings be held, the District Spring Meeting shall be named the District Annual Meeting.
- B. The GFWC Virginia President and GFWC Virginia Third Vice President/Director of Junior Clubs shall together attend and participate in an Official District Visit during each administration. The scheduling of the Official District Visit shall be arranged with the GFWC Virginia President and GFWC Virginia Third Vice President/Director of Junior Clubs.
- C. There shall be a least one meeting per fiscal year of the District Officers, the Junior Officers and the District Chairmen and District Junior Chairmen for the purpose of planning the promotion of GFWC Virginia objectives and/or reporting the work of clubs in the District.
- D. District meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
- E. Each District shall determine the quorum for its meetings, as defined in the District Standing Rules.
- F. Additional meetings of the District may be called by the District President with the approval of the District Executive Committee, at the request of two members of the District Executive Committee, or at the request of no fewer than two clubs.

**Section 9. Representation**

- A. Club dues postmarked no later than January 25 shall entitle the club to representation at District meetings.
- B. Representation at District meetings shall consist of:
  1. Elected District officers and District Junior officers;
  2. District Chairmen and District Junior Chairmen corresponding to those listed in ARTICLE XII and ARTICLE XIII and other appointed District Chairmen;
  3. The District Parliamentarian and District Junior Parliamentarian;
  4. District Past Presidents, District Past Third Vice Presidents/Directors of Junior Clubs, GFWC Virginia Past Presidents, GFWC Virginia Past Directors of Junior Clubs, GFWC International Past Presidents and GFWC Past Directors of Junior Clubs who are members of District clubs;
  5. District members who serve as GFWC Virginia Officers, GFWC Virginia Junior Officers, GFWC Virginia Chairmen, GFWC Virginia Junior Chairmen, GFWC Virginia Parliamentarian, GFWC Virginia Junior Parliamentarian, and members of the GFWC Board of Directors;
  6. Woman's Clubs and Junior Woman's Clubs shall be represented by the club President or her alternate and one or more additional delegates as follows:

Club Members	Delegate	Additional Delegate(s)
1 - 10	Club President, or her alternate	1
11 - 20	Club President, or her alternate	2
21 - 30	Club President, or her alternate	3
31 - 40	Club President, or her alternate	4
41 - 50	Club President, or her alternate	5
51 - 60	Club President, or her alternate	6
61 - 70	Club President, or her alternate	7
71 - 80	Club President, or her alternate	8
81 - 90	Club President, or her alternate	9
91 - 100	Club President, or her alternate	10
101 and more	Club President, or her alternate	11

- C. Juniette Clubs shall be represented by the Club President, or her alternate.
- D. No delegate may cast more than one vote. There shall be no voting by proxy.
- E. Any District member registered for the meeting, and not a delegate, may be present and take part in discussion upon all measures brought forward, but shall neither introduce motions nor vote.

### **Section 10. District Junior Clubs**

District Junior Clubs shall be governed by the GFWC Virginia Bylaws and Standing Rules except where exempted in these rules. The District Junior membership may develop Standing Rules governing District Junior clubs.

#### **A. Finances**

1. Junior clubs shall pay District dues as determined by the District as defined in the District Standing Rules.
2. The District Junior Treasurer or the District Junior Secretary/Treasurer shall be responsible for receipt and deposit of all Junior funds in a federally insured bank;
3. The District Junior Treasurer or the District Junior Secretary/Treasurer shall submit District financial records for review within two weeks following the close of the fiscal year as defined in the District Standing Rules;
4. The District Junior Treasurer or the District Junior Secretary/Treasurer shall deliver the financial records to her successor within 30 days after the completion of the financial review in even-numbered years.

#### **B. Nominations and Elections**

1. The District Junior Nominating Committee shall consist of three members: one elected by the District Junior Executive Committee to serve as Chairman, two and an alternate elected by the District Junior Membership at the District Junior Business Meeting held at the District Annual Meeting in the first year of an administration. Consent of a member must be given prior to nomination. Voting shall be by ballot. In the event there is no District Junior Nominating Committee, ARTICLE V, Section 5. shall apply.
2. The District Junior Nominating Committee shall nominate the member and a first alternate and a second alternate to the GFWC Virginia Junior Nominating Committee for election in the second year of an administration. Voting shall be by ballot. A majority vote shall elect. The names of the candidates for the GFWC Virginia Junior Nominating Committee shall be appended to the Call. Names of the District Junior members elected to the GFWC Virginia Junior Nominating Committee shall be forwarded to GFWC Virginia Headquarters by the District Third Vice President/Director of Junior Clubs no later than November 15 in the second year of an administration. In the event there is no Third Vice President/Director of Junior Clubs, the Junior member serving on the District Nominating Committee shall submit the names of the elected member and alternates.
3. The District Junior Nominating Committee shall select a candidate for the office of District Third Vice President/Director of Junior Clubs. The District Junior Nominating Committee Chairman shall forward the name of the candidate to the District Nominating Committee Chairman no later than 45 days before the date of the District Annual Meeting. The election shall be held at the District Annual Meeting. The District Junior Nominating Committee shall nominate the District Assistant Director of Junior Clubs, a District Junior Secretary, a District Junior Treasurer, or a District Junior Secretary/Treasurer.
4. The District Junior officers shall be elected by the District Junior membership at the District Junior Annual Meeting in the second year of an administration. Following the report of the District Junior Nominating Committee, the floor shall be open for nominations. Voting shall be by ballot. A majority vote shall elect.

5. The term of office shall begin at the close of the GFWC Virginia Annual Convention in even-numbered years. District Junior officers shall serve a term of two years or until their successor is elected and assumes office. With the exception of the District Junior Secretary, District Junior Treasurer or District Junior Secretary/Treasurer who may serve one additional term, no officer who has served for more than one year of a two-year term shall be eligible to serve consecutive terms in the same office.
6. In the case of a vacancy in the office of District Third Vice President/Director of Junior Clubs, the office shall be filled by majority vote of the remaining members of the District Executive Committee with consideration given to recommendations from the District Junior Executive Committee. Vacancies in other offices shall be filled by a majority vote of the remaining members of the District Junior Executive Committee.

C. Officers and Their Duties

1. The District Junior officers shall be: a Third Vice President/Director of Junior Clubs elected by the District, an Assistant Director of Junior Clubs, a Junior Secretary, a Junior Treasurer or a Junior Secretary/Treasurer elected by the District Junior membership.
2. The District Junior officers shall perform their duties in accordance with the GFWC Virginia Bylaws and such other duties as defined in the GFWC Virginia Junior Standing Rules, District Standing Rules, and District Junior Standing Rules.

D. Meetings

1. Junior clubs shall have representation as defined in ARTICLE V, Section 9. B.
2. District Junior meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
3. The District Junior membership shall determine the quorum for its meetings.
4. Additional meetings of the District Junior membership may be called by the District Third Vice President/Director of Junior Clubs with the approval of the District Junior Executive Committee, at the request of two members of the District Junior Executive Committee, or by no fewer than three members of a Junior club.

E. Junior Executive Committee

The District Junior Executive Committee shall be composed of the elected Junior officers. The District President shall serve ex-officio, without vote. The District Junior Parliamentarian shall serve without vote, except that she may vote by ballot at District meetings and District Junior meetings. The District Junior Executive Committee shall transact business pertaining to the District Junior membership between District meetings. Meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.

## **ARTICLE VI - DUES AND FINANCES**

### **Section 1. Dues**

A. Clubs

1. All clubs shall pay annual dues to GFWC and GFWC Virginia.
2. Annual Dues shall be:
  - a. Woman's Clubs:
    - i. GFWC Virginia dues shall be \$10.00 per member.
    - ii. GFWC dues shall be determined by GFWC.
  - b. Junior Woman's Clubs:
    - i. GFWC Virginia dues shall be \$10.00 per member.
    - ii. The percentage rate of the Junior dues allocation shall be determined by the GFWC Virginia Executive Board.
    - iii. GFWC dues shall be determined by GFWC.
  - b. Juniette Clubs:

- i. GFWC Virginia dues shall be \$2.00 per member.
- ii. GFWC dues shall be determined by GFWC.
- c. Associate Organizations
  - i. All Associate Organizations shall pay annual dues to GFWC Virginia.
  - ii. GFWC Virginia dues shall be \$50.00 per organization.

## **Section 2. Dues Payment**

### **A. Clubs**

1. All payments of GFWC Virginia dues shall be made to GFWC Virginia utilizing the GFWC Virginia Dues and Contributions Form.
2. Club dues shall be paid on the number of members at the time of payment.
3. All annual dues shall be postmarked no later than January 25 to entitle representation at GFWC Virginia Annual Convention.

### **B. Associate Organizations**

1. All payments of GFWC Virginia dues shall be made to GFWC Virginia utilizing the GFWC Virginia Dues and Contributions Form.
2. All annual dues shall be postmarked no later than January 25.

### **C. Supplemental Dues**

1. Additional dues received between January 25 and April 14 shall be made to GFWC Virginia utilizing the GFWC Virginia Supplemental Dues Form.
2. All supplemental dues shall be postmarked no later than April 15.

## **Section 3. Fiscal Year**

The fiscal year shall be from July 1 to June 30.

# **ARTICLE VII - NOMINATIONS AND ELECTIONS**

## **Section 1. Nominations**

- A. The GFWC Virginia Nominating Committee shall consist of: one member elected by the GFWC Virginia Executive Board to serve as Chairman, the GFWC Virginia Junior Nominating Committee Chairman elected by the GFWC Virginia Junior Executive Board, and one member from each GFWC Virginia District, elected at a District Meeting in the second year of the administration.
- B. Nominations for all GFWC Virginia officers, except the GFWC Virginia Third Vice President/Director of Junior Clubs, shall be made by the GFWC Virginia Nominating Committee. No member of the GFWC Virginia Executive Board or GFWC officer may serve on the GFWC Virginia Nominating Committee.
- C. Nominations for the office of GFWC Virginia Third Vice President/Director of Junior Clubs shall be made by the GFWC Virginia Junior Nominating Committee elected as defined in ARTICLE IV, Section 2. A. The GFWC Virginia Junior Nominating Committee Chairman shall forward the name of the nominee(s) for GFWC Virginia Third Vice President/Director of Junior Clubs to the GFWC Virginia Nominating Committee Chairman.
- D. An effort shall be made to secure distribution of leadership in order to prevent concentration in one geographic area. With exception of the GFWC Virginia Third Vice President/Director of Junior Clubs, no more than two members from the same District may serve simultaneously as GFWC Virginia officers.
- E. Nominations for all GFWC Virginia offices may be made from the floor following the report of the GFWC Virginia Nominating Committee provided consent of the nominee(s) has been obtained.

## **Section 2. Elections**

- A. Election of GFWC Virginia officers shall be held at the GFWC Virginia Annual Convention in even-numbered years. Election shall be by ballot. A majority vote shall elect.
- B. Election of GFWC Virginia officers may be held electronically following the guidelines in the GFWC Virginia's adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.

## **ARTICLE VIII - OFFICERS**

### **Section 1. Officers**

The officers of GFWC Virginia shall be: a President, a First Vice President/President-elect, a Second Vice President, a Third Vice President/Director of Junior Clubs, a Secretary, and a Treasurer. GFWC Virginia officers shall perform the duties prescribed in these bylaws and by the GFWC Virginia parliamentary authority, *Robert's Rules of Order Newly Revised*.

### **Section 2. Eligibility**

Each elected officer shall belong to a GFWC Virginia club. The Third Vice President/Director of Junior Clubs shall be a member of a Junior club.

### **Section 3. Term of Office**

- A. The term of office shall begin at the close of the GFWC Virginia Annual Convention in even-numbered years. Officers shall serve for a term of two years, or until their successors are elected and assume office.
- B. With the exception of the GFWC Virginia Secretary and/or GFWC Virginia Treasurer who may serve two successive terms, no GFWC Virginia officer shall serve a successive term in the same office.
- C. A GFWC Virginia officer who has served for more than one year of a two-year term shall be considered as having served a full term.

### **Section 4. Vacancies**

Vacancies in any GFWC Virginia office shall be filled by a majority vote of the remaining members of the GFWC Virginia Executive Board. Recommendations from the GFWC Virginia Junior Executive Committee shall be considered in the event of a vacancy in the office of GFWC Virginia Third Vice President/Director of Junior Clubs.

### **Section 5. Duties of Officers**

- A. The President shall:
  - 1. Serve as the official representative of GFWC Virginia;
  - 2. Represent GFWC Virginia at all GFWC meetings and submit reports as directed by the GFWC Board of Directors;
  - 3. Appoint GFWC Community Service Program, GFWC Advancement Plans, GFWC Special Programs, GFWC Virginia Special Programs, and GFWC Virginia Standing Committee Chairmen and committee members as defined in ARTICLE XII and ARTICLE XIII. No chairman may serve for more than four consecutive years in the same position;
  - 4. Approve all programs of work and supervise activities of GFWC Virginia Standing and Special Committees. All GFWC Virginia projects and programs shall have the approval of the President.;
  - 5. Appoint designated individuals as needed to execute and implement the work of GFWC Virginia;
  - 6. Manage GFWC Virginia Headquarters in cooperation with the GFWC Virginia Headquarters Committee as defined in Article XVI;
  - 7. With the cooperation of the GFWC Virginia Third Vice President/Director of Junior Clubs appoint the GFWC Virginia Junior Membership Chairman, GFWC Virginia Standing and Special Committees as defined in ARTICLE XII and ARTICLE XIII;

8. Serve on the GFWC Virginia Budget and Finance Committee and GFWC Virginia Endowment Fund Committee with vote;
  9. Serve ex-officio on other committees, without vote;
  10. Not serve ex-officio or in any other capacity on the GFWC Virginia Nominating Committee;
  11. Serve ex-officio on the GFWC Virginia Junior Executive Board, without vote;
  12. Authorize expenditures within the budget limitations, approve all bills and co-sign all expense vouchers before payment;
  13. Call and preside at GFWC Virginia Annual Convention, Special Meetings, GFWC Virginia Conference and all other meetings of the membership of GFWC Virginia;
  14. Issue a Call to the GFWC Virginia Annual Convention at least six weeks prior to the date of GFWC Virginia Annual Convention;
  15. Issue a Call to the GFWC Virginia Conference at least six weeks prior to the date of GFWC Virginia Conference;
  16. Call and preside at all meetings of the GFWC Virginia Executive Committee and GFWC Virginia Executive Board;
  17. Sign all contracts approved by the GFWC Virginia Executive Board;
  18. Perform other duties as delegated by the GFWC Virginia Executive Committee and GFWC Virginia Executive Board.
- B. The First Vice President/President-elect shall:
1. Perform the duties of the GFWC Virginia President in the absence of the GFWC Virginia President;
  2. Serve with the GFWC Virginia Assistant Director of Junior Clubs, as coordinators of GFWC Community Service Programs, GFWC Advancement Plans, GFWC Junior Special Program, and GFWC Virginia Junior Special Programs as defined in ARTICLE XII and coordinate the work of GFWC and GFWC Virginia;
  3. Attend GFWC Incoming Leadership Training Seminar (ILTS), GFWC Orientation and GFWC Virginia leadership training and orientation meetings;
  4. Serve on the GFWC Virginia Budget and Finance Committee, GFWC Virginia Endowment Fund Committee, and the GFWC Virginia Strategic Planning Committee;
  5. Plan and conduct the GFWC Virginia Chairmen Orientation in the first year of the administration;
  6. After the first year of the administration, plan for the ensuing administration;
  7. Perform other duties as delegated by the GFWC Virginia Executive Committee and GFWC Virginia Executive Board.
- C. The Second Vice President shall:
1. Perform the duties of the GFWC Virginia President in the absence of the GFWC Virginia President and GFWC Virginia First Vice President/President-elect;
  2. Promote GFWC Virginia membership objectives and programs with the GFWC Virginia Junior Membership Chairman, District and Junior Membership Chairmen;
  3. Provide notifications as defined in ARTICLE III;
  4. Serve on the GFWC Virginia Budget and Finance Committee, GFWC Virginia Endowment Fund Committee, and the GFWC Virginia Strategic Planning Committee;
  5. Perform other duties as delegated by the GFWC Virginia Executive Committee and GFWC Virginia Executive Board.
- D. The Third Vice President/Director of Junior Clubs shall:
1. Call and preside at all GFWC Virginia Junior meetings;
  2. Serve as the liaison between the Junior clubs and GFWC Virginia in the promotion and implementation of programs of work of GFWC Virginia and GFWC;
  3. Represent GFWC Virginia Junior membership at all GFWC meetings and submit reports as directed by the GFWC Board of Directors and GFWC Director of Junior Clubs;

4. Appoint a Junior Parliamentarian whose term of office shall cease with the appointing Third Vice President/Director of Junior Clubs. She may be reappointed without regard to length of previous service;
  5. Appoint any chairmen and/or committees as are needed to implement the special programs and work of the Junior membership;
  6. Submit for consideration the names of the Junior Membership Chairman and Junior Chairmen of Community Service Programs, Advancement Plans, Standing and Special Committees and Special Appointments as defined in ARTICLE XII and ARTICLE XIII to the GFWC Virginia President for appointment;
  7. Serve on the GFWC Virginia Budget and Finance Committee, and GFWC Virginia Endowment Fund Committee with vote;
  8. Perform other duties as delegated by the GFWC Virginia Executive Committee, GFWC Virginia Executive Board, GFWC Virginia Junior Executive Committee, and GFWC Virginia Junior Executive Board.
- E. The Secretary shall:
1. Keep a record of the proceedings of the GFWC Virginia Annual Conventions, GFWC Virginia Conferences, GFWC Virginia Budget and Finance Committee, GFWC Virginia Endowment Committee, GFWC Virginia Executive Committee, and the GFWC Virginia Executive Board;
  2. Distribute copies of the draft minutes of all GFWC Virginia meetings to the GFWC Virginia President and to the committee appointed to review and approve the draft minutes no later than two weeks following the meetings;
  3. Send approved Minutes with attachments to the members of the respective committees and GFWC Virginia Headquarters no later than two weeks following approval;
  4. Serve on the GFWC Virginia Budget and Finance Committee, and GFWC Virginia Endowment Fund Committee;
  5. Perform other duties as delegated by the GFWC Virginia Executive Committee and GFWC Virginia Executive Board.
- F. The Treasurer shall:
1. Secure insurance bond for financial transactions;
  2. Disburse funds only on request by a completed and approved voucher co-signed by the GFWC Virginia President, GFWC Virginia Treasurer, and the GFWC Virginia Budget and Finance Committee Chairman;
  3. Forward a list of clubs from which dues have not been received by February 1 to the GFWC Virginia Second Vice President, GFWC Virginia Junior Membership Chairman, respective District President and District Third Vice Presidents/Directors of Junior Clubs;
  4. Forward by March 31 a list of clubs eligible for representation at Annual Convention to the GFWC Virginia Credentials Chairman and GFWC Virginia Junior Credentials Chairman;
  5. Send GFWC Virginia per capita dues to GFWC no later than the published deadline;
  6. Forward GFWC Virginia per capita supplemental dues to GFWC no later than the published deadline;
  7. Forward GFWC Virginia per capita new club dues to GFWC following charter by GFWC Virginia;
  8. Deliver financial records within 30 days following the close of the fiscal year to the GFWC Virginia Executive Secretary, who will submit them to the accounting firm approved by the GFWC Virginia Executive Board for agreed upon review procedures;
  9. Deliver to her successor all financial records within 30 days after completion of the financial review in even-numbered years;
  10. Serve on the GFWC Virginia Budget and Finance Committee, GFWC Virginia Endowment Fund Committee, and GFWC Virginia Credentials Committee;

11. Perform other duties as delegated by the GFWC Virginia Executive Committee and GFWC Virginia Executive Board.

## **ARTICLE IX – MEETINGS**

### **Section 1. Annual Convention**

- A. A GFWC Virginia Annual Convention shall be held for the presentation of reports and other business. Election of officers shall take place in even-numbered years.
- B. The GFWC Virginia Annual Convention may be held as a body or electronically following the guidelines in the GFWC Virginia parliamentary authority, *Robert's Rules of Order Newly Revised*.
  1. The date and location shall be determined by the GFWC Virginia Executive Committee and presented to the GFWC Virginia Executive Board for action.
  2. The registration fee shall be recommended by the Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  3. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- C. The Call to the GFWC Virginia Annual Convention shall be issued at least six weeks prior to the date of the GFWC Virginia Annual Convention.
- D. The quorum for the GFWC Virginia Annual Convention shall be a majority of the delegates registered and in attendance, as defined in ARTICLE IX, Section 4., at least three of whom shall be GFWC Virginia officers, with all districts represented.
- E. No delegate may cast more than one vote. There shall be no voting by proxy.
- F. Any GFWC Virginia club member who registered for the meeting and is not a Delegate may be present and take part in discussion upon all measures brought forward, but shall neither introduce motions nor vote.

### **Section 2. Special Meetings**

- A. A GFWC Virginia special meeting or called meeting may be held:
  1. At the call of the GFWC Virginia President;
  2. At the call of the GFWC Virginia Executive Board;
  3. At the call of no fewer than nine members representing no fewer than five Districts.
- B. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
  1. The date and location shall be determined by the GFWC Virginia Executive Committee and presented to the GFWC Virginia Executive Board for action.
  2. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  3. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- C. The quorum for a GFWC Virginia special meeting or called meeting shall be a majority of the delegates registered and in attendance, as defined in ARTICLE IX, Section 4. At least three of whom shall be GFWC Virginia officers with all Districts represented.

### **Section 3. Conference**

- A. There shall be a GFWC Virginia Conference during the first year of an administration to promote GFWC Virginia programs, to offer emphasis for member growth, club development and to conduct GFWC Virginia business;
- B. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
  1. The date and location shall be determined by the GFWC Virginia Executive Committee and



- presented to the GFWC Virginia Executive Board for action.
2. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  3. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- C. There may be a GFWC Virginia Conference during the second year of an administration to promote GFWC Virginia programs, to offer emphasis for member growth, club development and to conduct GFWC Virginia business;
- D. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
1. The date and location shall be determined by the GFWC Virginia Executive Board.
  2. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
- E. Should the GFWC Virginia Executive Board decide not to hold the GFWC Virginia Conference the second year, Districts may provide training with a focus on membership and leadership development for club officers and chairmen.
- F. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board. Should the GFWC Virginia Executive Board decide not to hold the GFWC Virginia Conference the second year, Districts may provide training with a focus on membership and leadership development for club officers and chairmen.
- G. The GFWC Virginia President shall issue the call to the GFWC Virginia Conference, Seminar, and/or Workshop at least six weeks prior to the date of the meeting. The GFWC Virginia Conference shall be open to all club members.
- H. The quorum for GFWC Virginia Conference shall be a majority of the delegates registered and in attendance, as defined in ARTICLE IX, Section 4. at least three of whom shall be GFWC Virginia officers with all Districts represented.

**Section 4. Representation at GFWC Virginia Business Meetings**

- A. Woman's Clubs and Junior Woman's Clubs shall be represented by the club President or her alternate and one or more additional delegates as follows:

Club Members	Delegate	Additional Delegate(s)
1 - 10	Club President, or her alternate	1
11 - 20	Club President, or her alternate	2
21 - 30	Club President, or her alternate	3
31 - 40	Club President, or her alternate	4
41 - 50	Club President, or her alternate	5
51 - 60	Club President, or her alternate	6
61 - 70	Club President, or her alternate	7
71 - 80	Club President, or her alternate	8
81 - 90	Club President, or her alternate	9
91 - 100	Club President, or her alternate	10
101 and more	Club President, or her alternate	11

1. Juniorette Clubs shall be represented by the Club President or her alternate.
2. By virtue of office or appointment the following shall be entitled to vote:
  - a. GFWC Virginia Officers;
  - b. GFWC Virginia Past Presidents, GFWC Virginia Past Third Vice Presidents/ Directors of Junior Clubs, GFWC International Past Presidents, and GFWC Past Directors of Junior Clubs who are members of GFWC Virginia;

- c. GFWC Virginia Assistant Director of Junior Clubs, GFWC Virginia Junior Secretary, GFWC Virginia Junior Treasurer or GFWC Virginia Junior Secretary/Treasurer;
- d. GFWC Virginia Chairmen of Community Service Programs, Advancement Plans, Standing and Special Committees;
- e. GFWC Virginia Junior Chairmen, GFWC Virginia Chairman of the GFWC Junior Special Program, and GFWC Virginia Junior Special Programs Chairmen;
- f. GFWC Virginia Chairman of the GFWC Signature Program;
- g. GFWC Virginia President's Appointees;
- h. District officers and District Junior officers;
- i. District Chairmen and District Junior Chairmen of Community Service Programs, Advancement Area Plans as defined in ARTICLE XII;
- j. GFWC Virginia members who serve as GFWC or GFWC Southeastern Region officers;
- k. GFWC Virginia Parliamentarian and GFWC Virginia Junior Parliamentarian by ballot.

### **Section 5. Seminar, Workshop**

- A. There may be a GFWC Virginia Seminar and/or Workshop during the first year of an administration to promote the GFWC Virginia programs and to offer emphasis for member growth and club development.
- B. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
  - 1. The date and location shall be determined by the GFWC Virginia Executive Committee and presented to the GFWC Virginia Executive Board for action.
  - 2. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  - 3. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- C. There may be a GFWC Virginia Seminar and/or Workshop during the second year of an administration.
  - 1. The date and location shall be determined by the GFWC Virginia Executive Board.
  - 2. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  - 3. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- D. The GFWC Virginia President shall issue the Call to the GFWC Virginia Seminar, and/or Workshop at least six weeks prior to the date of the meeting. Attendance at a GFWC Virginia Seminar and/or Workshop shall be open to all club members.

### **Section 6. Orientation**

- A. There shall be a GFWC Virginia Orientation held in the first quarter of even-numbered years for nominees to District office. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
  - 1. The GFWC Virginia First Vice President/President-elect and nominees for GFWC Virginia office shall conduct an orientation to provide leadership development, responsibilities of office, training and knowledge of Federation.
  - 2. The date and location shall be determined by the GFWC Virginia Executive Committee and presented to the GFWC Virginia Executive Board for action.
  - 3. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.

4. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.
- B. There shall be a GFWC Virginia Orientation for incoming GFWC Virginia Community Service Program Chairmen, GFWC Virginia Advancement Plan Chairmen and other designated appointees held prior to GFWC Virginia Conference in even-numbered years. This meeting may be held as a body or electronically following the guidelines of the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
1. GFWC Virginia First Vice President/President-elect and the GFWC Virginia Assistant Director of Junior Clubs shall conduct an orientation to provide leadership development, responsibilities of office, training and knowledge of Federation.
  2. The date and location shall be determined by the GFWC Virginia Executive Committee and presented to the GFWC Virginia Executive Board for action.
  3. The registration fee shall be recommended by the GFWC Virginia Budget and Finance Committee and presented to the GFWC Virginia Executive Board for action.
  4. No officer shall be authorized to sign contracts which obligate GFWC Virginia financially, or otherwise, without a majority vote of the GFWC Virginia Executive Board.

## **ARTICLE X - EXECUTIVE BOARD**

### **Section 1. Membership**

- A. The GFWC Virginia Executive Board shall consist of the GFWC Virginia elected officers and the District Presidents. The GFWC Virginia Parliamentarian shall serve as an advisor without vote.
1. In the event the GFWC Virginia Third Vice President/Director of Junior Clubs is unable to attend a GFWC Virginia Executive Board meeting, the GFWC Virginia Assistant Director of Junior Clubs may attend with vote.
  2. In the event a District President is unable to attend a GFWC Virginia Executive Board meeting, the District First Vice President may attend with vote.
  3. In the event a District President and the District First Vice President are unable to attend a GFWC Virginia Executive Board meeting, the District Second Vice President may attend with vote.
- B. Any GFWC Virginia member who serves on the GFWC Executive Committee shall serve ex-officio on the GFWC Virginia Executive Board, without vote.

### **Section 2. Duties**

The GFWC Virginia Executive Board shall transact the business of GFWC Virginia that arises between Annual Conventions and shall:

- A. Act upon financial recommendations;
- B. Adopt a budget;
- C. Act upon non-budgeted requests;
- D. Act upon all contracts;
- E. Act upon policies regarding the administration of its duties;
- F. Determine terms of employment and duties of the GFWC Virginia Executive Secretary and any other staff.

### **Section 3. Meetings**

- A. Meetings of the GFWC Virginia Executive Board shall be held at the call of the GFWC Virginia President or upon written request of three GFWC Virginia Executive Board members. Meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
- B. The quorum of the GFWC Virginia Executive Board shall be five members, representing no fewer than five districts, three of whom shall be GFWC Virginia officers.

- C. The GFWC Virginia President shall be authorized, to conduct a Special Meeting of the GFWC Virginia Executive Board by mail or electronic means, following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.

## **ARTICLE XI - EXECUTIVE COMMITTEE**

### **Section 1. Membership**

There shall be a GFWC Virginia Executive Committee composed of the GFWC Virginia elected officers. The GFWC Virginia Parliamentarian shall serve as an advisor without vote.

### **Section 2. Meetings**

- A. The GFWC Virginia Executive Committee shall be authorized to meet on call of the GFWC Virginia President or any two GFWC Virginia officers. The GFWC Virginia Executive Committee may meet between meetings of the GFWC Virginia Executive Board. Meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.
- B. The quorum of the GFWC Virginia Executive Committee shall be four members.
- C. GFWC Virginia Executive Committee action shall be reported to the GFWC Virginia Executive Board at its next meeting and shall be recorded in the Minutes of the GFWC Virginia Executive Board meeting.

## **ARTICLE XII - COMMUNITY SERVICE PROGRAMS, ADVANCEMENT PLANS, GFWC SPECIAL PROGRAMS, GFWC VIRGINIA SPECIAL PROGRAMS**

### **Section 1. Community Service Programs, Advancement Plans, Special Programs**

There shall be Community Service Programs, Advancement Plans, and Special Programs corresponding to those of GFWC.

### **Section 2. Special Committees**

Special Committees as authorized by the GFWC Virginia President or the GFWC Virginia Executive Board may be created and shall be appointed by the GFWC Virginia President. The GFWC Virginia President shall designate the Chairman of each Special Committee.

## **ARTICLE XIII –STANDING COMMITTEES**

### **Section 1. Standing Committees**

There shall be the following GFWC Virginia Standing Committees: Budget and Finance, Bylaws, Credentials, Endowment Fund, Legislation and Public Policy, Resolutions, Scholarship and Strategic Planning. All GFWC Virginia Standing Committees shall report annually to the GFWC Virginia President and as defined in ARTICLE XIII, Sections 2. - 9. Meetings may be held as a body or electronically following the guidelines in the GFWC Virginia adopted parliamentary authority, *Robert's Rules of Order Newly Revised*.

### **Section 2. Budget and Finance Committee**

- A. The GFWC Virginia Budget and Finance Committee shall be composed of the GFWC Virginia elected officers and one additional member, appointed by the GFWC Virginia President, who shall serve as Chairman. The GFWC Virginia Parliamentarian shall serve as advisor, without vote.
- B. It shall be the duty of the GFWC Virginia Budget and Finance Committee to prepare a budget which shall be submitted to the GFWC Virginia Executive Board for action; to approve and supervise all investments; and see that all expenditures are kept within the budget.

- C. The GFWC Virginia Budget and Finance Committee shall review the Standing Rules governing Finances during each administration. Proposed recommendations shall be presented to the Executive Board for action.
- D. The GFWC Virginia Budget and Finance Committee shall meet at least three times a year and on call of the GFWC Virginia President, or on call of three members of the GFWC Virginia Budget and Finance Committee.

### **Section 3. Bylaws Committee**

- A. The GFWC Virginia Bylaws Committee, appointed by the GFWC Virginia President, shall be composed of five members, at least one of whom shall be a member of a Junior club. The GFWC Virginia President shall designate the Chairman. The GFWC Virginia Parliamentarian shall serve as advisor, without vote, and shall be present to advise at all meetings of the GFWC Virginia Bylaws Committee.
- B. It shall be the duty of the GFWC Virginia Bylaws Committee to review GFWC Virginia Bylaws and Standing Rules during each administration and to propose necessary changes. The GFWC Virginia Bylaws Committee shall consider amendments proposed by: the GFWC Virginia Executive Committee; the GFWC Virginia Executive Board; the GFWC Virginia Junior Executive Board; a District; a District Junior membership, or a club. Such proposals shall be submitted to the GFWC Virginia Bylaws Committee Chairman.
- C. The GFWC Virginia Bylaws Committee shall meet no less than once during each year of the administration. The GFWC Virginia Bylaws Committee shall report at each GFWC Virginia Annual Convention and Conference on action taken by the Committee.

### **Section 4. Credentials Committee**

The GFWC Virginia Credentials Committee, appointed by the GFWC Virginia President, shall be composed of four members: the GFWC Virginia Treasurer and three appointed members, at least one of whom shall be a member of a Junior club. The GFWC Virginia President shall designate the Chairman. The GFWC Virginia Parliamentarian shall serve as an advisor to the GFWC Virginia Credentials Committee.

### **Section 5. Endowment Fund Committee**

The GFWC Virginia Endowment Fund Committee shall be composed of the GFWC Virginia elected officers and one additional member designated by the GFWC Virginia President to serve as Chairman. The GFWC Virginia Parliamentarian shall serve as advisor, without vote, and shall be present to advise at all meetings of the GFWC Virginia Endowment Fund Committee. It shall be the duty of the GFWC Virginia Endowment Fund Committee to promote projects for Endowment Fund growth. The GFWC Virginia Budget and Finance Committee Chairman may serve on the GFWC Virginia Endowment Fund Committee, as directed by the GFWC Virginia President.

### **Section 6. Legislation and Public Policy Committee**

The GFWC Virginia Legislation and Public Policy Committee, appointed by the GFWC Virginia President, shall be composed of four members, at least one of whom shall be a member of a Junior club. The GFWC Virginia President shall designate the Chairman. It shall be the duty of the GFWC Virginia Legislation and Public Policy Committee to assist in the implementation of the GFWC and GFWC Virginia legislative programs; inform GFWC Virginia members of the status of pending legislation; and develop and promote an educational legislation program. The GFWC Virginia Legislation and Public Policy Chairman shall serve ex-officio, without vote, on the GFWC Virginia Resolutions Committee.

### **Section 7. Resolutions Committee**

The GFWC Virginia Resolutions Committee, appointed by the GFWC Virginia President, shall be composed of five members, one of whom shall be a member of a Junior club. The GFWC Virginia President shall designate the Chairman. The GFWC Virginia Standing Rules governing Resolutions shall determine the procedure for submitting proposed resolutions. The GFWC Virginia Resolutions Committee shall present proposed action on current or new Resolutions at each GFWC Virginia Annual Convention. The GFWC Virginia Resolutions Committee Chairman shall serve ex-officio, without vote, on the GFWC Virginia Legislation and Public Policy Committee.

### **Section 8. Scholarship Committee**

The GFWC Virginia Scholarship Committee, appointed by the GFWC Virginia President, shall be composed of at least three and not more than five members. The President shall designate the Chairman. It shall be the duty of the GFWC Virginia Scholarship Committee to administer the funds of the Mary Macon McGuire Scholarship and the Phyllis V. Roberts Scholarship as defined in GFWC Virginia Standing Rules governing Scholarships with approval of the GFWC Virginia Executive Board. The GFWC Virginia Scholarship Committee Chairman shall advise the GFWC Virginia President and GFWC Virginia Treasurer of all applications and awards.

### **Section 9. Strategic Planning Committee**

The GFWC Virginia Strategic Planning Committee shall be composed of seven members, including the GFWC Virginia First Vice President/President-elect and GFWC Virginia Second Vice President. Five members shall be appointed by the GFWC Virginia President, one of whom shall be the GFWC Virginia Assistant Director of Junior Clubs. The GFWC Virginia President shall designate the Chairman. The GFWC Virginia Parliamentarian shall be present to advise at all meetings of the GFWC Virginia Strategic Planning Committee. It shall be the duty of the GFWC Virginia Strategic Planning Committee to review GFWC Virginia policies, procedures, and structure and make recommendations to the GFWC Virginia Executive Board.

## **ARTICLE XIV - PARLIAMENTARIAN**

The GFWC Virginia Parliamentarian shall be appointed by the GFWC Virginia President and shall serve without vote, except by ballot at GFWC Virginia meetings. She shall be present to advise at all meetings of the GFWC Virginia Executive Committee, GFWC Virginia Executive Board, at the GFWC Virginia Conference and GFWC Virginia Annual Convention and at meetings of the GFWC Virginia Budget and Finance Committee, GFWC Virginia Endowment Fund Committee, GFWC Virginia Bylaws Committee, and GFWC Virginia Strategic Planning Committee. She shall serve as an advisor to GFWC Virginia Standing Committees as described in ARTICLE XII and to all other GFWC Virginia Committees. Her term of office shall cease with the appointing GFWC Virginia President. She may be re-appointed without regard to length of previous service.

## **ARTICLE XV – POLICIES AND STANDING RULES**

### **Section 1. Policies**

The GFWC Virginia Executive Board shall maintain policies regarding the administration of its duties as prescribed in these Bylaws.

### **Section 2. Standing Rules**

GFWC Virginia shall maintain standing rules regarding the administration of these Bylaws and to provide procedural guidelines pertaining to GFWC Virginia governing documents used by all members, including the Executive Board, Junior Executive Board, Community Service Program Chairmen, Advancement Area and Special Program Chairmen, Standing and Special Committees and Appointments. These

standing rules may be amended by a majority vote at Annual Convention and Conference, provided the proposed amendments have been appended to the Call.

#### **ARTICLE XVI - HEADQUARTERS**

GFWC Virginia shall maintain its Headquarters in the Richmond area. The details of the operation of the GFWC Virginia Headquarters shall be under the direction of the GFWC Virginia President with the assistance of the GFWC Virginia Budget and Finance Committee, the GFWC Virginia Headquarters Chairman, and the GFWC Virginia Executive Secretary with the approval of the GFWC Virginia Executive Board.

#### **ARTICLE XVII - DISSOLUTION**

Dissolution shall be initiated upon recommendation to the membership by the GFWC Virginia Executive Board. Dissolution must be adopted by an affirmative two-thirds vote of those delegates present and voting at a meeting called specifically for the purpose of Dissolution. In the event of Dissolution, the GFWC Virginia Executive Board shall liquidate and distribute its assets to organizations which could qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. Such organizations shall have purposes similar to those of GFWC Virginia. No assets may be distributed to individual members.

#### **ARTICLE XVIII - PARLIAMENTARY AUTHORITY**

The parliamentary authority for GFWC Virginia shall be *Robert's Rules of Order Newly Revised*. It shall govern in all cases to which it applies and in which it is consistent with these Bylaws or adopted rules.

#### **ARTICLE XIX - AMENDMENT**

These Bylaws may be amended at any GFWC Virginia Annual Convention, Conference, or Special Meeting by a two-thirds vote of those delegates present and voting, provided the proposed amendments have been appended to the Call.