

GFWC West Virginia Bylaws

ARTICLE I – NAME

The name of this organization shall be GFWC West Virginia.

ARTICLE II – OBJECT

The object of GFWC West Virginia shall be to bring into communication and to unite the women's clubs and like organizations throughout our state for the purpose of mutual benefit and for the promotion of their common interest in educational, industrial, philanthropic, literary, artistic and scientific culture as interpreted and implemented by established policy.

ARTICLE III – MEMBERSHIP

Section 1. ELIGIBILITY. Women's clubs whose work is germane to the objects of General Federation of Women's Clubs are eligible for membership in GFWC West Virginia. The State Federation, Districts, and individual clubs shall be totally non-partisan and shall not endorse or support any political candidates.

Section 2. CLASSIFICATION. Members in GFWC West Virginia shall be held by women's clubs paying per capita dues.

Section 3. TYPES OF MEMBERSHIP. There shall be three (3) types of membership: Woman's, Junior, Juniorette. Active members are clubs whose purpose is germane to the mission of GFWC and pay dues to GFWC West Virginia. All active members should include GFWC in their names. Active members shall be categorized as follows:

- a.** Woman's Clubs: Clubs that have met the requirements for membership in the state federation and GFWC.
- b.** Junior Clubs: Clubs whose membership meet requirements for Junior membership in the state federation and GFWC.
- c.** Juniorette Clubs: Clubs whose membership is composed entirely of middle school, junior high, and high school age students.

Section 4. APPLICATION for membership shall be made to the Second Vice President at least thirty days prior to convention if representation is desired at the succeeding annual convention of the State Federation.

- a.** Applications shall be accompanied by copies of the club's constitution and/or bylaws; together with dues for one year; and a typed alphabetical list of members and their addresses. The application shall be endorsed by the District President.
- b.** A four-fifth (4/5) vote of the State Membership Team shall be necessary for membership. If rejected by the Membership Team, the application shall be referred to the Executive Board and a two thirds (2/3) vote of this body shall be necessary for membership.

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Section 5. TERMINATION OF MEMBERSHIP

- a. By resignation. Resignation shall be sent to the Second Vice President and shall be accepted only from clubs in good standing.
- b. By non-payment of dues. Clubs whose dues are unpaid for one year shall be removed from membership.
- c. For other causes. Clubs whose activities or purposes have been proven inconsistent with those of the State Federation shall be removed by two-third (2/3) vote of the Executive Board.
- d. No club shall withdraw from the district and maintain State membership or vice versa.

Section 6. COMMITMENT OF CONTRACTS. No member of GFWC West Virginia, regardless of position held in the State Federation, shall in any manner commit the Federation to any agreement or contract which obligates the Federation, monetarily or otherwise, without the prior approval of the Executive Board.

Section 7. LIFETIME MEMBERSHIP.

- a. Any member of GFWC West Virginia may become a lifetime member by paying a one-time fee in the amount of \$500 made payable to GFWC West Virginia and forwarded with an application form to the State Treasurer.
- b. The \$500 lifetime fee shall be deposited by the State Treasurer in a special interest-bearing fund entitled "Lifetime Membership." She shall forward a copy of the application to the Second Vice President. Expenditure or disbursement shall be made from the principal of the lifetime membership fund. For the following reasons:
 - (1) To pay the State and GFWC dues of the lifetime member until the member is deceased.
 - (2) Interest income remaining after the payment of dues shall be spent only to further the work of GFWC West Virginia as approved and directed by the Board of Directors.
- c. Lifetime members pay district dues and club dues only. Clubs do not pay State or GFWC dues on lifetime members. The GFWC West Virginia Treasurer shall pay the State and GFWC dues with the local club receiving credit for lifetime members.
- d. Any Lifetime Member who changes clubs and wishes to have their Lifetime Membership recognized in that club shall notify the Second Vice President.
- e. The Second Vice President shall promote lifetime memberships and be responsible for recognition of lifetime members at the State Convention. New Lifetime members shall be presented with a certificate and a lifetime membership pin during the Annual State Convention.
- f. The Second Vice President shall prepare an annual up-to-date list of verifiable addresses of Lifetime Members and the clubs to which they belong at the beginning of the GFWC fiscal year. She shall forward the list to the GFWC West Virginia President and GFWC West Virginia Treasurer to be printed in the GFWC West Virginia Directory.

ARTICLE IV - CONSTITUENT DIVISIONS

Section 1. The Constituent Divisions:

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- a. The State Federation shall be divided into seven geographic districts to be known as Capitol, Eastern, North Central, Northern, Southern, Southwestern, and Western.
 - Capitol District:** Counties - Boone, Braxton, Clay, Fayette, Kanawha, Nicholas, Putnam, and Webster.
 - Eastern District:** Counties - Berkeley, Grant, Hampshire, Hardy, Jefferson, Mineral, Morgan, Pendleton, and Tucker.
 - North Central District:** Counties – Barbour, Harrison, Marion, Monongalia, Preston, Randolph, Taylor, and Upshur.
 - Northern District:** Counties - Brooke, Hancock, Marshall, Ohio, Tyler, and Wetzel.
 - Southern District:** Counties - Greenbrier, McDowell, Mercer, Monroe, Pocahontas, Raleigh, Summers, and Wyoming.
 - Southwestern District:** Counties - Cabell, Lincoln, Logan, Mason, Mingo, and Wayne.
 - Western District:** Counties - Calhoun, Doddridge, Gilmer, Jackson, Lewis, Pleasants, Ritchie, Roane, Wirt, and Wood.
- b. District bylaws shall not conflict with the State Federation Bylaws.
- c. All officers shall be elected at the annual District Convention in the odd number calendar years and take office at the close of the next State convention.
- d. The new President of each district shall be installed with the elected State officers. A retiring District President may be eligible to be a candidate for a State office.
- e. A copy of District minutes shall be sent to the State President within two (2) weeks following each Annual District Meeting.
- f. Districts may charge dues from their respective clubs. The amount shall be approved by the voting delegates at the annual District Convention. District dues are payable to the respective District Treasurer.

ARTICLE V - DUES, FINANCE AND BUDGET

Section 1. THE FISCAL YEAR. The fiscal year of the State Federation shall be from April first to March thirty-first.

Section 2. ANNUAL DUES. The annual dues of Woman's clubs in active membership shall be \$21.50. This amount shall be divided as follows:

General Federation	\$15.00
State Federation	\$ 6.50
Total	\$21.50

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The annual dues of Junior clubs in active membership shall be \$26.50. This amount shall be divided as follows:

General Federation	\$15.00
State Federation	6.50
State Jr. Travel Fund	5.00
Total	\$26.50

The annual dues of Collegiate clubs in active membership shall be \$15.00.

The annual dues of Juniorette clubs in active membership shall be \$10.00.

- a. The GFWC West Virginia Treasurer shall collect dues from clubs by December 1 to entitle the clubs to vote at the next Annual State Convention.
- b. The dues of any new club admitted to membership within thirty (30) days prior to the convention shall be credited to the following fiscal year and shall be eligible for representation at the convention.
- c. Clubs that have not paid dues by December 1st will not be eligible for awards.

Section 3. FINANCE AND BUDGET. This committee shall consist of the President-elect who shall serve as chairman, the President, the First Vice President, the Treasurer, and the Fundraising Chairman. It shall be the duties of this committee:

- a. To prepare a budget and submit it with recommendation to the Executive Board for approval at the Pre-convention Board meeting.
- b. To report thereafter as requested as to the status of the budget.
- c. To investigate and recommend to the Executive Board investments suggested by the bank or trust company selected to handle the funds of the State Federation.
- d. To see that all securities and invested principal of savings or special funds shall be placed by the Treasurer of the State Federation in the custody of an accredited bank or trust company. Interest from said investments shall be budgeted each year with general income.
- e. To investigate all proposed expenditures before presenting them to the Executive Board or convention for action.
- f. The State President's name shall appear on all financial accounts with authority to disburse funds should the need arise.

Section 4. DISBURSEMENTS.

- a. Disbursements of funds of the State Federation shall be by check. A voucher approved and signed by the President and President-elect shall accompany all bills to the Treasurer for payment.
- b. After the budget has been accepted, the officers, community service programs and committees shall expend no further funds than have been provided by the budget, except upon special authorization of the Executive Board and upon recommendation of the Finance and Budget Committee.

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- c. All bills from officers, community service chairmen, divisions and committees must be accompanied by receipts and in the hands of the President no later than thirty (30) days prior to the annual convention if payment is to be made before closing the books for the annual report.
- d. The State Federation shall pay travel expense plus other expenses as necessary to the Immediate Past State President for attendance at the General Federation Convention in the even numbered calendar years.

ARTICLE VI - CONVENTIONS

Section 1. ANNUAL CONVENTIONS. The State Federation shall hold an annual convention. The time and place are to be determined by the Executive Board. Invitation for annual convention shall be extended by a district or districts.

Section 2. REPRESENTATION. The voting body shall be:

- a. Accredited voting delegates or alternates from clubs in active membership as follows: one from each club of ten (10) members or major fraction thereof plus the club president or her alternate, whose dues have been paid in full by December first of the preceding year; one for each additional ten (10) members or major fraction thereof. Clubs with less than ten (10) members shall be represented by the club president or her alternate.
- b. Members of the Executive Board and Council.
- c. Members of the Scholarship Committee.
- d. No voting delegate, officer or alternate shall act as representative of more than one club.
- e. Each voting delegate must personally present her credential card to the credentials committee at the annual convention. There shall be no proxies.
- f. Voting delegates shall register in one capacity.
- g. Members of clubs belonging to GFWC West Virginia who are not voting delegates may attend the convention and shall be designated as non-voting delegates. They shall not make motions or vote.

Section 3. CALL. The Call for the annual convention shall be issued by the President and the Recording Secretary and sent to the President of each club, State Officers, appointed members of Executive Board; District Presidents; Chairmen of Programs and Committees; Presidents of Junior Clubs and Departments; Past State Presidents; Past State Directors of Junior Clubs; and members of Scholarship Board no later than thirty (30) days preceding the annual convention. Proposed resolutions and revisions shall be included with the Call. Juniorette Clubs may receive the Call and attend but cannot make motions or vote.

Section 4. CREDENTIALS/REGISTRATION

The President shall appoint a credentials/registration chairman to receive advance registration for convention. The Credentials/Registration Chairman shall prepare for the credentials committee a list of delegates paying registration fees. She shall give bond for an amount approved by the Executive Board and paid for by GFWC West Virginia funds.

- a. A committee on credentials, consisting of seven members, shall be appointed by the President.

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These members shall be from clubs in good standing from the hostess district or districts. The Chairman of Credentials shall report to the Convention. It shall be the duty of this committee to

1. Register all voting delegates, non-voting delegates and visitors attending convention;
 2. Certify the eligibility of voting delegates; and
 3. See that each registered voting delegate has a credential card.
- b.** In order to vote, each accredited voting delegate must have her credential card checked in person at the registration desk. A voting delegate must have her credential card checked by the Committee on Elections who shall have a list of eligible voters for each club provided by the Credentials/Registration Chairman.
- c.** Registration shall close at 11:00 A.M. on the day of election.

Section 5. QUORUM

- a.** A quorum at the Annual Convention shall consist of a majority of the registered voting delegates as described in Section 2. Representation. a. through g.
- b.** A quorum at any Executive Board meeting shall consist of fourteen (14).
- c.** A quorum of the Executive Committee shall consist of four (4).
- d.** A quorum of the Executive Board and Council shall consist of fifty percent (50%) of the members.

Section 6. DISTRICT CONVENTIONS. District conventions shall be held annually in the different districts in September, October, and November.

Section 7. GFWC INTERNATIONAL ANNUAL CONVENTION

1. Immediate Past President. The Immediate Past State President shall attend the GFWC International Annual Convention in the even numbered calendar years. The Immediate Past State President shall make the report of and accept the awards for her administration.
2. President. In the even numbered calendar year of her administration, the newly elected State President shall be the official representative at all other activities of the State Federation during the GFWC International Annual Convention.

ARTICLE VII - OFFICERS

Section 1. NAME. The elected officers of the State Federation shall be a President, President-elect, First Vice President, Second Vice President, Recording Secretary, Treasurer, and Director of Junior Clubs, and Director-elect of Junior Clubs.

Section 2. ELIGIBILITY. Candidates for the office of President-elect, First Vice President, Second Vice President, Recording Secretary, and Treasurer shall be a member in good standing of an active club. Candidates for Director-Elect of Junior Clubs shall be a member in good standing of an active Junior club. All candidates shall have served one term as President of an active federated club and/or Chairman of a Junior Department of a Federated club. All candidates shall have served one term on the State Executive Board unless her name and qualifications have been presented to and approved by the Board.

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- a. Each candidate for an elected office must have the endorsement of her club.
- b. Nominations may be made from the floor, provided the consent of the nominee has been obtained to serve, if elected, and she has met the requirements of eligibility.
- c. During term of office, the candidate must live within the State of West Virginia or a 50-mile radius thereof.

Section 3. TERM. The term of office shall be two years. Officers shall serve from the adjournment of the convention at which they are elected until the adjournment of the convention at which their successors are elected. No officer shall serve more than one term in the same office except the Treasurer who may serve a second term. No officer shall serve more than one office at the same time. Any officer who has served the major portion of a term shall be considered to have served a term.

- a. In case of a vacancy in the office of President, the President-elect shall succeed to the office and shall serve the unexpired term.
- b. In case of a vacancy in the office of Director of Junior Clubs, the Director-elect of Junior Clubs shall succeed to the office and shall serve the unexpired term.
- c. In case of a vacancy among the other officers, the Executive Board shall elect by ballot, at a meeting called for that purpose, a person to serve the unexpired term. If less than one half of a term remains, there shall be no election to fill a vacancy. The President shall appoint a person to fill the vacancy.

Section 4. DUTIES.

a. President. The president shall be the official representative of the State Federation. She shall be the chief executive officer of the State Federation and shall be an ex officio member of all programs and committees except the committee on nominations and elections. Her duties shall be:

1. To preside at all meetings of the State Federation, the Executive Committee, Executive Board and Council.
2. Appoint a Corresponding Secretary, a Parliamentarian, the Editor of the WV Clubwoman Newsletter, the Fundraising Chairman, and Community Service Program Chairmen who shall be approved by the Executive Board.
3. To appoint chairmen and members of Programs and Committees, Chairman of the GFWC V Support Fund, Chairman of the GFWC WV Pennies for Arts Contest, a Historian, and Members of Scholarship Board.
4. To supervise plans for extending, unifying, and rendering more efficient the work of the State Federation.
5. To approve all programs of work.
6. To supervise the publication of the Directory, including the reports of each annual convention.
7. To work with the Editor of GFWC WV Clubwoman in the publication of the official newsletter.
8. To issue with the Recording Secretary the Call to the annual convention.
9. To issue the Call to all regular and special meetings of the Executive Committee, Executive Board and Council.
10. To plan all programs for the annual convention.

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11. To approve all bills before payment.
12. To present an annual report of the work of the State Federation; a copy of said report to be printed in the Directory; and
13. The State President shall attend all General Federation Conventions and Board meetings during her term of office.
14. Shall be responsible for the delivery of said records to the West Virginia State Archives, WV Division of Culture and History, Charleston, WV. Those records are: President's Directory and Reports, State Convention Programs, original minutes, bound copy of *the GFWC WV Clubwoman*, Junior Information, Juniorette Information, and Woman's, Junior & Juniorette Presidents Photos & Messages.

b. President-elect. The President-elect, in the absence of the President, shall perform the duties of the President. She shall serve as chairman of Finance and Budget approve and send all bills with vouchers attached, previously approved by the President, to the Treasurer for payment. She shall serve as Dean of District Presidents and as Chairman of the Standing Rules Committee. At a time mutually agreeable to the President and President-elect, the nominee for President shall be permitted to plan a program of work for the administration including the privilege of securing club members necessary to carry out the program. The President-elect shall work on Summer Conference and Summer Board locations in the even numbered year of the administration in which she serves as President-elect. The President-elect shall keep the ballots from an election until the Summer Board meeting following the election, and then destroy them.

c. First Vice President. The First Vice President, in the absence of the President and the President-elect, shall perform the duties of the President. She shall serve as Dean of Programs, Special Committee Chairmen, and Chairman of the Strategic Planning Committee. She shall be a member of the Finance and Budget Committee. The First Vice President shall work on Summer Conference and Summer Board locations in the odd numbered year of the administration in which she serves as First Vice President. She shall send state award entry reports to GFWC Chairmen.

d. Second Vice President. The Second Vice President, in the absence of the President, President-elect, and First Vice President, shall perform the duties of the President. She shall be Chairman of Membership and notify each newly elected club of admission to membership in GFWC West Virginia. She shall send to the General Federation Membership Chairman the name of all new clubs, when admitted. She shall prepare annually an up-to-date list with verified addresses of Lifetime Members and inform the GFWC West Virginia State President and Treasurer of any changes or deaths. She shall forward the list to the GFWC West Virginia President and Treasurer to be printed in the GFWC West Virginia Directory. She shall serve as Chairman of the Rules of Policy Committee.

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e. Recording Secretary. The duties of the Recording Secretary shall be:

1. To keep a record of the proceedings of all meetings of the State Federation; the Executive Committee; Executive Board and Council. At the close of the convention, she shall send a copy of convention minutes and reports received from State Chairmen to the President. She shall, within ten days after a meeting of the Executive Board, send a digest of Board action to members of the Board, and within thirty (30) days send copies of the minutes to the members of the Board.
2. To send to her successor, within one month after her term of office expires all property within her possession unless otherwise ordered by the Executive Board.
3. The Recording Secretary shall serve as state chairman of Juniorette clubs, collegiate clubs, and other unique organizations that may come to pass. She shall work closely with the State President.

f. Treasurer. The duties of the Treasurer shall be:

1. To collect, hold and disburse, as instructed, all funds of the Federation except as hereinafter provided for in the bylaws regarding money in the Scholarship Fund.
2. To give bond for full coverage in faithful performance of her duties.
3. To pay all bills that have been approved by the President and President-elect and paid by the State Federation immediately upon receipt of voucher with bill attached.
4. Provide to the Financial Advisor copies of all bank statements, transactions and vouchers for each quarter (ending March, June, September and December).
5. Provide to the Financial Advisor prepared and reconciled financial statements for the fiscal year ending March 31. The statements will be from all checking and savings accounts, and from the GFWC WV Support and Scholarship Funds. The statements are to be sent to the Financial Advisor within 60 (sixty) days of the fiscal year end.
6. To submit a full report at each annual convention, to every meeting of the Executive Committee, Executive Board and at any other time when requested by the President or any three members of the Executive Board.
7. To deliver to her successor, within two months after the expiration of her term of office, all money, bonds, vouchers, books, and papers of the State Federation in her custody; and
8. Prepare a report of all clubs paying dues by December 1, with the number of members and the number of delegates entitled to vote, according to Article VII, Convention, Section 2, Representation, for the State President. A copy of all clubs with the number of delegates entitled to vote shall be given to the Credentials Committee. A copy of club memberships shall be sent December 1st and February 1st to Board members.
9. To shred and dispose of all financial records older than four administrations.

g. Director of Junior Clubs. The duties of the Director of Junior Clubs shall be the official representative of the GFWC WV Junior membership. Upon completion of her term as Director of Junior Clubs she may retain Junior membership status for a minimum of two (2) years and a maximum of six (6) years, with the approval of the GFWC WV Board, to enable her to serve on the GFWC Junior Board. Prior to each appointment to a position on the GFWC Junior Board, a letter of intent shall be submitted to the GFWC WV Executive Committee for review prior to presentation to the GFWC WV Board for approval.

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1. She shall plan and preside at all Junior Meetings.
2. She shall issue the Call to all regular and special meetings of the Junior membership.
3. She shall attend all meetings of GFWC WV and GFWC.
4. With the Director-Elect of Junior Clubs, she shall plan one, but not more than two, special projects to complement the program of GFWC WV and GFWC.

h. Director-Elect of Junior Clubs. The duties of the Director-Elect of Junior Clubs shall be: In the absence of the Director of Junior Clubs or due to disability, the Director-Elect of Junior Clubs shall perform all the duties of the Director of Junior Clubs. In the case of vacancy in the position of Director of Junior Clubs, the Director-Elect of Junior Clubs shall become Director of Junior Clubs for the unexpired term. The Director-Elect of Junior Clubs shall serve as the Junior Membership Chairman and as Recording Secretary at all Junior Meetings. At a time mutually agreeable to the State President and Director of Junior Clubs, the Director-Elect shall be permitted to plan a program of work

ARTICLE VIII - NOMINATIONS AND ELECTIONS

Section 1. NOMINATIONS. The responsibility of the Committee on Nominations and Elections shall be to present one or more names for each office of the State Federation except President. The committee shall be composed of eight (8) members which shall be the chairman and one representative from each district within GFWC West Virginia.

- a. The chairman and an alternate, in case the chairman cannot serve, shall be elected at the annual convention in the even-numbered calendar years. Nominations shall be made from the floor during the first business meeting of the convention.
- b. The seven district representatives to the Committee on Nominations and Elections and alternates, in case the representative cannot serve, shall, be elected at each district convention in the even-numbered calendar year.
- c. The March issue of *The GFWC West Virginia Clubwoman* in the odd numbered years shall carry an announcement advising every club, and the potential candidate, to submit nominations for elected office to the Chairman of the State Committee on Nominations and Elections by July 1 of the odd numbered years. The announcement shall include, but is not limited to, the qualifications required, submission procedures, and the sections of the bylaws referring to the nominating process.
- d. The Committee on Nominations and Elections shall meet at the call of the chairman. Each District shall be represented by its elected member or alternate. In case the elected member or alternate cannot attend, the District President shall appoint a representative. Representatives from five (5) Districts shall constitute a quorum.
- e. No club shall place in nomination the name of more than one candidate for an elective office, except for the office of Director-elect of Junior Clubs.
- f. Names of all candidates submitted by clubs shall be sent by certified mail with return receipt to the Chairman of the State Committee on Nominations and Elections postmarked by July 1 of the odd numbered calendar year.
- g. The Committee may present one or more names for each office, except that of President. In

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the event no candidate has filed for an office, the Committee shall seek candidates. The Committee may suggest to a candidate that she seek an office other than the one for which her club gave an endorsement. The consent of a candidate must be obtained by the Chairman on Nominations and Elections on any suggested change. If the candidate agrees to the suggested change, she need not seek another endorsement from her club. No one shall be nominated by the Committee whose consent to serve, if elected, has not been obtained.

- h.** The names of all candidates for elected office who meet the bylaw requirements for eligibility shall be placed on the ballot.
- i.** The Chairman of the Committee on Nominations and Elections shall report the approved list of candidates for elected office to the State President and to the Editor of Clubwoman Newsletter within twenty-four (24) hours after the meeting of the committee. She shall also notify each candidate and her club president immediately upon completion of the nominations.
- j.** The Committee on Nominations and Elections shall conduct the elections.
- k.** Each candidate's club shall submit a photograph and typed qualifications of the candidate, not to exceed 250 words, with the exception of the President-elect and Director-elect of Junior Clubs who shall have 350 words, to the Clubwoman Editor by the deadline for the candidate's issue of the newsletter.
- l.** Names of all candidates shall be announced in the Call to convention.
- m.** There shall be no campaigning for elective office. Any candidate who engages in campaigning or canvassing for elective office may be subject to disqualification from the elective office.

Section 2. NOMINATIONS FROM THE FLOOR. Nominations may be made from the floor following the report of the Committee on Nominations and Elections. Candidates nominated from the floor shall have consented to be nominees, have the endorsement of her club, and shall meet bylaw requirements for eligibility.

Section 3. ELECTIONS.

- a.** The election of officers shall be held in the even-numbered calendar years at Convention. The installation of new officers shall be held during the closing meeting of Convention.
- b.** Elections shall be conducted by the Committee on Nominations and Elections.
- c.** Elections shall be by ballot on the afternoon of Convention preceding the closing meeting. It shall be the duty of the Chairman of the Committee on Nominations and Elections to have the ballots printed and to provide a ballot box.
- d.** Polls shall be open as published in the Convention Call and the Convention Program. To be eligible to vote a delegate shall register and receive her election credential no later than 11:00 am on the day of election.
- e.** A plurality vote shall elect. There shall be no proxies. Only those with proper credentials shall vote. Registration shall close at 11:00 a.m. preceding the election.
- f.** The Chairman of the Committee on Nominations and Elections shall report to the President as soon as voting is closed, and results are available.
- g.** The President shall notify each candidate immediately of election results, upon receiving said report.

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ARTICLE IX - EXECUTIVE BOARD, EXECUTIVE COMMITTEE AND COUNCIL

Section 1. DEFINITION.

a. Executive Committee

The Executive Committee shall consist of: The President, the President-Elect, First Vice President, Second Vice President, Recording Secretary, Treasurer, the Director of Junior Clubs, and the Director-Elect of Junior Clubs.

b. Executive Board. The Executive Board shall consist of:

Elected Officers: The Officers, District Presidents, Director of Junior Clubs and Director-elect of Junior Clubs.

Appointed Positions: A Corresponding Secretary, Parliamentarian, Fundraising Chairman, and Community Service Program Chairmen who shall be approved by the Executive Board. All Juniors and Woman's with membership in clubs with active membership are eligible for these appointments.

c. Advisory Committee: All GFWC West Virginia past state presidents are eligible to serve. These members shall serve as an advisory committee. They shall have the courtesy of the floor, but no voting privileges. They may attend the meetings at their own expense. They shall be included in all correspondence received by the GFWC West Virginia Board Members.

Section 2. ELIGIBILITY. Only members of the clubs in active membership shall be eligible to serve on the Executive Board, either by election or appointment.

Section 3. VACANCIES. All vacancies, except District President, shall be filled by the Executive Board.

Section 4. DUTIES.

a. Executive Board. The duties shall be:

- i. To transact business of the State Federation between annual conventions and may delegate to the Executive Committee such power as it deems necessary, provided that such power does not entail expenditures of more than \$500 from the funds unallocated in the budget or money from savings.
- ii. To fill vacancies occurring in office and act in emergencies which do not violate the policies of the State Federation.
- iii. To create and dissolve programs and committees, except committees on credentials, nominations and elections, revisions, finance, and budget.
- iv. To approve the Budget upon recommendation of the Finance and Budget Committee.
- v. To decide upon investments suggested by the bank or trust company and recommended by the Finance and Budget Committee.
- vi. To approve any investments or large expenditures suggested by the Scholarship Board.
- vii. To approve any change in policy regarding Scholarship Board.
- viii. To approve any change in policy regarding the GFWC West Virginia Support Fund.

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- b. The Executive Committee.** The Executive Committee shall transact such business that may require immediate attention between meetings of the Executive Board. All business transacted shall be submitted to the Board for ratification at its next meeting.
- c. Council.** The Council shall consist of the Executive Board, Past State Presidents, Past State Directors of Junior Clubs, Community Service Program Chairmen, Chairman of Programs, Chairmen and members of committees and any other chairmen necessary to carry on the work of the State Federation. Juniors shall make up a minimum percentage of the State Board and Council based on the percentage Junior membership of the entire State Federation.
- d. Editor.** The Editor of the West Virginia Clubwoman shall collect and edit material for each issue of the newsletter with special emphasis upon confirmation from the President.
- e. Recording Secretary.** The Recording Secretary shall serve as state chairman of Juniorette clubs, collegiate clubs, and other unique organizations that may come to pass. She shall work closely with the State President.
- f. Fundraising Chairman.** The Fundraising Chairman shall have charge of the fundraising projects of the State Federation. The chairman shall be bonded in a minimum amount of \$50,000 to be paid from GFWC West Virginia funds. She shall be a member of the Finance and Budget Committee.
- g. Communications and Public Relations Chairman.** The Communications and Public Relations Chairman shall promote and ensure the implementation of the tools necessary for proper communication, public awareness, and public relations for GFWC West Virginia, and to assist local clubs with Communications and Public Relations. She shall work closely with the webmaster, publisher of the GWC West Virginia Clubwoman Newsletter, and social media personnel. She shall promote, have judged, and award the club website award and club newsletter award.
- h. Historian.** The Historian shall prepare a scrapbook to include all outstanding projects at the close of each administration.
- i. Corresponding Secretary.** The duties shall be to assist the President whenever called upon in sending information to District Presidents, Program and Committee Chairmen, and to keep a correct list of every club in the state. She shall assist the President in the compilation of the Directory.
- j. Parliamentarian.** The parliamentarian shall assist the President on questions of parliamentary procedure. She may be consulted by clubs on questions of parliamentary procedure and the bylaws. She shall be a member of the Executive Board and Council without a vote, except when the vote is taken by paper ballot. She shall be an advisor to the following committees: Bylaws, Strategic Planning, Rules of Policy, Standing Rules, and Nominations and Elections.
- k. Scholarship Board Committee Chairman.** She shall make a detailed annual report to the GFWC West Virginia Executive Board.
- l. GFWC WV Financial Advisor.**
 - a.** Qualification: a minimum of three (3) years of not-for-profit tax experience, and an education in accounting and/or financial bookkeeping
 - b.** Responsible for the filing of the tax Form 990
 - c.** Conduct a quarterly review of all financial transactions in accordance with the bylaws, standing rules and rules of policy

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- d. A report of the financial transactions review shall be sent to the President and Treasurer within thirty (30) days of receipt of records from the Treasurer.

If the Financial Advisor is performing satisfactorily and does not jeopardize the 501c3 status of the organization, there shall be no term limit.

Section 5. STANDING RULES. The Executive Board may formulate and adopt standing rules. Such rules may be adopted by a majority vote at any meeting without previous notice, may be suspended by a majority vote, or amended, or rescinded by a two-third (2/3) vote.

Section 6. VOTING. The Executive Board may transact business by voting by mail or electronic means when necessary. Any action taken shall be ratified and made a part of the minutes of their next meeting.

Section 7. MEETINGS.

- a. There shall be three regular meetings of the Executive Board in the first year of a new administration. They will be: one following the annual convention; one to be set in the summer, by the President, and held in the city designated by her; and one prior to the beginning of the next annual convention.
- b. The second year there shall be two regular meetings of the Executive Board: one to be set in the summer by the President and held in the city designated by her; There shall be three regular meetings of the Executive Board annually; one preceding and one following the annual convention; the other to be set by the President and held in the city designated by her. Other meetings may be held at the call of the President or upon the written request of three members, stating the object of the meeting and one prior to the beginning of the annual convention.
- c. Other meetings may be held at the call of the President or upon the written request of three members, stating the object of the meeting.
- d. In the even number calendar year, the new Council shall meet in the morning following the close of Convention. Other Council meetings may be called by the President.
- e. The Annual Meeting of the GFWC West Virginia Junior Clubs shall be held at the discretion of the GFWC WV Director of Junior Clubs.

ARTICLE X - PROGRAMS AND COMMITTEES

Section 1. DEFINITION.

- a. The Programs of the State Federation shall correspond to those of the General Federation insofar as is necessary to promote programs of work and study which reflect the policies of the General Federation through diverse interests of the clubs.
- b. The Committees shall be Convention, Credentials, Finance and Budget, Resolutions, Bylaws, Membership, Nominations and Elections, Strategic Planning, and Rules of Policy. There may be other committees named by the President to promote the work of GFWC WV.
- c. Special and Standing Committees shall perform such duties as may be assigned to them to make the organization of the State Federation more effective.

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Section 2. TERM. The chairmen of programs and committees shall be appointed by the President for a term of two years. No individual may serve more than four consecutive years in the same position; no member may be appointed to serve in more than one capacity during an administration.

Section 3. DUTIES.

- a. Each Community Service Program Chairman shall be responsible for the implementation of the designated plans of work within the Community Service Program consulting with the First Vice President to plan an outline to promote areas of work and study for the appropriate administration.
- b. Each Committee Chairman shall conduct the work appropriate to her respective committee in accordance with plans which have the approval of the State President.

Section 4. REPORT. Each chairman shall send her award entry report to the President and First Vice President. She shall keep a complete record of the work done and shall deliver the record to her successor within one month after expiration of the term of office. A summary of work completed shall be included in the Directory in the even numbered calendar year covering the projects and activities of the immediate past administration.

Section 5. Expense incurred (within Budget allotment) by programs and committees shall be sent to the President, along with receipts, for approval within thirty (30) days prior to the annual Convention.

ARTICLE XI - COMMITTEES

Section 1. The Committees shall be Convention, Credentials, Finance and Budget, Resolutions, Bylaws, Membership, Nominations and Elections, Strategic Planning, and Rules of Policy. There may be other committees named by the President to promote the work of GFWC WV.

Section 2. Convention. This committee shall consist of the President, a State Meetings Planner, appointed by the President and the President from the hostess district or districts. It shall be its duty to coordinate the work of the various committees necessary for the proper conduct of the annual convention.

Section 3. Credentials. It shall be the duty of the committee to certify the eligibility of delegates and to furnish a list of accredited delegates entitled to vote.

Section 4. Nominations and Elections. It shall be the duty of this committee to present one or more names for each office of the State Federation except the President. It shall be the duty of this committee to conduct the election.

Section 5. Finance and Budget. It shall be the duty of the committee:

1. To prepare a budget and submit it with recommendations to the Executive Board and report thereafter, as requested, as to the status of the budget; and
2. To investigate and recommend to the Executive Board investments suggested by the bank or trust company selected to handle the funds of the State Federation.

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Section 6. Resolutions. The Committee on Resolutions shall consist of three members appointed by the President. It shall be the duty of the committee to receive, consider and present to the convention such resolutions as are pertinent to the work and objects of the State and General Federation. All resolutions shall be presented to the chairman by December 1st. Emergency resolutions may be presented for consideration at the annual convention by unanimous consent of the delegate body. The Committee shall review all resolutions in force on the fourth anniversary date of its adoption for timeliness, change of opinion, or to rescind. It shall be the duty of the Resolution Chairman to keep all Resolutions in a Resolutions Directory. A copy of the Resolutions Directory shall be kept by the Resolutions Chairman and passed to succeeding Chairmen. Copies of current resolutions shall be sent to the respective community service program and committee chairmen to which they pertain.

Section 7. Bylaws. The committee on bylaws shall consist of five members to include the President-elect, the Director-elect of Junior Clubs and three others appointed by the President. The President and Director of Junior Clubs shall serve as ex-officio members and the Parliamentarian shall serve as advisor. It shall be the duty of this committee to propose revisions or amendments; to consider amendments suggested by the Executive Board, the Districts, and individual clubs. The proposed revisions shall be included in the Call to convention. All suggested amendments must be received by the Committee Chairman no later than November 1st prior to the annual convention.

Section 8. Membership. The Membership Committee shall consist of the Second Vice President, who shall be the Chairman, each District President, each District Membership Chairman and the Director-elect of Junior Clubs. Duties are:

1. To direct the organization of Women's Clubs; and
2. To bring into the State Federation clubs which are not already affiliated.

Section 9. Strategic Planning. The Strategic Planning Committee shall review the procedures of GFWC WV and make recommendations for goals and improvements. The Executive Board shall be the authority to approve or deny recommendations. The First Vice President shall serve as Chairman. The members of the committee shall be President-elect, Second Vice President, Secretary, Treasurer, Director of Junior Clubs, Director-elect of Junior Clubs, and two (2) District Presidents appointed by the President. The Parliamentarian shall serve on the committee as advisor.

Section 10. Rules of Policy. Rules of Policy of GFWC WV shall be reviewed at least every two years and recommendations for changes made to the Executive Board. The Executive Board shall be the authority to approve or deny recommendations. The Second Vice President shall serve as Chairman. The President-elect and the First Vice President shall serve as members of the committee. The Parliamentarian shall serve on the committee as advisor.

Section 11. Standing Rules. The Standing Rules Committee shall review the GFWC WV standing rules and submit additional rules or recommend the deletion of rules. The Executive Board is the authority to approve or deny recommendations. The President-elect shall serve as Chairman. The First Vice President, Second Vice President, Director of Junior Clubs, Director-elect of Junior Clubs shall

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serve on the committee. The Parliamentarian shall serve on the committee as advisor.

Section 12. Junior Advisory. This committee shall be comprised of five (5) past State Directors of Junior Clubs appointed by the state president. It shall be the purpose of this committee to strengthen the Junior organization and to help promote the Junior organization with financial support opportunities. Proviso – This committee will be null and void at the conclusion of the 2026 administration.

ARTICLE XII – THE SCHOLARSHIP FUND COMMITTEE

Section 1. The Scholarship Fund Committee.

- a. The fund shall be known as GFWC West Virginia Scholarship Fund Committee. It shall be a separate fund with the Parkersburg Area Community Foundation (PACF)
- b. In accordance with the written agreement between GFWC West Virginia and PACF, dated August 2023, outlines the guidelines of the Scholarship Committee.
- c. The principal of the scholarship fund shall remain intact. Only the interest earned shall be used to support the purpose of the Scholarship Fund. Ten percent (10%) of the interest earned shall be returned to the principal prior to awarding scholarships.

Section 2. The GFWC West Virginia Scholarship Fund Committee. The Scholarship committee shall consist of seven (7) members to include one representative from each district. During her term, the State President shall be an ex-officio member of the committee and shall appoint one of the members to serve as Chairman of the Scholarship Committee.

Section 3. Duties of the GFWC WV Scholarship Committee.

- a. They shall promote scholarship applications in the local high schools.
- b. They shall promote the scholarship fund with GFWC WV clubs.
- c. They shall present the award(s) to the scholarship winner(s) within their districts.

Section 4. Scholarship Fund Committee at PACF.

- a. The Scholarship Fund Committee at the PACF consists of at two (2) representatives from the PACF's General Scholarship Fund Committee and one (1) representative of the GFWC West Virginia that is nominated by the GFWC West Virginia President.
- b. If in any given year, a representative of GFWC West Virginia is not available or does not desire to serve on the Scholarship Fund Committee, the GFWC West Virginia President will name another representative, or the Foundation's General Fund Committee shall nominate the recipients of this fund.

Section 5. Annual review. An annual review and financial statement shall be furnished to GFWC West Virginia by the Parkersburg Area Community Foundation. The GFWC West Virginia Scholarship Fund Chairman shall make an annual report to the convention body during the annual convention.

ARTICLE XIII. GFWC WEST VIRGINIA SCHOLARSHIP ENDOWMENT FUND AT WEST VIRGINIA UNIVERSITY

Section 1. The GFWC West Virginia Scholarship Endowment Fund at West Virginia University, formerly known as the Colin-Anderson Center Scholarship Fund, shall remain a self-supporting Scholarship Endowment at West Virginia University in accordance with the agreement between GFWC

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West Virginia and the West Virginia University Foundation, Inc., dated March 8, 2000. Only the spendable income from the Scholarship Endowment shall be used for recipients enrolled in the College of Human Resources and Education at West Virginia University preparing to become Special Education teachers.

Section 2. An annual review and financial statement shall be furnished to GFWC West Virginia by West Virginia University Foundation. The GFWC West Virginia President shall make an annual report to the convention body during the annual convention.

Section 3. The GFWC West Virginia Scholarship Endowment Fund at West Virginia University is an established fund of long standing and additional monetary support from GFWC West Virginia is not mandatory.

ARTICLE XIV EDUCATION SEED FOR PHYSICIANS

Section 1. The Family Medicine Foundation of West Virginia ESP Fund is a medical student loan program designed to help promote and encourage family physicians to practice in West Virginia.

Section 2. An annual review and financial statement shall be furnished to GFWC West Virginia by the Family Medicine Foundation of West Virginia. The GFWC West Virginia President shall make an annual report to the convention body during the annual convention.

Section 3. The ESP Fund at the Family Medicine Foundation of West Virginia is an established fund of long standing and additional monetary support from GFWC West Virginia is not mandatory.

ARTICLE XV - GFWC WEST VIRGINIA SUPPORT FUND

Section 1. The purpose of the GFWC West Virginia Support Fund shall be to enhance the future of GFWC West Virginia.

Section 2. The Support Fund shall be funded by bequeaths, memorials, and contributions.

Section 3. The Support Fund principle shall not be used and only interest from the Fund shall be deposited in the GFWC WV General Operating Fund. The GFWC WV Executive Board and the Support Fund Chairman shall review and invest the Support Fund principle in a conservative secure financial institution. The Support Fund principle shall not be used under any circumstance.

ARTICLE XVI – GFWC WEST VIRGINIA PENNIES FOR ARTS CONTEST

Section 1. The Purpose of the GFWC West Virginia Pennies for Arts contest shall be to engage the youth in a statewide Arts Contest and Writing Contest in the area of arts for grades 6 through 12th and Writing Contest for grades K-12.

Section 2. The judging of the Arts Contest shall be held and awarded at the annual state convention. The judging of the Writing Contest shall be completed by a committee chosen by the state Writing Contest Chairman and awarded during the state convention.

Section 3. Contributions made to the Pennies for Arts Funds through the GFWC West Virginia

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Treasury shall be placed in a special account to be used for the Pennies for Arts Contest Awards and judges' appreciation gifts held at the annual GFWC West Virginia convention.

Section 4. A Pennies for Arts Chairman and a Writing Contest Chairman shall be appointed by the State President in consultation with the State Director of Junior Clubs. Both Chairmen shall promote the statewide contest and contributions from clubs. Both chairmen shall be a member of the GFWC West Virginia Council.

Section 5. There shall be a Pennies for Arts Committee consisting of the President-elect, Treasurer, Pennies for Arts Chairman and Writing Contest Chairman. The President-elect shall serve as Chairman.

Section 6. The purpose of Pennies for Arts Committee shall be to recommend to the Executive Board during each Summer Board Meeting the total dollar amount of awards and breakdown of the award categories awarded at the next state convention.

ARTICLE XVII - ETHICAL STANDARDS

Section 1. Ethical Standards. GFWC WV requires its Officers, Executive Board and Council, Members, and Constituent Divisions to observe high standards of ethical conduct in the execution of their duties and responsibilities.

Section 2. Confidentiality. Officers, Executive Board and Council, Members, or and Constituent Divisions shall not disclose confidential or proprietary information belonging to GFWC WV or obtained through their affiliation with the organization, other than to persons who have a legitimate or legal need for such information.

Section 3. Conflict of Interest. Officers, Executive Board and Council, Members, and Constituent Divisions shall act in the best interest of GFWC WV. They shall be disqualified from acting when they have any actual or potential conflict of interest that may impede or be perceived as impeding their capacity to act in good faith in the best interest of GFWC WV.

a. Presumption of Conflict. A conflict of interest shall be presumed when:

1. an Officer or member of the Executive Board and Council; or
2. any individual acting in that capacity for a Member or Constituent Divisions; or
3. a member of their immediate family has a close affiliation or interest in an affected organization or company or could expect financial gain or loss from a matter being considered by GFWC WV.

b. Public Positions. No Officer, member of the Executive Board and Council, Member, or Constituent Divisions, while acting in their official GFWC WV capacity, may take a public position on any issue:

1. that is not in conformity with the official position of GFWC WV; or
2. on which GFWC WV has taken no formal position.

Section 4. Indemnification. GFWC WV shall indemnify, to the fullest extent permitted by law, any current or former Officer or member of the Executive Board and Council for liability resulting from

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acts taken on behalf of GFWC WV in their official capacity. An individual shall be entitled to indemnity only to the extent that their conduct was authorized by GFWC WV. The Executive Board shall take action as may be necessary to authorize an appropriate amount of indemnification, after consulting with legal counsel.

Section 5. Electronic Representation. Electronic representation shall be permitted as deemed necessary. If Officers, Executive Board and Council, or members who have been appointed or elected to a committee are unable to attend a required meeting, electronic representation shall be permitted.

ARTICLE XVIII– EMERGENCIES

Section 1. Section 1. In the case of a national emergency, state emergency, or any type of event (man- made or natural) that could potentially put members in danger, the President, with the consent of the majority of the Executive Committee, may order that elections be held by mail or electronically.

Section 2. In the case of a national emergency, state emergency, or any type of event (man-made or natural) that could potentially put members in danger, the President, with the consent of the of the Executive Committee may order that an electronic meeting be held as a substitute for a regular, executive committee, board of directors or special meeting.

ARTICLE XIX - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the GFWC West Virginia in all cases to which they are applicable with these bylaws and any special rules of order the GFWC West Virginia may adopt.

ARTICLE XX - AMENDMENTS

These bylaws may be amended at any annual convention by a two-thirds vote of voting delegates present, and providing the proposed amendment has been appended to the Call to convention.

ARTICLE XXI - DISSOLUTION

In the event of the dissolution of the organization, the total assets shall be liquidated and allotted to organizations of like purpose, to be determined by the GFWC West Virginia Executive Board in accordance with governmental regulations.

No portions of such funds shall be distributed among individual members.

(Amended March 18, 1982)	(Amended March 30, 2001)	(Amended March 21, 2015)
(Amended March 15, 1984)	(Amended March 2002)	(Amended March 19, 2016)
(Amended March 16, 1985)	(Amended March 21, 2003)	(Amended March 20, 2017)
(Amended March 13, 1986)	(Amended March 19, 2004)	(Amended March 16, 2018)
(Amended March 17, 1989)	(Amended March 19, 2005)	(Amended March 22, 2019)
(Amended March 23, 1990)	(Amended March 25, 2006)	(Amended March 20, 2021)
(Amended March 15, 1991)	(Amended April 17, 2007)	(Amended March 19, 2022)
(Amended March 13, 1992)	(Amended March 28, 2008)	(Amended March 18, 2023)

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(Amended March 11, 1994)	(Amended March 21, 2009)	(Amended March 15, 2024)
(Amended March 10, 1995)	(Amended March 20, 2010)	
(Amended March 15, 1996)	(Amended March 19, 2011)	
(Amended March 20, 1998)	(Amended March 24, 2012)	
(Amended March 5, 1999)	(Amended March 23, 2013)	
(Amended March 2000)	(Amended March 22, 2014)	