

BYLAWS
LAKE HAVASU CITY
WOMEN'S NETWORK EXCHANGE OF ARIZONA, INC.

ARTICLE I
NAME

Section 1. The name of this Organization shall be the Women's Network Exchange of Arizona, Inc. (WNEA).

ARTICLE II
OBJECTIVES AND GOVERNING INSTRUMENTS

Section 1. The objectives of WNEA shall be:

- a. Set out in its Mission Statement that is outlined in the Standing Rules.
- b. To provide support for its members and the programs agreed to by the Executive Board and those voted on by the majority of the membership.
- c. Provide a network of professionals for the exchange of ideas and experience.
- d. Promote the professional image of women.
- e. Improve skills of its members through education and networking.
- f. Provide educational, charitable, career and community support through awards, programs and activities.

Section 2. Prohibited Activities

The Organization shall not be used for any partisan political or radical purposes.

Section 3. Governing Instrument

The Organization shall be governed by its bylaws.

ARTICLE III
MEMBERSHIP

Section 1. Active membership in WNEA shall be open to any woman who subscribes to the objectives of the Organization and pays the required dues.

Section 2. To be considered a member in good standing for the purpose of holding office, a member will be required to have dues current.

Section 3. Each member should attend meetings regularly, participate on a committee, contribute professionally to the Organization and comply with Organization bylaws.

ARTICLE IV
DUES AND FISCAL YEAR

- Section 1. The Executive Board shall establish active members' annual dues, and shall be recorded by the Second Vice President/Membership. Dues shall be payable March 1 and delinquent May 1.
- a. Membership dues are \$50 for one year and due on our fiscal year March 1. Members joining from 9/1-2/28/29 will be charged a pro-rated rate of \$25.
 - b. Guests may attend up to two meetings before being required to pay dues.
 - c. Any member who does not pay annual dues by the due date/renew date shall be removed from membership roster and website listing.
- Section 2. The Fiscal Year shall be March 1 through February 28/29.

ARTICLE V
MEETINGS

- Section 1. A regular meeting shall be held monthly and its time and place shall be set in the Standing Rules.
- Section 2. An Executive Board meeting shall be held monthly at a date, time and place selected by the President. All shall attend all meetings or provide a written report to the President in lieu of attending,
- Section 3. The President may call a special meeting of the Organization. The President shall call a special meeting of the Board upon request by one-third of the members of the Executive Board.
- Section 4. The March meeting shall be the Annual Meeting.
- Section 5. Problems or complaints should not be aired through any other means other than referral to the Executive Board. If necessary, complaints and problems will be added to the Executive Board agenda.

ARTICLE VI
OFFICERS AND DUTIES

- Section 1.
- a. The elected officers of the WNEA shall be: President, 1st Vice President/Programs, 2nd Vice President/Membership, Ways and Means Director, Recording Secretary, Treasurer, Assistant Treasurer, Corresponding Secretary, Networking Director, and Publicity Director.
 - b. All officers shall be active members in good standing.
 - c. Any officer that cannot fulfill their term/responsibilities shall give written notice and make every effort to provide a smooth transition to the next interim board member.

Section 2. Terms

- a. Each elected officer shall assume her duties on March 1st following her election and shall serve for a term of one year.
- b. The outgoing Executive Board will work with the new Executive Board through the months of March and April for a smooth transition.
- c. March Board meeting is a joint meeting of the past and present Board members to review the bylaws and job responsibilities.

Section 3. Duties

- a. The President shall:
 - a. Be the official representative of the Organization.
 - b. Preside at all meetings of the Organization.
 - c. Name the Appointive Chairpersons of all standing and Special Committees with the approval of the Executive Board.
 - d. Be an ex-officio member of all committees, except the Nominating Committee.
 - e. Be responsible for notifications of all meetings.
 - f. Have the right to call special meetings.
 - g. Have the right call Executive Board special meetings.
 - h. Incoming President to appoint an Audit Committee and Budget Committee in March.
- b. 1st Vice President/Programs shall:
 - a. Automatically be nominated as a candidate for the office of President following her year as 1st Vice President.
 - b. Perform duties of President in her absence.
 - c. Be Program Coordinator.
 - d. Attend Board Meetings and assist President and Board members.
 - e. Perform such duties as may be assigned her by the President or Executive Board.
- c. 2nd Vice President/Membership shall:
 - a. Be Membership Coordinator.
 - b. Accept membership application forms, collect dues, and distribute rosters to members.
 - c. Turn in monies along with a written/typed list of names, addresses and telephone numbers and any other pertinent information to the Treasurer.
 - d. Prepare and distribute new member packets for new members.
 - e. Keep current list of members' names, address, and telephone numbers, Business Directory, and submit a copy each month or as needed to the President, Publicity Director, and submit a copy each month or as needed to the President, Publicity chairperson, Reservations chairperson and others as required.
 - f. Keep record of member's attendance at regular monthly meetings.
 - g. Attend Board Meetings and assist President and Board members.

- h. Attend Board Meetings and assist President and Board members.
- i. Perform such other duties as may be assigned her by the President or Executive Board.
- d. Ways and Means Director shall:
 - a. Submit Ways and Means proposed projects and budget to the Board for approval by June 1st.
 - b. Guide all Ways and Means projects as approved by the Executive Board.
 - c. Keep accurate records of invoices and receipts for all Ways and Means transactions.
 - d. Turn all Ways and Means monies into the Treasurer with detailed explanation of said monies.
 - e. Attend Board Meetings and assist President and Board Members.
 - f. Submit to the membership a report following each event.
- e. Recording Secretary shall:
 - a. Keep accurate minutes of Executive Board meeting and any special meetings that may be called.
 - b. Be custodian of all records of the meeting minutes pertaining to her office.
 - c. Prepare and distribute ballot as approved by the Board for the election process for February meeting.
 - d. Attend Board Meetings and assist President and Board members.
 - e. Perform such other duties as may be assigned her by the President or Executive Board.
- f. Treasurer shall:
 - a. Be custodian of all funds of the Organization.
 - b. Make collections and deposit all funds in a financial institution approved by the Executive Board. All deposits must be made within five business days of receipt.
 - c. Present a monthly written financial statement of the Organization at each Executive Board meeting.
 - d. Assist Audit Committee as needed. The Audit report shall be presented at the April Executive Board meeting.
 - e. Be a member of the Budget Committee.
 - f. Perform such other duties as may be assigned by the President or Executive Board.
 - g. Send notices of unpaid dues by May 1.
 - h. Turn over all records and materials to the Audit Committee immediately upon reconciliation of the end of the fiscal year bank statement. Secure end of the month bank statements from the financial institution.
 - i. Prepare and file State Annual Reports, Income Tax Returns or any Government reporting as necessary. In the event the Treasurer or Assistant Treasurer is unable to perform these duties, the Treasurer will, with the Executive Board approval, be responsible for delegating these tasks to other members or outside counsel.
 - j. Attend Board Meetings and assist President and Board Members.

- g. Assistant Treasurer shall:
 - a. Automatically be nominated as a candidate for the office of Treasurer following her year as Assistant Treasurer.
 - b. Assist Treasurer in her duties.
 - c. Perform duties of Treasurer in her absence.
 - d. Oversee the Queen of Hearts drawing.
 - e. Attend Board Meetings and assist Present and Board members.
 - f. Perform such other duties as may be assigned by the President or Executive Board.
 - g. Oversee raffles and drawings at other events.
- h. Corresponding Secretary shall:
 - a. Conduct such correspondence as directed by the President or Executive Board.
 - b. Serve as Coordinator for the Installation of Officers.
 - c. Attend Board Meetings and assist President and Board Members.
 - d. Perform such other duties as may be assigned by the President or Executive Board.
- i. Networking Director shall:
 - a. Create networking techniques to improve membership communication skills.
 - b. Attend Board Meetings and assist President and Board members.
 - c. Shall be in charge of collecting all networking and advertising materials at the end of the general meeting.
- j. Publicity Director shall:
 - a. Manage all internal and external publicity and media coverage including website, special events publicity, promotions and newsletter.
 - b. Assist the Web Master in soliciting articles and advertising for the newsletter.
 - c. Act as copy editor for the WNEA website and newsletter and assist the Web Master as needed.
 - d. Attend Board Meetings and assist President and Board Members.
 - e. Perform such other duties as may be assigned by the President or Executive Board.
 - f. Assist all special event committees, take all photos and publish them to website and social media.
- k. Past President shall:
 - a. Serve on the Executive Board.
 - b. Serve as advisor to the Board.
 - c. Serve as mentor to the current President.
 - d. Serve as chair for the Bylaws Committee.
 - e. Assist as Sergeant of Arms for both general meetings and Board meetings.
- l. Each Officer shall:
 - a. Turn all records and materials pertaining to her respective office to her successor at the installation meeting in March.

ARTICLE VII
NOMINATIONS, ELECTIONS AND VACANCIES, SCHOLARSHIPS

Section 1. Election Process

The election process shall consist of four major steps:

- a. Nominating Committee shall be appointed by the President in October.
- b. The general membership shall submit recommendations for Board Officers to the Nominating Committee at the November meetings.
- c. The Nominating Committee shall screen and narrow the slate to no more than two (2) candidates per office. If there are no recommendations for a particular office, the Nominating Committee shall present a slate of candidates to the general membership in January.
- d. Final election by general membership in February.

Section 2. Nominating Committee shall:

- a. Consist of five (5) active members in good standing, announced at the regular meeting of the Organization held in October. To be appointed to the Nominating Committee, the member must give her verbal or written consent.
- b. Have secured the consent of the nominee for the Board office to serve if nominated.
- c. After reviewing qualifications of candidates and verifying interest and fit for the office's duties, submit the name of at least one eligible candidate for each elective office at the regular meeting of the Organization in January.

Section 3. Elections

- a. The elective officers shall be elected by a majority vote at the February meeting, for a term of one (1) year.
- b. Elected officers shall be installed at the March meetings.

Section 4. Vacancies

- a. Upon resignation or death of any officer of the Executive Board, the President shall solicit the replacement position to complete the remainder of the existing term.

ARTICLE VIII
EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the elected officers as outlined in Article VI.

- a. The Executive Board shall also include the immediate Past President. All chairpersons will be members of the Executive Board, but serve as advisors only.

Section 2. The Executive Board shall:

- a. Conduct the business of the Organization between regular meetings.
- b. Recommend action to present to the membership at the next regular meeting.

- c. Approve the financial institutions where these funds are to be deposited.
- d. Assign duties to the Chairpersons and Officers.

ARTICLE IX
COMMITTEES

Section 1. All chairpersons of standing committees shall be active members of the Organization in good standing.

Section 2. The Standing Committees shall be:

Audit
Budget
Bylaws (as needed)
Social and any other committees deemed necessary by the Executive Board.
Scholarship

ARTICLE X
QUORUM

Section 1. A quorum of the Executive Board shall consist of a majority (five) of the members of the Executive Board.

ARTICLE XI
PARLIAMENTARY AUTHORITY

Roberts Rules of Order Newly Revised shall apply to the proceedings of this Organization where no other provision is made by these bylaws.

ARTICLE XII
SCHOLARSHIPS

Section 1. Committee membership shall:

- a. The committee will consist of an uneven number of members. It is suggested there be five (5) members: A chairman, co-chairman if needed, and three other members from membership.
- b. The committee will meet twice a year to review scholarship applications. In the spring the committee will award scholarships in the fall to young women (18 years old or older) to advance their careers.

Section 2. Scholarship Guidelines shall:

- a. The committee will determine the number of scholarships by the amount of money budgeted at the beginning of the year.
- b. Applicants will be 18 years old or older and a one year resident of either Mohave or La Paz counties seeking to continue their education.

- c. They will be asked their marital, financial and employment status, if they have received other scholarships and the amount received and if they are currently enrolled in a college or an educational programs.
- d. They will also be asked to provide a brief essay as to their educational goals, special interests and other information they feel important for the committee to consider.
- e. GPA and field of study will not be considered.

ARTICLE XIII
AMENDEMENTS

These bylaws may be amended at any regular meeting of the Organization by a two-thirds vote of the members present, provided that the amendments have been submitted in writing and read at the previous regular meeting.

STANDING RULES
WOMEN'S NETWORK EXCHANGE OF ARIZONA

1. Mission Statement: To provide a forum wherein women may enter into an exchange of philosophies, with an enlarged and diverse circle of friends and acquaintances, for the purpose of attaining success in business and in life.

2. The monthly dinner meeting is to be held on the first Thursday of the month. The time and place will be announced in the E-vite. Any changes in the location or time will be made upon adequate notice and action by the full membership. Should the date be a national holiday, the meeting will be moved to the second Thursday.

3. Membership fees shall be \$50 per year and are non-refundable, due March 1 and delinquent on May 1. The Membership Chairperson will notify a member failing to pay dues in a timely manner.

4. Members are asked to wear name badges during all meetings and other WNEA functions. (See 2nd Vice President/Membership for ordering information).

5. Amendments to the Standing Rules can be recommended by any member during a general meeting and noted in the Secretary's report. The recommendation will be an agenda item to be discussed at the next Executive Board meeting.