

AMENDED AND RESTATED

BYLAWS

OF

Tangipahoa Professional Women's Organization

Adopted July 1, 2009

Amended 9/26/12

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ARTICLE I NAME

The name of this local organization shall be the Tangipahoa Professional Women's Organization.

ARTICLE II MISSION

The mission of this local organization shall be to achieve equity for all women in the workplace through advocacy, education and information.

ARTICLE III EMBLEM

(Our logo description)

ARTICLE IV POLICIES

Section 1 This local organization shall be nonsectarian, nonpartisan, and nonprofit.

ARTICLE V MEMBERSHIP

Section 1 Membership shall be held by individuals who are currently employed or have active student status who support the mission and objectives of this organization. Membership categories shall be:

(a) Member

Membership shall be open to all employed or self-employed individuals.

(b) Student

Individuals enrolled in college or a university, or any other accredited educational institution above the high school level.

Section 2 The only criteria for membership shall be per Article V, Section 1, and the payment of appropriate dues.

ARTICLE VI LOCAL ORGANIZATION REQUIREMENTS

Section 1 This local organization, to remain in good standing:

(a) Shall maintain a membership of at least five (5) Members and/or Student members;

(b) Shall not be an integral part of any other national organization; and

(c) Shall insure that the local organization bylaws are current

Section 2 Should membership fall below five (5) Members and/or Student members, this organization shall cease to exist.

ARTICLE VII DUES

- Section 1 Dues are payable upon application for membership and renewable annually on the first day of the following month.
- Section 2 Dues for all members shall be in the sum of \$75.00. Dues for student members shall be in the sum of \$35.00
- Section 3 A continuing member is one whose dues are paid in the same organization through the close of the previous fiscal year.
- Section 4 A member is in good standing only when organization, dues are paid.
- Section 5 Any member who does not pay dues within thirty (30) days of annual renewal date shall be removed from the organization roster.
- Section 6 A person who has been removed from the organization roster for nonpayment of dues may be reinstated upon payment of all delinquent dues.

ARTICLE VIII FISCAL RESPONSIBILITY

- Section 1 The fiscal year shall commence on the 1st day of July and shall end on the 30th day of June.
- Section 2 An auditor or auditing committee of 2 or more members shall be elected at the May meeting. The committee shall audit the treasurer's records within ten (10) days after the close of the fiscal year and shall report to the organization at the next regular meeting in July.

ARTICLE IX OFFICERS

- Section 1 The officers shall be a president, a president-elect, 1st vice president of programs, 2nd vice president of membership, a secretary, a treasurer and past president.
- Section 2 Group 1 shall consist of 1st vice president, 2nd vice president.
They shall be elected in even numbered years
- Group 2 shall consist of president-elect, Secretary and treasurer and shall be elected in odd numbered years.
- Section 3 A term of office shall be 1 year for president-elect, president and past president.
A term of office shall be 2 years for 1st vp, 2nd vp, secretary and treasurer.
- Section 4 Officers shall assume their duties immediately following the July meeting and shall serve until their successors are duly elected.

ARTICLE X NOMINATIONS AND ELECTIONS

- Section 1 Officers shall be elected at the organization's annual meeting in June.
- Section 2 To be eligible to serve as an officer, a member must:
- (a) Be in good standing
 - (b) Currently employed or self employed

- Section 3 At a business meeting preceding the annual meeting, Nominations may be made from the floor, or via paper ballot.
- Section 4 Vacancies in office shall be handled as follows:
- (a) In the event of death, resignation, or incapacity of the president, the immediate past president shall become the president for the unexpired portion of the term.
 - (b) Vacancies in offices other than president shall be filled for the unexpired term by appointment of the executive committee.
- Section 5 President-elect will only serve one term, president one term and past president one term. 1st vp, 2nd vp, secretary and treasurer can hold the same officer no more that two consecutive terms.
- Section 6 Voting may be either in person by ballot or via email ballot. Email ballots shall be done within 48 hours of the ballot being sent to the organization membership.

ARTICLE XI DUTIES OF OFFICERS

- Section 1 The president shall be the principal officer of the organization and shall:
- (a) Preside at all meetings of the organization, the board of directors, and the executive committee;
 - (b) Appoint standing and special committee chairs with the approval of the executive committee and may also appoint a parliamentarian [and other special appointments, i.e., legal advisor];
 - (c) Serve as ex-officio member of all committees;
 - (d) Authorize all expenditures in accordance with financial policies of the organization; and
 - (e) Shall sit on board as past-president for 1 year at the end of her term
- Section 2 The president-elect shall:
- (a) Act as representative of the president when requested;
 - (b) Serve as chairman of scholarship committee and serve as ex-officio on all other standing committees without vote;
 - (c) Serve in such other capacities as assigned by the president.
 - (d) Shall assume president position at the end of her term.
- Section 3 The 1st vice president of programs shall:
- (a). Perform the duties of the president in the absence of the president.
 - (b) Serve in such capacities as assigned by the president.
 - (c) Serve in such other capacities as assigned by the president which may include but are not limited to the following duties:
 - (1) Booking meeting locations

(2) Scheduling guest speakers for the meetings and following up with a thank you note or letter of appreciation.

(3) Assigning sponsors for meetings

Section 4 The 2nd vice president of membership shall:

- (a) Serve as Chairperson of the Membership Committee to promote, expand, stabilize and orient the membership
- (b) Prepare and disburse new member packets
- (c) Assist treasurer in maintaining current membership rolls and membership renewals
- (d) Provide membership information, registration/renewal forms, and new member packets at the monthly meetings.

Section 5 The secretary shall:

- (a) Take and record accurate minutes of the proceedings of all meetings of the organization, the board of directors, and the executive committee;
- (b) Conduct the correspondence of the organization; and
- (c) Preserve in a permanent file all records and letters of value to the organization and its officers.

Section 6 The treasurer shall:

- (a) Have charge of all monies of the organization and shall report thereon at all meetings;
- (b) Collect all monies coming into the organization from whatever source and give a proper receipt therefore;
- (c) Keep a list of the names, addresses, and occupations of all members;
- (d) Pay all bills upon the authorization of the president and executive committee. If amount is under \$100 president can authorize without executive committee.
- (e) Keep an itemized record, in a permanent file, of all receipts and expenditures;
- (f) Serve as ex-officio member of the finance committee; and

Deliver to the successor within 15 days after expiration of term of office, all books, records, and papers, requesting receipt therefore.

Section 7 The past president shall:

- (a) In the event of death, resignation or incapacity of the president, the immediate past president shall become the president for the unexpired portion of the term.
- (b) shall be the chair of the advisory committee.

Section 8 Each officer, except for the treasurer, shall deliver to the successor immediately after retiring from office all accounts, records, books, papers, and other property belonging to the organization.

ARTICLE XII GENERAL MEETINGS

- Section 1 Regular meetings shall be held monthly on the 4th Wednesday of each month unless otherwise ordered by the organization or the executive committee.
- Section 2 The regular June meeting of each year shall be designated the annual meeting, at which time reports summarizing the year's activities shall be given. Quarterly the board will report to the membership updates on activities of the board.
- Section 3 Special meetings may be called by the president or by any simple majority of members, provided all members are notified in writing of time, place and purpose of such meeting.
- Section 4 minimum 15 members shall constitute a quorum.
- Section 5 No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIII BOARD OF DIRECTORS

- Section 1 The elected officers and standing committee chairs shall constitute a board of directors.
- Section 2 The board shall:
- (a) Supervise the affairs of the organization;
 - (b) Make recommendations for the organization's growth and prosperity;
 - (c) Make recommendations to the organization regarding proposed amendments to the bylaws;
 - (d) Transact any business between meetings of the organization and report thereon at the next business meeting of the organization; and
 - (e) Report at the annual meeting the business transacted by the board of directors during the organization year.
- Section 3 The board of directors shall hold a minimum of four meetings during the year, dates to be determined by the board at its first meeting which should be held by August 31 and include the planning of the calendar of events for the year on the agenda These meetings can be conducted by either face to face or teleconferencing/web conferencing.
- Section 4 Special meetings of the board may be called by the president or any two officers of the board.
- Section 5 At the request of the President, a vote of the Board of Directors may be taken by mail, facsimile (fax) or email. Such vote shall have the force and effect of a vote taken at face-to-face meetings. The Secretary's records shall contain an accurate record of all such votes.
- Section 6 A majority of the voting members shall constitute a quorum.
- Section 7 No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIV EXECUTIVE COMMITTEE

- Section 1 The elected officers of the local organization shall constitute the executive committee.
- Section 2 The executive committee shall have authority to act for the board of directors between meetings of the board and shall report thereon at the next meeting of the board.
- Section 3 The executive committee shall meet on call by the president, or by any two members of the committee, for the consideration of special matters between the organization and the board of directors.
- Section 4 Standing and special committee appointments made by the president shall be subject to

the approval of the executive committee.

Section 5 At the request of the President, a vote of the Executive Committee may be taken by mail, facsimile (fax) email or other internet technology available. Such vote shall have the force and effect of a vote taken at face-to-face meetings. The Secretary's records shall contain an accurate record of all such votes.

Section 6 A majority of the voting members shall constitute a quorum for a meeting of the executive committee.

Section 7 No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XV STANDING COMMITTEES

Section 1 The standing committees of the organization shall be finance, public relations, membership, scholarship, sponsorship and advisory committee.

Section 2 To be eligible to serve as a chair or as a member of a standing committee, a member must:

(a) Be in good standing and

(b) Currently employed, self employed or an active student

Section 3 Committee chairs and members shall be appointed for a term of one year and may be reappointed. No person shall serve more than three consecutive years on the same committee.

Section 4 The finance committee shall be composed of a chair and at least 1 or more members. It shall be the duty of the finance committee to prepare an annual budget for the organization, to have general supervision of all expenditures, and to assist the organization in developing a sound financial policy. The finance chair shall be a member ex-officio, without vote, of all committees, which disburse money.

Section 5 The membership committee shall be composed of a chair and at least 1 or more members. It shall be the duty of the membership committee to promote, expand, stabilize, and orient the membership. The membership committee will be responsible for correspondence to thank guests for attending the meetings. This duty could be accomplished through a "hostess" subcommittee.

Section 6 The public relations committee shall be composed of a chair and at least 1 or more members. It shall be the duty of the public relations committee to present local programs and activities through available news media.

Section 7 The scholarship committee shall be composed of a chair and at least 1 or more members. This committee will be responsible for ensuring that the scholarship process is handled in an efficient and timely manner. This committee will review all scholarship applications and determine the scholarship recipients. This committee will assist in planning the awards luncheon.

Section 8 The sponsorship committee shall be composed of a chair and at least 1 or more members. It shall plan and organize efforts to raise funds for the Scholarship Program. This committee will assist in planning the annual Women's Conference. Subcommittees may be assigned to various events to support fund development.

Section 9 The advisory committee shall be composed of at least the immediate past president. It may include other past officers or other special appointments, i.e. legal advisor, appointed by the current president with approval of the executive committee. This committee will provide guidance and assist in maintaining continuity of the organization's goals and initiatives from one year to the next.

ARTICLE XVI PARLIAMENTARY PROCEDURE

The rules of parliamentary procedure comprised in the current edition of Robert's Rules of Order Newly Revised shall govern all proceedings of the local organization; the boards of directors, and the executive committee, subject to such special rules as have been or may be adopted.

ARTICLE XVII AMENDMENTS

- Section 1 Amendments to these bylaws may be proposed by the board of directors, the executive committee or the bylaws committee.
- Section 2 All proposed amendments shall be sent in writing to every member at least ten (10) days before they are to be voted upon.
- Section 3 All proposed amendments shall be presented to the board of directors prior to presentation to the organization.
- Section 4 These bylaws may be amended by a two-thirds vote of the members present and voting at any regular meeting.

ARTICLE XVIII DISSOLUTION

Upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to a nonprofit organization which will be voted upon by the remaining members. None of the assets will be distributed to any member, officer or trustee of this organization.

Signatures:

Organization President _____

Organizational Vice-President _____

Organizational Secretary _____

Organizational Treasurer _____

Organizational President-elect _____