

# **BYLAWS POLICIES AND PROCEDURES**

The Purpose and Objectives of General Federation of Women's Clubs of North Carolina, Inc. is to unite member clubs into a statewide charitable organization of volunteers for the promotion of education, community service, fellowship, and leadership development.

## **GFWC-NC BYLAWS**

The Purpose and Objectives of General Federation of Women’s Clubs of North Carolina, Inc. is to unite member clubs into a statewide charitable organization of volunteers for the promotion of education, community service, fellowship, and leadership development.

### **Rules for General Section**

#### **ARTICLE I – Name**

This nonprofit corporation shall be known as the General Federation of Women’s Clubs of North Carolina, Inc., hereinafter referred to in these Bylaws as “GFWC-NC.”

#### **ARTICLE II – Object**

Section 2.1. The purposes and objects for which this nonprofit corporation is formed are:

- A. To unite member clubs of GFWC-NC into a statewide charitable volunteer organization for the promotion of educational and cultural activities, community service, and leadership development for the state of North Carolina.
- B. To be a member of General Federation of Women’s Clubs, hereinafter referred to in these Bylaws as “GFWC,” and to cooperate with other associations or corporations in North Carolina or elsewhere having the same general purpose as this corporation.
- C. In general, to carry on any other lawful business or activity whatsoever in connection with the foregoing objects or which is calculated, directly or indirectly, to promote the purposes and objects of the corporation.

Section 2.2. Said corporation is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE III - Membership**

Section 3.1. The membership of GFWC-NC is comprised of General clubs, Junior clubs, and Juniette clubs. Individual members may join under member-at-large status as specified.

Section 3.2. Application blanks for new club charters shall be obtained from GFWC-NC Headquarters or designated location. A new club shall have a minimum of five (5) members and its objectives shall conform to those of GFWC-NC. All newly federated clubs shall have GFWC in their name. The prospective club shall submit to GFWC-NC Headquarters or designated address: a completed application form, a copy of club bylaws, dues for the current year, a complete mailing list of all members and a list of officers of the club. The State President and Director of Junior Clubs shall present charters at the next annual convention.

Section 3.3. If an existing club chooses to change its name, it shall incorporate GFWC into its new name.

Section 3.4. GFWC-NC member-at-large status is for persons interested in maintaining membership in GFWC-NC after their club has disbanded or relinquished membership in GFWC-

NC and where no federated club exists. This status will also include members moving into the state and having no club readily available for their participation.

The single purpose of the member-at-large status is to promote continuous GFWC-NC membership. The member may not conduct her activities in GFWC-NC so as to imply that the membership constitutes a club. She may attend district and state meetings. She may not vote, may not hold elected office, and may not accept a presidential appointment. Members elected or appointed to office prior to the need for member-at-large status may complete the term of office.

The member-at-large status is not intended for a prolonged period of time, but rather to promote the organization of new clubs and/or to increase the membership of an already organized club. A member-at-large is encouraged to organize a new club.

Section 3.5. When a member in good standing is given a letter of transfer to another federated club, that club is asked to consider it in accordance with the membership provisions of its club.

- A. Within the state, clubs should send a membership transfer form to GFWC-NC Headquarters or the designated address as notice of intent for membership.
- B. GFWC-NC Headquarters or the designated person will forward the transfer request to the president of the local club or area stated on the transfer form.
- C. A club having members wishing to transfer to another state shall complete the out-of-state transfer form and send it to GFWC-NC Headquarters or the designated address which in turn will send a copy to GFWC Headquarters.

## **ARTICLE IV - Ethical Standards**

Section 4.1. GFWC-NC requires its Officers, Trustees, Board of Directors, and Members to observe high standards of ethical conduct in the execution of their duties and responsibilities.

Section 4.2. Confidentiality. No member may disclose, divulge, or make accessible confidential information belonging to, or obtained through her GFWC-NC affiliation to any person, other than to persons who have a legitimate need for such information and to whom disclosure has been authorized. Confidential information shall be used solely for the purpose of performing their services. Members must exercise good judgment and are, at all times, to avoid unauthorized or improper disclosures of confidential information. At the end of a member's term, she shall return or dispose of all documents, papers, and other materials regardless of medium, which may contain or be derived from confidential information in her possession.

Section 4.3. Discrimination. GFWC-NC shall not discriminate against any person based on race, color, religion, gender, national origin, disability, sexual orientation, or age (except where indicated in the bylaws for Juniors and Juniores).

Section 4.4. Indemnification. Any person who at any time serves or has served as a director, officer, employee, or agent of GFWC-NC, or in such capacity at the request of GFWC-NC for any other corporation, partnership, joint venture, trust, or other enterprise, shall have a right to be indemnified by GFWC-NC to the fullest extent permitted by law against (a) reasonable expenses, including attorneys' fees, actually and necessarily incurred by her in connection with any threatened, pending, or completed action, suit, or proceedings, whether civil, criminal, administrative, or investigative, and whether or not brought by or on behalf of GFWC-NC seeking to hold her liable by reason of the fact that she is or was acting in such capacity, and (b) reasonable payments made by her in satisfaction of any judgment, money decree, fine, penalty, or settlement for which she may have become liable in any such action, suit, or proceeding.

The Board of Directors of GFWC-NC shall take all such action as may be necessary and appropriate to authorize GFWC-NC to pay the indemnification required by this Bylaw, including without limitation, to the extent needed, making a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due her and giving notice to, and obtaining approval by, the members of GFWC-NC provided, however that she shall be entitled to no such indemnification if she acts unreasonably or outside the scope of her responsibility.

Any person who at any time after the adoption of this Bylaw serves or has served in any of the aforesaid capacities for or on behalf of GFWC-NC shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. Such right shall inure to the benefit of the legal representatives of any such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provision of this Bylaw.

## **ARTICLE V - Officers and their Election**

Section 5.1. The officers shall be: President, President-elect, First Vice President, Second Vice President, Third Vice President, Recording Secretary, and Treasurer.

Section 5.2. No two officers shall be from the same club of record.

Section 5.3. There shall be no paid officers.

Section 5.4. Officers shall be elected at convention in the second year of the administration by a majority of those present and entitled to vote. In the event that only one candidate is named for an office, a voice vote may be taken otherwise, elections must be by ballot.

## **ARTICLE VI - Executive Committee**

Section 6.1. The officers of GFWC-NC shall constitute the Executive Committee.

Section 6.2. Five members shall constitute a quorum.

Section 6.3. The Executive Committee shall meet twice between conventions on dates designated by the President. Other meetings may be held at the call of the President or upon written request of any three committee members.

Section 6.4. The Executive Committee shall:

- A. Manage all GFWC-NC funds excluding those designated the responsibility of the Board of Trustees.
- B. Transact the business of GFWC-NC between meetings of the Board of Directors.
- C. Approve the budget upon recommendations of the Finance Committee for presentation at the annual convention.
- D. Adjust budgeted amounts within the adopted budget between annual conventions.
- E. Approve all fundraising campaigns for any project or need.
- F. Employ needed personnel to conduct the operations of the GFWC-NC.
- G. Fill all vacancies that occur between annual conventions, with the exception of Board of Trustees and Executive Committee. In the event vacancies of the Board of Trustees and

Executive Committee except Third Vice President occur, the Nominating Committee for Officers shall present nominees to be approved by the Executive Committee.

- H. Set dates for meetings of the Board of Directors, Convention and other meetings, deemed necessary and have responsibility for their programs.
- I. The Executive Committee shall be authorized to meet by electronic communication media as long as the members may simultaneously hear each other and participate in the meeting. Sufficient notice must be given to enable a quorum to participate.
- J. Vote by mail, conference call or electronic communication media. A report of action taken in this manner shall be ratified and made a part of the minutes of the next meeting. For the Executive Committee to conduct a vote by mail, conference call, or electronic communication media, all members of the committee must be able to participate in the same manner.
- K. Expenses of members of the Executive Committee and Junior Officers may be refunded to the extent of budgeted amounts. An itemized expense account must be sent to GFWC-NC Headquarters or the designated address by June 15.

## **ARTICLE VII - Board of Trustees**

Section 7.1. The Board of Trustees shall consist of five members elected by the convention for five-year terms. There shall be a one-year intermission before eligibility for re-election. One member shall be elected each year. The President and Treasurer shall be ex-officio members. In the second year of the administration, the President-elect shall become an ex-officio member.

Section 7.2. Should a vacancy occur, the unexpired term shall be filled by the Nominating Committee within thirty days and confirmed by election at the annual convention.

Section 7.3. Meetings shall be held at least twice a year, one preceding convention, and one at the call of the chairman, or by written request of any three members of the Board of Trustees. These meetings shall be at a time when there are no conflicts with other meetings of the President. The Board of Trustees shall be authorized to meet by electronic communication media as long as the members may simultaneously hear each other and participate in the meeting. Sufficient notice must be given to enable a quorum to participate.

Section 7.4. A quorum shall consist of three elected members.

Section 7.5. The Board of Trustees shall elect from its members a Chairman, a Vice Chairman, and a Secretary for a term of one year. These officers may be reelected for an additional term.

Section 7.6. The Board of Trustees shall have charge of all invested funds and/or real estate made in the name of and belonging to GFWC-NC.

Section 7.7. The Board of Trustees shall review the proposed budget before presentation to convention.

Section 7.8. Funds collected for specific purposes are to be spent only as specified unless otherwise approved by the Board of Trustees and the Executive Committee.

Section 7.9. The Board of Trustees shall act as a financial advisory board for the Scholarship Committee.

Section 7.10. The Secretary shall supply copies of the minutes of meetings within three weeks to the members of the Board of Trustees and GFWC-NC Headquarters or the designated location.

Section 7.11. A record of all proceedings of the Board of Trustees shall be preserved in a book to be kept at GFWC-NC Headquarters or the designated location. This record shall be made available to the Board of Directors upon request.

Section 7.12. The Board of Trustees may vote by mail, conference call or electronic communication media. A report of action taken in this manner shall be ratified and made a part of the minutes of the next meeting. For the Board of Trustees to conduct a vote by mail, conference call and/or electronic communication media, all members of the committee must be able to participate in the same manner.

**ARTICLE VIII - Board of Directors**

Section 8.1. The membership of the Board of Directors shall consist of the Executive Committee, Junior Officers, Board of Trustees, Chaplain, Parliamentarian, Historian, Protocol Chairman, Community Service Program Chairmen, Arts Festival Chairman, Chairmen of Standing and Special Committees, Chairmen of Special Projects; District Presidents and District Junior Directors; Juniorette President; GFWC-NC Past Presidents and Directors of Junior Clubs who are members of federated N.C. clubs; members serving GFWC in an official capacity and Club Presidents.

Section 8.2. There shall be a Fall Conference in uneven years. The Board of Directors shall meet at the Fall Conference and/or at other times at the call of the President or Executive Committee.

Section 8.3. Upon the recommendation of Executive Committee, Board of Directors members may vote by mail, conference call or electronic communication media. Report of action taken shall be ratified and made part of minutes of next meeting. To conduct vote by mail, conference call and/or electronic communication media, all members of Board of Directors must be able to participate in the same manner.

Section 8.4. The quorum for any meeting or action of the Board of Directors shall be 40 members, including at least 15 elected members.

Section 8.5. The Executive Committee, Chairman of Board of Trustees, Community Service Program Chairmen, Committee Chairmen, Juniorette President, and Executive Director shall report to the Board of Directors as directed by the President or Executive Committee at Fall Conference in uneven years and other called Board of Directors Meetings.

Section 8.6. Members of the Board of Directors shall have the privilege of making motions and voting to approve the objectives of GFWC-NC. Emergency resolutions may be considered and adopted by the Board of Directors in session between conventions.

Section 8.7. Community Service Program Chairmen shall be elected by the Board of Directors at the Fall Conference in the second year of the current administration and shall take office at the following convention for a term of two years. No two Community Service Program Chairmen shall be from the same club of record.

Section 8.8. No member, except the members of a GFWC-NC Nominating Committee, may hold more than one state elected board position. This provision is to include State Officers, State Junior Officers, State Community Service Program Chairmen, State Junior Community Service Program Chairmen, District Presidents, and District Junior Directors.

Section 8.9. The three nominating committees shall serve a two-year term. The nominating committees shall consist of the: Nominating Committee of Officers, Nominating Committee of Community Service Program Chairmen, and Junior Nominating Committee. No member shall be eligible for two consecutive terms. No member may serve simultaneously on any of the three committees. In the event that a district nominee for any of the three committees accepts a nomination for office, she shall resign from the nominating committee. Any resignation shall be filled by the alternate nominee, and the person receiving the next largest vote shall become the alternate.

### **ARTICLE IX- Program of Work**

The program of work undertaken by GFWC-NC shall be arranged into Community Service Programs, and into standing and special committees. The number and titles of Community Service Programs and special committees shall be determined by the Executive Committee.

### **ARTICLE X- Finances**

Section 10.1. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation (except as otherwise provided in Subsection (h) of Section 501 of the Internal Revenue Code) and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 10.2. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Section 10.3. This corporation is a public charity funded by dues, public contributions, fundraising proceeds, and investments.

Section 10.4. GFWC-NC shall be financed in a manner as the Executive Committee shall determine.

Section 10.5. The General Trust Fund and the Legacy Fund shall be used, if needed, to fund the operations of GFWC-NC.

Section 10.6. The annual budget shall be submitted to the delegates for approval at convention.



Section 10.7. The Executive Committee shall have the authority to request and utilize General Trust Fund for expenditures that exceed the budget with final approval from the Board of Trustees.

Section 10.8. The fiscal year of GFWC-NC shall be from the first day of July through the thirtieth day of June of next year.

Section 10.9. Annual dues for General and Junior members, which includes a subscription to the *North Carolina Clubwoman* magazine and GFWC dues for each member, shall be \$35.00 per member in addition to the per member dues assessed by GFWC.

Section 10.10 Dues for the current year for all active dues-paying club members with a club update form and complete mailing lists including State Honorary Life Members (HLM's) must be sent to GFWC-NC Headquarters or the designated person by December 31 of each year. Dues for new members shall be sent to GFWC-NC Headquarters or the designated person as members are taken into a club. After June 30, dues for new members for the balance of the current year shall be half the annual dues assessed per member for GFWC-NC and GFWC dues in January of that year. The Financial Associate shall remit members' dues, including Junioresettes, to GFWC.

Section 10.11. Junioresette club members shall pay dues as prescribed in the Junioresette Section.

Section 10.12. Dues for Members-at-Large shall be \$10.00 per member in addition to per member dues accessed for GFWC-NC dues and GFWC dues. Cost of mailing CALLS to State meetings will also be inclusive. District dues will be handled according to the District involved. Annual dues are to be paid by December 31. Checks are to be made payable to GFWC-NC and mailed along with the Member-at-Large Form to GFWC-NC Headquarters or the designated address.

Section 10.13. Clubwomen may become Honorary Life Members (HLM) of GFWC-NC by the donation of \$750.00 to the Legacy Fund. Honorary Life Members who are members in good standing of a GFWC-NC federated club shall have full privileges of GFWC-NC including GFWC membership. GFWC-NC dues are waived. GFWC dues for those members shall be paid from GFWC-NC Legacy Fund. Local club and district dues remain the responsibility of the Honorary Life Member. Honorary Life Members whose clubs have dissolved or withdraw from GFWC-NC may be eligible for status as a member-at-large.

**ARTICLE XI – Convention**

Section 11.1. A GFWC-NC Convention shall be held annually. The Executive Committee shall decide the time and place of meeting and shall send out the CALL thirty days before the date of the meeting.

Section 11.2. The Executive Committee shall determine the annual convention registration fees.

Section 11.3. A Club having between 5 and 9 members shall be entitled to be represented by its President or her representative as its delegate. A Club having between 10 and 25 members shall be entitled to be represented by its President or her representative as its delegate and one additional delegate. A Club having more than 25 members shall be entitled to one additional delegate for each additional 25 members or majority thereof after the first 25.

Section 11.4. Members of GFWC-NC entitled to vote shall be the Executive Committee, Junior Officers, Board of Trustees, Chaplain, Parliamentarian, Historian, Protocol Chairman, Community Service Program Chairmen, Arts Festival Contest Chairmen, Chairmen and members of Standing and Special Committees, Chairmen of Special Projects; District Presidents, Vice Presidents, Junior Directors, and Junior Membership Chairmen; GFWC-NC Past Presidents and Directors of Junior Clubs who are members of federated NC clubs; members serving GFWC in an official capacity; and club delegates. No proxies shall be permitted.

Section 11.5. GFWC-NC members who are not delegates or otherwise entitled to vote will be welcomed to all meetings of the convention and may share all privileges and courtesies except those including the making of motions and voting.

Section 11.6. A quorum for the Convention shall consist of 75 delegates representing 75% of the districts.

Section 11.7. A Committee on Credentials shall be appointed by the President before the opening of the convention to inspect and validate the credentials of delegates. The Treasurer of GFWC-NC shall also serve as a member of the Credentials Committee. The credentials of club delegates must bear the signature of Club Presidents. Credentials of others entitled to vote as set forth in Section 4 must bear the signature of GFWC-NC President.

**ARTICLE XII- Nominating Committee for Officers**

Section 12.1. The Nominating Committee for Officers, consisting of five members and an alternate, shall be elected at the Annual Convention in the second year of the administration. This committee shall be elected from a ballot of names, one from each district, these district nominees for the Nominating Committee having been elected at the district meeting in uneven years.

Section 12.2. The report of the Nominating Committee for Officers shall be presented to the Board of Directors at the Fall Conference, the slate having been completed by August 1 of the uneven year. The pictures and biographical sketches of the nominees for office shall be included in an issue of the North Carolina Clubwoman preceding the Call to State Convention.

**ARTICLE XIII- Nominations and Elections**

Section 13.1. Nominees for the offices of President-elect, First Vice President, Second Vice President, Third Vice President, Recording Secretary, and Treasurer shall be presented by the Nominating Committee for Officers at the first business session of the convention in even years, to serve a term of two years.

- A. Nominations may be made from the floor with the prior consent of the nominee for any office except Third Vice President.
- B. No officer shall serve more than one full term in the same office.
- C. An officer serving less than one year of a term may be eligible for second election.
- D. Nominees must have held office at the club level and be active in district and GFWC-NC work.

Section 13.2. If a vacancy occurs in the office of President, the President-elect shall become President and serve the remainder of the term. If a vacancy occurs on the Board of Trustees or in the office of President-elect or any other office of the Executive Committee, except Third Vice

President, the Nominating Committee for Officers shall present a nominee for that office to be approved by the Executive Committee.

Section 13.3. A nominee for Trustee shall be presented by the Nominating Committee for Officers at the first business session of each annual convention, to serve a term of five years. Her picture and biographical sketch shall appear in an issue of the North Carolina Clubwoman preceding the Call to Convention.

Section 13.4. The nominee for President-elect shall have served at least one term of each of the following: president of a GFWC member club and member of GFWC-NC Executive Committee and served at least one term as any one of the following: GFWC-NC Community Service Program Chairman, GFWC-NC Advancement Area Chairman, GFWC-NC District President, or GFWC-NC Junior Officer.

Section 13.5. The nominee for First Vice President shall have served at least one term as a GFWC member club officer and served at least one term as any one of the following: GFWC-NC Community Service Program Chairman, GFWC-NC Advancement Area Chairman, member of GFWC-NC Executive Committee, or GFWC-NC Junior Officer.

Section 13.6. The nominee for shall have served at least one term as a GFWC member club officer and at least one term as any one of the following: GFWC-NC District President, District Junior Director, member of GFWC-NC Executive Committee, or GFWC-NC Junior Officer.

Section 13.7. A club may submit recommendations from its membership for the Executive Committee to the Nominating Committee for Officers. The Nominating Committee shall request an official endorsement in writing from the nominee's club of record.

#### **ARTICLE XIV - Duties of Officers**

Section 14.1. The President shall preside at all meetings and shall be chairman of the Executive Committee and Board of Directors. She shall appoint chairmen and members of committees, unless otherwise specified in these bylaws, and fill vacancies of appointees as needed. She shall serve as Chairman of the Personnel Committee, as ex-officio member of the Board of Trustees, and on all committees except nominating; and perform duties as directed by these bylaws or Executive Committee.

*Proviso: The changes to:*

- *Article XIV Duties of Officers, Section 14.2 and Section 14.5*
- *Article XX Standing Committees, Section 20.11*
- *Junior Section; Article IV Duties of Officers, Section 4.2*
- *Junior Section; Article VI Standing Committees, Section 6.1*

*adopted at the 2023 GFWC-NC Convention for the President-elect and Second Vice President concerning the responsibilities of Dean of Districts and Membership Chairman will take place as of the close of the 2024 GFWC-NC Annual Convention. During the 2022-2024 administration, responsibilities remain: President-elect shall serve as Membership Chairman and Second Vice President shall serve as Dean of Directors.*

Section 14.2. The President-elect shall:

- A. If a vacancy occurs in the office of President, become President, and serve the remainder of the term;
- B. Assist the President as requested and perform duties of President in her absence;
- C. Act as Director of Districts to:
  - 1. Assist with promotion of GFWC-NC objectives and implementation of GFWC-NC Community Service Programs within districts.
  - 2. Facilitate planning of Annual District Meetings. Schedule shall be approved by GFWC-NC Executive Committee.
- D. Serve as Chairman of the Strategic Planning Committee.
- E. Serve on the Personnel Committee.
- F. In second year of administration:
  - 1. Become ex-officio member of Board of Trustees, Finance, Resolutions, and Bylaws Committees;
  - 2. Plan for next administration, involving nominees for state offices, and Community Service Program Chairmen and incoming District Presidents and appointing a Corresponding Secretary, Chaplain, Historian, Parliamentarian, Protocol Chairman, Standing Committees, except the Nominating Committees, and such Special and Project Committees as may be necessary for the next administration.
- G. Perform duties as directed by these bylaws or Executive Committee.

Section 14.3. The President-elect and Vice Presidents, in order of their election, shall perform the duties of the President in her absence. The President-elect and First Vice President shall cooperate with the District Presidents in arranging district meetings.

Section 14.4. The First Vice President shall:

- A. Act as Dean of GFWC Special Programs, Community Service Programs, and Advancement Plan Committees and GFWC-NC Special Projects and Special Program Committees to:
  - 1. Facilitate work of these committees and other committees that present awards;
  - 2. Formulate and promote GFWC-NC program of work, which shall correspond to purposes and policies of GFWC and GFWC-NC
  - 3. Manage award, contest, and reporting process for committees involved.
- B. Perform duties as directed by these bylaws or Executive Committee.

Section 14.5 The Second Vice President shall:

- A. Function as Chairman of GFWC-NC Membership Committee, consisting of Junior Secretary as Vice Chairman, District Vice Presidents, District Junior Membership Chairmen, and up to five additional members appointed by the president to support membership recruitment and retention at the club level.
- B. Promote and encourage membership growth through recruitment of members and development of new clubs.
- C. Perform duties as directed by these bylaws or Executive Committee.

Section 14.6. The Third Vice President shall be Director of Junior Clubs. She shall be a member of a Junior club or a Junior Department of a General club. She shall:

- A. Direct, coordinate, and stimulate the work of the Junior Section in conformity with the general plan and purpose of GFWC-NC and GFWC.
- B. Serve as an ex-officio member of the Juniorette Advisory Committee.
- C. Perform duties as directed by these bylaws or Executive Committee.

Section 14.7. The Recording Secretary shall keep the minutes of all meetings of the Executive Committee, Board of Directors, and all sessions of the convention. She shall supply to members of the Executive Committee and GFWC-NC Headquarters or the designated location copies of the minutes of meetings within three weeks and perform duties as directed by these bylaws or Executive Committee.

Section 14.8. The Treasurer shall present a report at every meeting of the Executive Committee and Board of Directors and full report at the Convention. All accounts shall be financially reviewed at the close of each fiscal year by a certified public accountant. She shall serve as Finance Committee Chairman, a member of Credentials, Personnel, and Fundraising Committees and ex-officio member of Board of Trustees and perform duties as directed by these bylaws or Executive Committee.

**ARTICLE XV - Past Presidents**

At the close of the last session of a President’s service, she shall be presented a Past President’s pin and certificate.

**ARTICLE XVI – Community Service Programs**

Section 16.1. Community Service Program Chairmen shall be elected at the Fall Conference in the second year of an administration, and shall take office at the following annual convention. The Junior Community Service Program Chairman in each Community Service Program shall be nominated by the Junior Nominating Committee to serve as that program’s representative on the Junior Board. No two Community Service Program Chairmen shall be from the same club. The term of office shall be two years.

Section 16.2. Community Service Program Chairmen shall promote the work of GFWC-NC through the respective Community Service Programs. Each chairman in cooperation with the First Vice President shall formulate and execute an approved plan of work within the structure of GFWC-NC and GFWC ideals and policies. She shall stimulate interest by publicizing the program and encouraging clubs to participate in the work of the Community Service Programs.

Section 16.3. It shall be the duty of each Community Service Program Chairman to keep a record of her work, finished and unfinished, pass it on to her successor, and write and submit appropriate reports as requested by GFWC.

Section 16.4. It shall be the duty of Community Service Program Chairmen to receive award entries. All award entries shall be judged according to the criteria in the GFWC-NC Administration Book. If only one entry is received by a chairman, it shall be declared the winner.

Section 16.5. There shall be no additional awards without the approval of the Executive Committee. Those accepted will be added to the list printed in the Administration Book.

Section 16.6. Contests in Arts shall be sponsored by GFWC-NC to promote education in the arts among clubwomen and students. The Arts Festival competition shall be open to all members of the clubs in GFWC-NC and others as provided in contest rules. The chairman of each contest shall receive the entries in her category and shall select competent judges.

**ARTICLE XVII - Districts**

Section 17.1. GFWC-NC shall be divided into districts. The number of districts shall be determined by the Board of Directors.

- A. Each District shall schedule an Annual District Meeting, and may schedule other District Meetings, in cooperation with GFWC-NC President and GFWC-NC Vice Presidents.
- B. District officers shall be President, Vice President(s), Secretary, Treasurer, Junior Director, and Junior Membership Chairman. These officers and any Community Service Program Chairmen shall be elected at the Annual District Meeting in uneven years and shall serve a term of two years. Election of District Presidents, District Vice Presidents, District Junior Directors, and District Junior Membership Chairmen shall be confirmed at the following convention.

Section 17.2. District officers shall be nominated by a Nominating Committee of a minimum of three members, which have been elected at the annual District meeting in even years, and shall serve for two years. These names are to be forwarded to GFWC-NC President-elect and to GFWC-NC Headquarters or the designated location immediately following the Annual District Meeting. No member shall serve two consecutive terms on the Nominating Committee. Should a vacancy occur in a District office, these shall be filled for the remainder of the term by the District Nominating Committee.

Section 17.3. Districts shall elect a nominee for GFWC-NC Nominating Committee for Officers, a nominee for GFWC-NC Nominating Committee for Community Service Programs, and a nominee for the Junior Nominating Committee at the Annual District Meeting in uneven years. An alternate nominee shall be elected to serve if needed until the time of election, for each of the three nominating committees. District Presidents shall forward these names to the GFWC-NC President-elect, Director-elect of Junior Clubs, and GFWC-NC Headquarters or the designated address location immediately following each Annual District Meeting.

Section 17.4. Districts may adopt Bylaws and/or Rules so long as they do not conflict with GFWC-NC Bylaws.

Section 17.5. A GFWC-NC district or club bank account must have two names of responsible parties on account and signature card and carry full name of district or club. No account may be opened in the name of an individual member.

**ARTICLE XVIII - District Officers**

Section 18.1. It shall be the duty of the District President to preside at all District meetings, to appoint all District Chairmen other than Community Service Program Chairmen, to cooperate with GFWC-NC President-elect, and to promote club work in general throughout District.

Section 18.2. It shall be the duty of the District Vice President to assist the District President and to promote approved GFWC-NC projects and adopted District projects. She shall serve as District Membership Chairman and as a member of GFWC-NC Membership Committee. She shall cooperate with GFWC-NC Second Vice President to promote extension through increase in membership and through organizing and federating new clubs. In the absence of the District President, she shall preside over the District meetings.

Section 18.3. It shall be the duty of the District Junior Director to promote work among Junior clubs in cooperation with GFWC-NC Third Vice President. She shall be a clubwoman of Junior age.

Section 18.4. It shall be the duty of the District Junior Membership Chairman to work with the District Vice President and to be a member of GFWC-NC Membership Committee. She shall cooperate with GFWC-NC Director-elect of Junior Clubs to promote membership and assist in the organization and federation of new clubs.

#### **ARTICLE XIX- Junior Section**

Section 19.1. Officers of the Junior Section shall be the Third Vice President as Director of Junior Clubs, Director-elect of Junior Clubs, Dean of Junior Community Service Programs, Junior Secretary, and Junior Editor.

Section 19.2. The Third Vice President shall preside at all meetings of the Junior Section and encourage the organization of Junior clubs, and Junior programs within federated clubs.

Section 19.3. Junior clubs and Junior Departments of General clubs shall be groups of young women who have equal representation with other clubs in GFWC-NC and shall pay equal dues.

Section 19.4. At the age of 45, a Junior member will no longer be eligible for Junior membership, and she should continue her membership with GFWC-NC through a General Club. If there is no local General club, she shall become a member-at-large or look at possibilities of starting a local General Club. Junior members shall be encouraged to participate in GFWC-NC work through membership in a General club at any age.

Section 19.5. When a Junior clubwoman is serving on GFWC-NC Junior Board and reaches the age of 45; she may continue her service to the organization as a member of a Junior club until she completes her term of office. (See Rules for Junior Section)

#### **ARTICLE XX- Standing Committees**

Standing committees shall be authorized to meet by electronic communication media as long as the members can simultaneously hear each other and participate in the meeting. Sufficient notice must be given to enable a quorum to participate.

Section 20.1. The Arts Festival Committee shall consist of a chairman and contest chairmen appointed by the President for implementation of the contests in the Arts, Crafts, Literature, Photography, and Artfest Programs according to the Arts Festival Guidelines located in the Administration Book.

Section 20.2. The Awards Committee shall consist of a chairman and two members appointed by the President. This committee shall cooperate with GFWC-NC First Vice President for maintenance and presentation of awards and certificates at convention as outlined in current award information.

Section 20.3. The Bylaws Committee shall consist of six members, including Director of Junior Clubs, Parliamentarian, and Junior Secretary. They shall receive, initiate, and consider amendments to the Bylaws. This committee may submit Policies and Procedures to the Executive Committee for consideration. At least one meeting shall be held between conventions to consider possible amendments. Five members shall constitute a quorum. Amendments must be submitted to committee by November 15 preceding the annual convention. After approval by the Bylaws Committee, the proposed amendments shall be submitted to the Executive Committee for review and appended to the Call to the Convention.

Section 20.4. The Communications and Public Relations Committee shall consist of a chairman, the Junior Editor, and an unlimited number of members appointed by the President. It shall be the duty of the committee to promote and ensure the implementation of the tools necessary for proper communication, public awareness, and public relations, including but not limited to *GFWC Clubwoman/GFWC-NC Clubwoman* magazines and the promotion of media relations, social media and website. Interested clubwomen may be appointed by the President at any time.

Section 20.5. The Finance Committee shall consist of five members, including the President and Treasurer of GFWC-NC who serves as chairman. The Chairman of the Board of Trustees or her designee shall be invited to attend meetings of the Finance Committee. In the second year of the Administration, the President-elect and the nominee for GFWC-NC Treasurer shall be invited to attend meetings of the Finance Committee. The Finance Committee, with cooperation from the staff, shall prepare an annual budget, based on expected receipts, which shall provide for the expenses of GFWC-NC. This budget shall be submitted by the Chairman of the Finance Committee to the Executive Committee for approval, to the Board of Trustees for review, and to the membership at convention for adoption.

Section 20.6. The Fundraising Committee, consisting of the chairman appointed by the President, and a minimum of four (4) members, including the Treasurer and Junior Editor, shall organize, and coordinate GFWC-NC fundraising.

Section 20.7. GFWC Women’s History & Resource Center (WHRC) Committee shall consist of a Chairman and other members as may be appointed by the President. The committee shall promote the activities and needs of the Center, and encourage members to support WHRC.

Section 20.8. GFWC-NC Strategic Planning Committee shall consist of the President-elect as chairman, Executive Committee members, Director-elect of Junior Clubs, and five members, geographically diverse across the state, appointed by the President.

The committee shall:

- A. Receive amendments by the annual convention of the uneven year;
- B. Review the adopted Plan;
- C. Create and consider proposed amendments; and
- D. Submit updated proposed Plan to the Executive Committee for review by August 1st of the uneven year.

Proposed Strategic Plan shall be appended to Call of the Fall Conference for adoption by the Board of Directors.

Section 20.9. The Juniorette Advisory Committee shall consist of five members appointed by the President including the chairman and three members to serve with GFWC-NC Third Vice President or her designee.

Section 20.10. The Leadership Committee shall consist of a Chairman and other members as appointed by the President. This committee shall be responsible for assisting Federated clubs in identifying and strengthening the leadership skills of members by informing, training, and motivating them to realize their optimal leadership potential.

Section 20.11. The Membership Committee shall consist of the Second Vice President as Chairman, Junior Secretary as Vice Chairman, District Vice Presidents, District Junior Membership



Chairmen, and up to five additional members appointed by the president. This committee shall promote and encourage membership through the support, training and recruitment of members and the development and federating of new clubs.

Section 20.12. The Nominating Committee for Community Service Program Chairmen shall consist of five members and an alternate elected at the Fall Conference in the second year of an administration. This committee shall be elected from a ballot of names, one from each district, elected at each District's annual meeting. The Chairman of the Junior Nominating Committee shall serve as an ex-officio member of this committee. The committee shall take office at the following annual convention for a term of two years and shall report at the Fall Conference. The slate shall be completed by August 1 of the uneven year. No member shall be eligible for two consecutive terms.

Section 20.13. There shall be a Nominating Committee for Officers. See Article XII, Nominating Committee for Officers.

Section 20.14. GFWC-NC Personnel Committee shall consist of GFWC-NC President as chairman, GFWC-NC President-elect, GFWC-NC Director of Junior Clubs, GFWC-NC Treasurer, and GFWC-NC Board of Trustees Chairman or her designee. GFWC-NC Personnel Committee shall establish and administer personnel policies subject to the approval of GFWC-NC Executive Committee and conduct an annual performance review of GFWC-NC Executive Director.

Section 20.15. The Public Policy/Legislative Committee shall consist of a Chairman and two members, appointed by the President. This committee shall be responsible for keeping clubs informed on such legislative/public policy matters as have been approved by GFWC-NC Conventions. The President and the chairman shall represent GFWC-NC to the appropriate organizations. All expenses of this committee will be recorded in a separate account and kept within the nontaxable limit provided in the Internal Revenue Code.

Section 20.16. The Resolutions Committee shall consist of five members including GFWC-NC First Vice President, the Dean of Junior Community Service Programs, the Chairman of the Public Policy/Legislative Committee, a chairman and one other member appointed by the president. In the second year of the administration, the President-elect shall become an ex-officio member. Three members of the Committee shall constitute a quorum.

- A. Resolutions must be in the hands of the Committee Chairman by November 15 preceding the annual convention. After approval by the Resolutions Committee the proposed resolutions shall be submitted to the Executive Committee for review and appended to the Call to the Convention.
- B. This committee shall receive and consider resolutions pertinent to the work and objectives of GFWC-NC and shall determine when the purpose of the resolution has been accomplished. It shall consider resolutions suggested by the Executive Committee, a GFWC-NC club in good standing, a GFWC-NC Community Service Program Chairman, and a GFWC-NC Standing or Special Committee Chairman. The Resolutions Committee for timeliness, change of opinion, etc. shall review all resolutions that have been in force for four years.
- C. Emergency Resolutions
  - 1. Emergency resolutions are those whose subject matter has arisen since the preparation of the last call to convention, or those that are governed by a definite time value, and upon which delayed action would be disadvantageous.
  - 2. Only those eligible to present resolutions may present emergency resolutions.

3. Emergency resolutions to be presented at the Annual Convention shall be:
    - a. In the hands of the Chairman of the Resolutions Committee by midnight of the first day of the session.
    - b. Approved by the Resolutions Committee and the Executive Committee before presentation.
    - c. Distributed to the voting delegates by the Resolutions Committee no later than 4:00 pm of the day before consideration by the convention body.
  4. Emergency resolutions adopted by the Board of Directors shall be presented to the membership at the following convention for approval.
- D. Within 30 days of adoption, all resolutions that are national or international in nature shall be forwarded by GFWC-NC Resolution Committee Chairman to GFWC Resolutions Chairman with copies to GFWC Legislation/Public Policy Chairman.

Section 20.17. The Scholarship Committee shall consist of a Scholarship Committee Chairman appointed by the President for a two-year term. Her committee shall consist of the Sallie Southall Cotten Chairman, Greeson-Johnson Teaching Scholarship Chairman, Lucy Bramlette Patterson Chairman, and at least three additional members, all appointed by the President. Rules and regulations for these scholarships shall be approved by the Board of Trustees and the Executive Committee.

#### **ARTICLE XXI - Reports**

Officers, Junior Officers, the Chairman of the Board of Trustees, District Presidents and Junior Directors, Community Service Program Chairmen, and Chairmen of Standing and Special Committees shall prepare annual reports of not more than 350 words. These reports shall be sent to GFWC-NC Headquarters or the designated address by March 15. Reports shall be submitted to GFWC as outlined in current reporting procedures.

#### **ARTICLE XXII - Staffing**

Section 22.1. The staff of GFWC-NC shall support the administrative functions of GFWC-NC.

Section 22.2. Financial expenditures for the administration of GFWC-NC in excess of the current operating funds provided in the budget shall be approved by the Executive Committee and Board of Trustees.

Section 22.3. The Executive Director shall be employed by the Executive Committee, who shall determine wages and duties. Under the supervision and direction of the Executive Committee, Executive Director shall:

- A. Compile, edit, update, and distribute North Carolina Clubwoman, The Administration Book, and other GFWC-NC materials.
- B. Maintain all GFWC-NC documents.
- C. Employ office staff as required, within the limits of the budget.
- D. Handle the ordering and maintenance of materials for sale.
- E. Perform duties as directed by these bylaws or Executive Committee and required of GFWC-NC Headquarters or designated location.

Section 22.4. Additional staff may be employed by the Executive Director. Duties may include the following:

- A. Keep Corporation books and maintain and disburse all funds of GFWC-NC.

- B. Arrange that all checks drawn on any funds of GFWC-NC are signed by Executive Director, President, or Treasurer.
- C. Prepare and submit monthly report of all receipts, expenditures, and donations in connection with operation of GFWC-NC to Executive Committee and Board of Trustees, as required. These reports shall be included in annual GFWC-NC audit.
- D. Collect all dues from GFWC-NC clubs.
- E. Perform duties as directed by these bylaws, Executive Committee or Executive Director.

### **Article XXIII- Dismissal**

Section 23.1. In the event that a member of GFWC-NC serving in an elected position is unable to or does not perform the duties of the office or should abuse the office, whether by dereliction of duties, conflict of interest, fraud, or other inappropriate manner, the governing officers (of the local, district or state organization) with the highest-ranking officer presiding, shall be empowered to convene a special meeting for resolution.

Section 23.2. The governing officers, based upon the situation and consensus, may issue a written warning to the member facing dismissal. The office in question may be declared vacant by majority vote. A replacement may be chosen by majority vote.

Section 23.3. The member whose office has been vacated shall be notified in writing of such action and is advised to return all property of GFWC-NC.

### **Article XXIV - Withdrawal**

Section 24.1. A club failing to pay GFWC-NC dues shall lose its membership in GFWC-NC. To re-enter a club shall make application as prescribed for a new club in Article III of the Bylaws.

Section 24.2. A club desiring to withdraw from GFWC-NC must inform GFWC-NC Headquarters or the designated location. If at least two members of the club wish to remain as members of GFWC-NC, they shall be allowed to hold the club charter (or similar statement of GFWC-NC) for the purpose of re-establishing the local club. All such members shall continue to pay GFWC-NC annual dues.

Section 24.3. In the event a club withdraws from GFWC-NC and remains an active club, it may not in any way directly or by implication continue to use the name of GFWC or GFWC-NC.

### **ARTICLE XXV - Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this organization in all cases in which they are applicable and in which they are not inconsistent with these Bylaws.

### **ARTICLE XXVI - Amendments**

Section 26.1. Amendments may be proposed by federated clubs, the Executive Committee, Board of Trustees, Junior Officers, and the Bylaws Committee. Such proposed amendments shall be submitted to the Chairman of the Bylaws Committee by November 15 preceding the annual convention. After approval by the Bylaws Committee, proposed amendments shall be submitted to the Executive Committee for review.

Section 26.2. These Bylaws may be amended at the annual convention of GFWC-NC by a two-thirds vote of the registered delegates present and voting, notice of the amendment having been appended to the Call of the Convention.

Section 26.3. These Bylaws may be amended at the annual convention of GFWC-NC without previous notice by nine-tenths vote of those present and voting. Such Bylaws shall only be proposed by those authorized by Article XX Section 20.3.

#### **ARTICLE XXVII - Dissolution**

This corporation may be dissolved by motion of the Executive Committee and the Board of Trustees with a two-thirds vote of the registered delegates present and voting at GFWC-NC Annual Convention, notice having been appended to the Call of the Convention.

- A. All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made; therefore, assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.
- B. All remaining assets shall be distributed to a corporation qualified under the provision of Section 501(c)(3) of the IRS Code, as determined by the Executive Committee and Board of Trustees.

#### **ARTICLE XXVIII - Declared Emergency/Disaster**

Section 28.1. When a National or State Emergency/Disaster is declared affecting the viability of holding a meeting, the President, with consent of the Executive Committee, may authorize all meetings, including Executive Committee, Board of Directors, and/or Annual Conventions, to be conducted through use of remote meeting services.

Section 28.2. Meetings Held Remotely.

- A. The remote meeting service shall be selected by the Executive Committee.
- B. Such meetings should allow full featured remote meeting services that integrate audio, video, text, and voting capabilities.
- C. Procedures for conducting remote meetings shall be established by the Executive Committee.
- D. A vote conducted through the remote meeting service shall be considered a ballot vote, fulfilling any requirement in these bylaws that a vote be conducted by ballot.

Section 28.3. Board of Directors. In the absence of an in-person Board of Directors Meeting, any business may be approved electronically in accordance with procedures approved by the Executive Committee. Members shall be required to register for a remote Board of Directors meeting.

Section 28.4. Remote Annual Convention. In the absence of an in-person Annual Convention, a remote Annual Convention may be held. This convention may be held with members attending remotely while it is in session.

- A. Registration: Registration shall be required for delegates to participate in discussion and voting for any remote convention.

- B. Voting: See Article XI, Sections 11.3 and 11.4 of these bylaws for the voting body. Headquarters staff shall receive credentials and verify the voting roll of delegates, which shall be provided to the President and Credentials Committee members.
- C. The sessions of this type of Annual Convention shall be conducted through use of remote meeting services designated by the Executive Committee. These services shall:
  - 1. Support anonymous voting;
  - 2. Provide for identifying information of those participating;
  - 3. Identify those seeking recognition from the chair for permission to speak;
  - 4. Display the text of pending motions and results of votes.

## **Rules for the Junior Section**

### **ARTICLE I – Membership**

Section 1.1. Junior clubs and Junior departments of General clubs shall be for women aged 45 and younger, which have equal representation with other clubs in GFWC-NC and shall pay equal dues.

Section 1.2. Junior clubs and Junior departments of General clubs shall pay per capita dues in accordance with GFWC-NC.

Section 1.3. Junior members may hold district and state offices.

#### Section 1.4 Restrictions

- A. At the age of 45, a Junior member will no longer be eligible for Junior membership and should continue membership with GFWC-NC through a General Club. If there is no local General club, she shall become a member-at-large or consider starting a new General Club.
- B. When the majority of members of a Junior club approach the age limit, if there is no local General club, these members should be encouraged to form a new General club and work with the Junior club to increase its membership and build a cooperating relationship.

### **ARTICLE II – Junior Board**

Section 2.1. The Junior Board shall consist of Junior clubwomen. Junior Officers, Junior Community Service Program Chairmen, Junior Chairmen, and members of Standing Committees, District Junior Directors, District Junior Membership Chairmen, District Junior Projects Chairmen, Special Committee Chairmen, Special Appointees of the Director of Junior Clubs, Junior club presidents, the immediate past State Director of Junior Clubs, and all past State Directors of Junior Clubs who are members of GFWC-NC Junior clubs shall comprise the Junior Board. The nominee of the Junior Section for Director-elect of Junior Clubs shall be a member of the Junior Board.

Section 2.2. No Junior Officer, Junior CSP Chairman, District Director of Junior Clubs, or other member of the Junior Board may simultaneously hold more than one state elected board position, except as a member of the GFWC-NC Junior Nominating Committee.

Section 2.3. A quorum of the Junior Board shall be one-third of the registered and voting delegates. Each board member shall be entitled to one vote, and a majority of the members present shall be required for an action by the Board.

### **ARTICLE III – Officers**

Section 3.1. Officers of the Junior Section of GFWC-NC shall be Director of Junior Clubs, Director-elect of Junior Clubs, Dean of Junior Community Service Programs, Junior Secretary, and Junior Editor. Term of office shall be two years.

Section 3.2. The Junior Officers shall be authorized to meet by electronic communication media as long as the members may simultaneously hear each other and participate in the meeting. Sufficient notice must be given to enable a quorum to participate.

Section 3.3. The quorum for any meeting of the Junior Officers shall be four (4) members.

Section 3.4. The Junior Officers may vote by mail, conference call or electronic communication media. A report of action taken in this manner shall be ratified and made a part of the minutes of the next meeting. In order for the Junior Officers to conduct a vote by mail, conference call or electronic communication media, all members of the committee must be able to participate in the same manner.

Sections 3.5. If a vacancy occurs in the office of Director of Junior Clubs, the Director-elect shall become the Director of Junior Clubs. If a vacancy occurs in any other office of the Junior Officers, the Junior Nominating Committee shall present a nominee for that office to be approved by the Junior Officers and the Executive Committee. A Junior Officer serving less than one year of the term may be eligible for a second election.

#### **ARTICLE IV – Duties of Officers**

Section 4.1. The Director of Junior Clubs shall preside at all annual meetings of the Junior Section and all Junior Board meetings; she shall make a full report of the past year's work. The Director of Junior Clubs shall serve GFWC-NC as Third Vice President and member of the Executive Committee. She shall serve on the Strategic Planning, Personnel, and Juniorette Committees. She, or her alternate, shall be a Junior delegate to meetings of GFWC. The Director of Junior Clubs shall appoint all special Junior Committees, a Parliamentarian for the Junior Section, and if she so desires, a Corresponding Secretary and Chaplain.

- A. Upon completion of the Director of Junior Club's term of office, she may retain Junior Membership status for a maximum of six consecutive years, with the approval of GFWC-NC Board of Directors, to enable her to serve on GFWC Junior Board. Prior to each appointment and/or nomination to a position on GFWC Junior Board, a letter of intent must be submitted to GFWC-NC Executive Committee for review prior to presentation to GFWC-NC Board of Directors for approval.
- B. Any other Junior clubwoman, serving on GFWC Junior Board, who reaches the age of 45, may continue her service to the GFWC Junior Board for one term if she holds Junior/General dual membership until she completes her term of office.

Section 4.2. The Director-elect of Junior Clubs shall work with GFWC-NC President-elect serving as the Chairman of District Junior Directors. She shall assist with promotion of GFWC-NC objectives and implementation of GFWC-NC Community Service Programs within districts. In the absence of the Director of Junior Clubs, she shall serve as Chairman of meetings of the Junior Board and at annual meetings of the Junior Section. If a vacancy occurs in the office of the Director of Junior Clubs in an administration, the Director-elect of Junior Clubs shall become Director of Junior Clubs and serve the remainder of the term.

The Director-elect of Junior Clubs shall serve on the Junior Board and assist the Director of Junior Clubs when requested. She shall attend any function pertaining to the position as Director-elect of Junior Clubs. In the second year of the Administration, she shall begin plans for her administration, involving Junior Program Chairmen, Project Chairmen, and District Junior Directors, District Junior Membership Chairs, and Junior appointments who shall take office at the next annual convention.

Section 4.3. The Dean of Junior Community Service Programs shall serve as coordinator of Junior Community Service Program Chairmen and other Junior Committee Chairmen and shall be a member of GFWC-NC Resolutions Committee. She shall assist the First Vice President with the programs, reporting, and awards.

Section 4.4. The Junior Secretary shall record the minutes of the Junior Board meetings and annual meetings of the Junior Section and serve as Chairman of Junior Rules. She shall work with the GFWC-NC Second Vice President, serving as Vice Chairman of the Membership Committee, to assist existing Junior clubs in their efforts to establish new Junior clubs and increase the size and effectiveness of present Junior membership and promote and encourage membership growth through recruitment of members and development of new clubs. She shall perform any other duties assigned to her by the Director of Junior Clubs.

Section 4.5. The Junior Editor shall be responsible for compiling Junior news for the *North Carolina Clubwoman* magazine and *GFWC Clubwoman* magazine. She shall serve as a member of the Fundraising and the Communications and Public Relations Committees.

Section 4.6. The Junior officers, together with the President of GFWC-NC as an ex-officio member, shall transact the business of the Junior Section between conventions.

## **ARTICLE V - Nominations and Elections**

Section 5.1. Junior Nominating Committee, consisting of three members and an alternate, shall be elected by Junior delegates at the even year annual state convention.

- A. No more than one nominee per club.
- B. The three nominees receiving the largest number of votes shall serve as members and the fourth highest shall serve as alternate.
- C. The one receiving the largest number of votes shall serve as chairman.
- D. The chairman shall serve as an ex-officio member of the Nominating Committee for Community Service Program Chairmen.
- E. Any resignation from the Junior Nominating Committee shall be filled by the alternate.

Section 5.2. The Junior Nominating Committee shall present the names of Junior Community Service Program Chairmen nominees at the Fall Conference in the second year of an administration, the slate having been chosen by August 1st. These chairmen shall be elected at this time and shall take office at the following annual convention. Term of office shall be two years. No two Community Service Program Chairmen shall be from the same club unless all available resources are exhausted, and upon the approval of the Junior officers.

Section 5.3. The Junior Nominating Committee shall present the names of nominees for the Offices of Director-elect of Junior Clubs, Dean of Junior Community Service Programs, Junior Secretary, and Junior Editor at the Fall Conference Meeting of the Junior Board, the slate having been completed by August 1 of the uneven year. The names, pictures, and biographical sketches of the nominees for Junior Officers are to be included in an issue of the *North Carolina Clubwoman*. The slate shall be presented by the Junior Nominating Committee at the Junior Business Session at convention in even years. Further nominations may be made from the floor with prior consent of the nominee. Voting shall be by written ballot unless there is only one nominee for each officer. The vote may be taken by viva-voce or by acclamation. No Junior Officer may serve more than one full term in the same office. A Junior Officer serving less than one year of a term may be eligible for reelection.

Section 5.4. The Junior Nominating Committee shall nominate only clubwomen who have held offices in their clubs and are active in district and GFWC-NC work. The nominee for Director-elect of Junior Clubs shall have served as a local club president and as a GFWC-NC Junior Board member.



Section 5.5. All nominees for the Junior Officers shall have the endorsement of their local clubs. No endorsements may be solicited from other clubs.

#### **ARTICLE VI- Standing Committees**

Section 6.1. The Membership Committee shall consist of the Second Vice President as Chairman, Junior Secretary as Vice Chairman, and the Junior Membership Chairman from each of the Districts and up to five additional members appointed by the president to support membership recruitment and retention at the club level.

Section 6.2. The Junior Rules Committee, consisting of the Junior Secretary as chairman and at least two others appointed by the Director of Junior Clubs, shall receive, initiate, and consider amendments to the Junior Rules Section of the Bylaws.

Section 6.3. The Nominating Committee, consisting of three members, shall be elected at the Junior Session in even years, from a ballot of names, one from each district. These district nominees for the Nominating Committee shall have been elected at the annual district meeting in uneven years. They shall serve a two-year term. No member shall be eligible for two consecutive terms.

#### **ARTICLE VII- Reports**

All Junior officers, Junior Community Service Program Chairmen, District Junior Directors, and Junior Special and Standing Committee Chairmen, shall send a typewritten annual report of not more than 350 words to GFWC-NC Headquarters or the designated address by March 15, in accordance with reporting procedures as listed in *GFWC-NC Administration Book*.

#### **ARTICLE VIII- Annual Meetings of the Junior Section**

Section 8.1. The Junior Section shall have a meeting at GFWC-NC annual convention, at the Fall Conference, and other meetings as deemed necessary. It shall meet at other times at the discretion of the Director of Junior Clubs.

Section 8.2. Junior members eligible to vote at the annual meetings of the Junior Section shall be Junior Board members (refer to Article II, Section 2.1), any Junior member serving GFWC-NC or GFWC in an official capacity, and delegates from Junior clubs. No proxies shall be permitted.

Section 8.3. All other Junior members present at the meeting shall be extended all privileges and courtesies except those of introducing motions and voting.

Section 8.4. A quorum of the Junior Section shall be one-third of the registered and voting delegates.

#### **ARTICLE IX- Amendments**

These rules may be amended at the annual meeting of the Junior Section by a two-thirds vote of the registered delegates present and voting, provided the proposed amendments have been approved by the Bylaws Committee, reviewed by the Executive Committee, and appended to the Call of the convention. No rules may be made which conflict with the Bylaws of GFWC-NC.



## **Rules for Juniorette Section**

### **ARTICLE I – Object**

Juniorette Clubs of North Carolina are composed of students organized to provide opportunities, as well as leadership development, for involvement in the promotion of civic, cultural, educational, and social betterment in their communities, state, nation, and the world.

### **ARTICLE II – Membership**

Section 2.1. There shall be an Advisory Committee appointed by GFWC-NC President, which shall serve as liaison between Juniorette clubs and GFWC-NC and shall help Juniorette clubs and their sponsors as needed. The Third Vice President of GFWC-NC shall serve as a member of the Advisory Committee.

Section 2.2. Juniorette clubs shall be groups composed of Middle School or Junior High and High School students. Clubs desiring to join this organization shall make application in writing to the Chairman of the Juniorette Advisory Committee. The club must have at least five (5) members and its objectives must be in conformity with those of GFWC-NC. It must be sponsored by either a General or a Junior club which is a member of GFWC-NC.

Section 2.3. Juniorette club members, upon graduation from high school, shall be graduated from their club at the close of that club year and are encouraged to continue in GFWC-NC work through membership in a federated club.

Section 2.4. A member in good standing is to be given a letter of recommendation to any club to which the student may wish to transfer.

### **ARTICLE III – Juniorette Board**

Section 3.1. The Juniorette Board shall consist of Juniorette Clubwomen and the State Juniorette Advisory Committee. State Juniorette Officers, Juniorette Community Service Program Chairmen, and members of Standing and Special Committees, and Juniorette club presidents shall comprise the Juniorette Board.

Section 3.2. Members of the Juniorette Board are eligible to serve as a club president in addition to serving in the elected position of State Officer or Community Service Program Chairman and additionally on the State Nominating Committee.

Section 3.3 The Juniorette Board and Advisory Committee shall meet at least twice during the club year and at other times as deemed necessary.

Section 3.4. A quorum of the Juniorette Board shall be one-third of the registered and voting delegates. Each board member shall be entitled to one vote, and a majority of the members present shall be required for an action by the Board.

### **ARTICLE IV - Program of Work**

The program of work undertaken by Juniorette clubs of North Carolina shall be arranged into Community Service Programs and standing and special committees. It shall be directed by the

Juniorette Board as herein provided. The number of titles of Community Service Programs and committees shall be in accord with those of GFWC-NC and as recommended by the Juniorette Officers and the Advisory Committee.

**ARTICLE V – Finances**

Section 5.1. The annual dues of a Juniorette club shall be the amount approved by the GFWC-NC Executive Committee and are payable no later than November 15 each year. These dues shall be sent to GFWC-NC Headquarters or the designated address along with a club roster and contact information for the club president and club advisor. Dues will be distributed across GFWC and GFWC-NC member assessment and the Juniorette operating expenses (including the annual Essie Newsom Scholarship). Juniorette clubs are exempt from paying District dues.

Section 5.2. The Juniorette Board may be given the authority to allocate up to \$50 of the State Juniorette monies for special GFWC-NC state projects. Approval of the Advisory Committee Chairman must be secured before any monies are allocated.

Section 5.3. All Juniorette accounts shall be managed by GFWC-NC Executive Committee.

**ARTICLE VI – Annual Jamboree**

Section 6.1. The Juniorette Jamboree shall be held annually. The Juniorette Advisory Committee shall decide the time and place of the meeting. The Juniorette Advisory Committee shall announce when dates and location are secured. The Call and registration information for the Juniorette Jamboree shall be sent out 30 days prior to Jamboree.

Section 6.2. There shall be a registration fee of \$10.00 for members and visitors.

Section 6.3. Each club shall be entitled to be represented at the annual Jamboree by its President or her designee and one additional delegate.

Section 6.4. The members of the Jamboree entitled to vote shall be State Juniorette Board members.

Section 6.5. Members of clubs belonging to the Juniorettes of North Carolina who are not delegates shall be welcome to all Jamboree meetings and may share all the privileges and courtesies except those of introducing motions and voting.

Section 6.6. A quorum for the Jamboree shall consist of one-third of the registered delegates.

Section 6.7. The hostess club(s) for Jamboree shall be responsible for name tags, printing the program, and securing the speaker and/or workshops. The Juniorette Officers and State Juniorette Advisor shall have final approval of the plans for Jamboree.

Section 6.8. The hostess club(s) may have a fundraising project at Jamboree to help defray Jamboree expenses. Any monies exceeding expenses shall revert to the Essie Harris Newsom Scholarship Fund.

**ARTICLE VII – Annual GFWC-NC Convention**

Each Juniorette is invited to attend GFWC-NC Annual Convention if accompanied by a parent/guardian or a club advisor. She shall have all privileges and courtesies except those of introducing motions and voting.

### **ARTICLE VIII - Officers**

Section 8.1. The officers of this organization shall be President who shall be a member of the Board of Directors of GFWC-NC, First Vice President, Second Vice President, Secretary-Treasurer, Historian, and Chaplain. They shall be active members of their clubs and shall not serve after entering college.

Section 8.2. No more than two officers shall be from the same club.

Section 8.3. Officers shall be elected for a term of one year. In the event only one candidate is named for office, a viva-voce vote may be taken; otherwise, election must be by ballot.

Section 8.4. A Nominating Committee of five members shall be elected at the first business session of the annual Jamboree. To be on the Nominating Committee, a student must be a Junior or a Senior in high school and have attended at least one Jamboree. She may not remain on the Nominating Committee if she is asked to hold a position on the state board. She must resign from the Nominating Committee, and the Chairman of the Committee must appoint someone to replace her. A member of the Juniorette Advisory Committee shall serve as Nominating Advisor. The Nominating Committee shall present a slate of officers at the designated time for voting. If there is not a Juniorette member that fulfills the above requirements as a replacement of the resigned Nominating Committee member, the Nominating Advisor can, at her discretion, appoint a Proxy to the Nominating Committee. There must remain five members on the Nominating Committee at all times.

Section 8.5. The Nominating Committee shall make nominations for state officers and Community Service Program chairmen each year. These candidates must have served or been elected to serve as an officer or chairmen in their clubs.

Section 8.6. Each club may submit nominees for state office each year. However, for the candidate to qualify, she must submit a written application of her qualifications to the State Juniorette Advisory Chairman. It must be received no later than 30 days prior to Jamboree. Her club Advisor shall also provide a letter of recommendation.

Section 8.7. At the time of election, if there is a tie vote in any office, the election for that office will go to the Nominating Committee. The Nominating Committee shall break the tie with a secret ballot voting procedure. Each candidate shall have the opportunity to state their qualifications and intentions of the office they are seeking prior to the Nominating Committee's secret ballot voting.

### **ARTICLE IX – Duties of Officers and Advisory Committee**

Section 9.1. The President of this organization shall preside at all Jamboree meetings. She shall appoint Standing Committees and such Special Committees as may be necessary. This officer shall work closely with the Advisory Committee in carrying out the program of work undertaken by the Juniorette clubs of GFWC-NC. As a member of GFWC-NC Board of Directors, she may attend its meetings. The officer shall decide on the State Juniorette theme and shall be responsible for

presenting youth-oriented ideas for Community Service Programs and projects of Junioresettes of GFWC-NC.

Section 9.2. The First Vice President shall:

- A. Preside in the absence of the President.
- B. Be Dean of Community Service Programs.
- C. Promote the Community Service Programs and projects decided by the Junioresette President.
- D. Promote programs and projects among individual Junioresette clubs.

Section 9.3. It shall be the duty of the Second Vice President to promote increased membership in the Junioresette Section of GFWC-NC. She shall correspond with Junioresette Club Advisors to encourage district participation in Junioresette clubs. She shall present charters to new Junioresette clubs at GFWC-NC Annual Convention.

Section 9.4. The Secretary-Treasurer shall:

- A. Keep minutes of all Junioresette Board meetings and all sessions of the Jamboree.
- B. The Minutes Approval Committee shall be appointed by the President. It shall consist of a member of the Advisory Committee, a member of the State Board and one Advisor. The Secretary shall submit the minutes to this committee within three weeks after the meeting for approval.
- C. Following approval of the minutes by the Minutes Approval Committee, the Secretary shall supply each member of the Junioresette Executive Committee and Advisory Committee with a copy of the minutes of all meetings via email.
- D. Work with the Junioresette Advisory Committee to prepare a budget for the Junioresette Section of GFWC-NC.
- E. Assist the President with correspondence.
- F. Make a full report at each annual Jamboree.
- G. Perform other duties as assigned to the office.

Section 9.5. The Historian shall submit to the President and the Chairman of the Advisory Committee at each Jamboree a condensed history of the previous year. The officer shall have individual Junioresette club scrapbooks judged and returned at Jamboree. The annual scrapbook award will be presented at GFWC-NC Convention.

Section 9.6. The Chaplain shall prepare brief devotions, prayers, and/or table graces for all Jamboree meetings and other occasions.

Section 9.7. Each Junioresette officer shall prepare a brief annual report to be presented at the annual Jamboree and thereafter archived at GFWC-NC Headquarters or the designated location.

Section 9.8. The Chairman of the Advisory Committee shall coordinate all Junioresette Section activities. She shall serve as advisor to the Junioresette President, assisting the students in promoting youth-oriented Community Service Programs and projects for Junioresette clubs of GFWC-NC. She shall furnish to GFWC-NC Headquarters or the designated address copies of annual reports and submit to GFWC and GFWC-NC Director of Junior Clubs a summarized report. She shall assign to each member of the Advisory Committee one Junioresette officer to work closely with them, advising and assisting the student in performing the duties of the office in conformity with GFWC-NC principles.

Section 9.9. Attendance of Officers and Community Service Program Chairmen is required at regularly scheduled Juniorette Board meetings. If an Officer or Community Service Program Chairman misses two meetings, the officer or chairman shall be replaced unless a valid excuse, approved by the Juniorette Board, is presented. If a vacancy occurs in an office or Community Service Program chairmanship, it shall be filled by the President with the approval of the Chairman of the Advisory Committee using the slate of nominees considered at the previous Jamboree.

## **ARTICLE X- Community Service Programs**

Section 10.1. The Community Service Programs are Arts and Culture, Civic Engagement and Outreach, Education and Libraries, Environment, and Health and Wellness.

Section 10.2. Community Service Program Chairmen shall be elected by the voting delegates at the annual Jamboree.

Section 10.3. No more than two chairmen shall be from the same club. Nominations for Community Service Program Chairmen must meet the requirements as set forth in Article VIII, Section 8.5. Community Service Program Chairmen shall promote the work of their programs in cooperation with the Juniorette President, First Vice President, and their advisors.

Section 10.4. It shall be the duty of the Community Service Program Chairmen to promote one GFWC-NC project from a youth-oriented viewpoint. Any other GFWC-NC work suggested under their Community Service Programs shall be optional.

Section 10.5. It shall be the duty of the Community Service Program Chairmen to keep a record of work to pass on to the succeeding Community Service Program Chairmen.

## **ARTICLE XI- Standing Committees**

Section 11.1. There shall be the following standing committees: (A.) Awards (for projects) and (B.) Finance.

- A. The Awards Committee, appointed by the Juniorette President, shall be responsible for obtaining all awards to be given at the annual GFWC-NC Convention. The committee shall keep a record of winners of traveling awards and see that these are available.
- B. The Finance Committee shall consist of members of the Juniorette Board with the Secretary-Treasurer serving as chairman. It shall be the duty of this committee to prepare a budget for the current year.

## **ARTICLE XII- Reports**

Section 12.1. Juniorette clubs shall report work done under the various Community Service Programs as directed in the *Juniorette Handbook*.

Section 12.2. These reports shall be used as award entries for Community Service Program awards at GFWC-NC Annual Convention.

Section 12.3. Annual reports shall be submitted as requested by GFWC-NC First Vice President and the Juniorette Advisory Committee Chairman.

## **ARTICLE XIII- Juniorette Handbook**

The *Juniorette Handbook* shall be updated annually by the Juniorette Advisory Committee. Once all Juniorette members' dues are collected, the *Juniorette Handbook* shall be sent by E-mail.

#### **ARTICLE XIV - Amendments**

These rules may be amended at the annual Jamboree by two-thirds vote of the registered delegates present and voting, provided the proposed amendments have been approved by the Juniorette Advisory Committee, the Bylaws Committee of GFWC-NC, and reviewed by the Executive Committee of GFWC-NC. No rules may be made which conflict with the Bylaws of GFWC-NC.



## **GFWC-NC Policies and Procedures**

The GFWC-NC Executive Committee without prior notice at any meeting may adopt policies and procedures by a majority vote. These may be amended, suspended, or rescinded by the GFWC-NC Executive Committee. The Board of Trustees must be notified of any changes within 30 days after GFWC-NC Executive Committee final approval.

***Revised by GFWC-NC Executive Committee: September 11, 2020***

### **Awards and Contests**

1. The GFWC-NC Executive Committee will approve all contests and awards.
2. To participate in district and state contests, entries must be sponsored by clubs whose state and district dues are current.
3. When the deadline date for reports and award entries falls on Saturday or Sunday or a legal holiday, the deadline will be midnight the following business day.
4. Should any Arts Festival category receive three or fewer winners from the districts for three consecutive years, the GFWC-NC Executive Committee, acting on a request from the State Arts Festival Chairman, may delete the category.
5. The GFWC-NC Executive Committee, acting on a request from the State Arts Festival Chairman and others, may add categories.

### **Board of Directors**

1. To be eligible to serve on the State Board of Directors, a member must be active and in good standing in her local club and may not take a public position representing GFWC-NC on any issue that is not in conformity with the official positions of GFWC-NC.
2. No person shall serve on the State Board of Directors in the same capacity for more than two successive terms. Exception may be made where the nature of the position makes such exception necessary, subject to the approval of the GFWC-NC Executive Committee.
3. An electronic copy of the *Administration Book* will be made conveniently available to all members of the State Board of Directors. The club president's *Administration Book* is the property of the club. A copy will be provided at the beginning of each administration.
4. Each outgoing State General or Junior Officer, Community Service Program Chairman, Committee Standing or Special Projects Chairman, and all District Officers shall take time to meet with her successor and orient her thoroughly concerning the work of the Federation.
5. All records and materials pertaining to the work of the GFWC-NC shall be the property of the GFWC-NC. Immediately upon completion of her term of office, every member of the State Board of Directors shall turn over to her successor all records and materials pertaining to her office.
6. An electronic version of stationery is available to State Officers, and Program and Committee Chairman if needed. Stationery for districts is not available at GFWC-NC. Districts will be responsible for stationery for District Officers and Chairmen.
7. The Federation emblems, both State and National, may be duplicated for use by clubs, districts, and their members in accordance with Federation guidelines.
8. Resignations of state board positions shall be sent in writing to the State President with a copy to the GFWC-NC Executive Director. District resignations shall be made to the District President with a copy to GFWC-NC.

## **GFWC-NC Policies and Procedures**

9. Those entitled to expense reimbursement are expected to exercise discretion and good judgment when incurring Federation related expenses. GFWC-NC is a 501(c)(3) organization, and donations are tax deductible and that includes dues. Federation reimbursement of expenses must be requested using the GFWC-NC Expense Report Form, found in the Forms section of the *Administration Book* or online at [www.gfwcnc.org](http://www.gfwcnc.org), with receipts attached.
10. Expense reports must be submitted by **June 30**.
11. All bills pertaining to meetings must be submitted to GFWC-NC within 30 days or will require GFWC-NC Executive Committee approval to be paid.
12. Basic allowance requests shall be prepared on the Expense Report Form in the Forms section of the *Administration Book* (or found online). Only the budgeted amounts will be reimbursed, but all expenses should be listed. Substantiating receipts must be remitted to cover the reimbursable allowance. Mail form to GFWC-NC, 7474 Creedmoor Road, #310, Raleigh, NC 27613.
13. Reimbursement of expenses for mileage will be reimbursed at the rate determined by the IRS in its most recent directive (currently \$0.14). All such requests shall be submitted to GFWC-NC on the Expense Report Form.
14. In the event an expense is not an approved line item as determined by budget or approved by the State President and/or the State Director of Juniors, the cost must be deducted from the desk allowance in the budget of the person making the request.
15. The GFWC Candidacy Fund is a liability account of the Federation to be used for any member running for a GFWC office as long as the funds are available.

### **Board of Trustees**

The GFWC-NC Board of Trustees will meet during each State Convention at a time following the election for the purpose of organizing. The Senior Trustee will conduct the meeting.

### **Clubs/Membership**

1. At the GFWC-NC Fall Conference, the Club President currently serving will be the official representative from her club. However, the incoming Club President is welcome and encouraged to attend this board meeting.
2. A club wishing to change its name shall amend its Bylaws, after which it shall notify the District President and GFWC-NC in writing.
3. Clubs accepting transfer members shall report to GFWC-NC the date of acceptance. Dues for the current year shall be paid to GFWC-NC for out-of-state transfers. Dues for in-state transfers shall be paid if they are not current.
4. A member of the GFWC-NC desiring to transfer from one club to another shall have her Club President complete an application for transfer and forward as indicated on form.
5. In order to be a club member in good standing, the member's dues must have been received by GFWC-NC and her name must appear on the official roster, including mailing address and email address, at GFWC-NC in order to indicate membership. Clubs should update GFWC-NC throughout the year when their roster changes whether by: member's address, email, name change, death, transfer, dropout, or induction.

## **GFWC-NC Policies and Procedures**

6. State Officers and Chairmen, as well as District Officers, are available at their own discretion as speakers for federated clubs. There is no fee for such engagements, but the hostess club should pay for travel, meals, and lodging expenses.
7. Club Charters and gavels are presented to newly federated clubs at the State Annual Convention.
8. Dues are to be paid by December 31 of each year to GFWC-NC. Attendance and participation in all District and State meetings will be denied until dues are received. No dues received by February 1<sup>st</sup> and again March 1<sup>st</sup>, Club President's will be contacted by GFWC-NC Staff via email or phone. District President and GFWC-NC President-elect will be copied on correspondence. No dues received by April 1<sup>st</sup>, Club President's will be contacted by GFWC-NC President-elect via email or phone. GFWC-NC staff and District President will be copied on correspondence. On April 15<sup>th</sup>, GFWC-NC President will send defederation letter to Club President. District President and GFWC-NC Staff will be copied on correspondence.
9. Clubs failing to pay dues or indicating a desire to withdraw from the Federation shall be contacted by the GFWC-NC President or her representative and be provided with a copy of the steps required to disband or defederate a club.
10. Both clubs and districts alike should have two names on the bank account signature card. Both persons should receive and review the monthly bank statement. Large expenditures, the amount of which should be set by the group in accordance with its bylaws, should carry the signature of both the designated responsible parties.

### **Club Disbanding/Defederating**

1. Disbanding or defederating takes a 2/3 vote of the membership.
2. If two or more members wish to hold the club charter and remain federated—the club name, funds raised and property owned by the club under the club charter remain with the club holding the charter.
3. If a club does disband or withdraw from the Federation, it should send a letter to both the State and District notifying them of the action.
4. When a letter is received that a club plans to disband or withdraw from the Federation, a letter should be sent to all club members notifying them of the right of two or more to hold the club charter.
5. If there is another GFWC club in the community, members wishing to remain federated are encouraged to merge with this club.
6. If there is not another GFWC club in the community and a member wishes to remain a member of the Federation without holding the club charter, she may join as a member-at-large until such time as another club can be established in the community.
7. Should no one in the club plan to hold the club charter or there is not a second club in the community with which to merge, and the club members vote to disband, all club funds and property must either be distributed to a 501(c)(3) nonprofit organization or put in trust for a period of time for a future woman's club.

### **Community Service Programs**

## **GFWC-NC Policies and Procedures**

1. GFWC-NC shall conform, insofar as it is practical, to the GFWC in the organization of programs of work. The Community Service Programs of Arts & Culture, Civic Engagement & Outreach, Education & Libraries, Environment, and Health & Wellness.
2. Nominees for State Community Service Program Chairmen shall attend the GFWC-NC Fall Conference.
3. All State Community Service Program Chairmen shall communicate with the corresponding District Community Service Program Chairmen and the GFWC Community Service Program Chairmen. District Community Service Program Chairmen shall communicate with the local club.

### **Districts**

1. The District President shall preside at all district sponsored meetings with the exception of Junior functions. The District Junior Director presides at District Junior Day and all other Junior functions.
2. Each District President shall communicate with and visit each club in her district at least one time during her administration. Each Club President should extend an invitation to visit to her District President.
3. Each District Junior Director shall communicate with her Junior Club Presidents and inform them of action of the State Junior Board. She is encouraged to conduct a District Junior Day. Each District Junior Director is expected to visit each Junior Club or Section in her district at least one time during her administration. Each Junior Club President or Junior Section Chairman should extend an invitation to her District Junior Director.
4. At the time of election of District Officers, each District President shall forward a list of the newly-elected District Officers to the State Second Vice President and GFWC-NC.
5. Immediately following the Annual District Meeting, each District President shall send to the State Second Vice President and GFWC-NC the place of the next District Meeting.
6. Immediately following each District Meeting, District Presidents shall forward to State Second Vice President and GFWC-NC meeting minutes including the total number in attendance.
7. All clubs that are a member of the district pay district dues to the district treasurer according to the district bylaws. Dues are based on the current club membership listed on file at GFWC-NC at the time District dues are to be remitted.
8. It is the responsibility of the District President to strongly encourage her District Community Service Program Chairmen to attend all state meetings and workshops in preparation for conducting their respective program workshops.
9. Prior to their confirmation at the following convention, incoming District Presidents, Vice Presidents, Junior Directors, and Junior Membership Chairmen shall attend the GFWC-NC Fall Conference as nonvoting members.
10. It is the responsibility of the District President to inform her District that only clubwomen familiar with State and District leaders will be selected to represent the District on the State Nominating Committees.
11. At the end of each administration, the outgoing District Presidents and Junior Director shall be registered as the official delegates for their respective Districts to the State and GFWC conventions.

## **GFWC-NC Policies and Procedures**

12. Incoming District Presidents, Vice Presidents, Junior Directors, and Junior Membership Chairmen shall be confirmed during the annual GFWC-NC Convention in even years.

### **Executive Committee**

1. The first official GFWC-NC Executive Committee meeting of each administration shall be held during, or at the close of, the convention at which its members are installed.
2. In the event the State President is unable to represent the GFWC-NC at the meetings of the Districts, the State President-elect or Vice Presidents shall attend in her place. In the event any other officer is unable to fulfill her responsibilities during the meetings of the District, she shall notify the President who shall appoint another officer to perform the duties of that office for the meeting.
3. Each GFWC-NC Executive Committee must approve state projects of continuing scope as well as all new projects.
4. Correspondence of the State Executive Committee members sent to their counterparts shall be copied to the State President and Executive Director.
5. The GFWC-NC will give a tribute upon the death of the State President or State Past President. A tribute to any other clubwoman may be at the discretion of the Executive Committee.
6. The Nominating Committees for Officers and Community Service Program Chairmen shall have completed slates by August 1st of the odd year of the administration. The Chairman will send the slate to the State President, who will then notify the other members of the GFWC-NC Executive Committee. In addition, the Chairman of the Nominating Committee for Officers will send a letter to each of the clubs of each of the nominees notifying them of the nomination of their member. The Junior Nominating Committee shall have completed the slate by August 1st of the odd year of the administration. The Chairman will send the slate to the State Director of Junior Clubs, who will then notify the other members of the GFWC-NC Junior Officers and Executive Committee. In addition, the Chairman of the Nominating Committee for Junior Officers will send a letter to each of the clubs of each of the nominees notifying them of the nomination of their member.
7. At the end of an administration, the outgoing State President and Director of Juniors shall be the official representatives of GFWC-NC to the convention of the General Federation of Women's Club (GFWC) which closes that administration.

### **GFWC-NC Meetings**

1. The GFWC-NC Executive Committee along with the Executive Director shall be responsible for the program and setting the registration fee for all meetings.
2. The cost of one meal for Pages may be covered at Convention upon the discretion of the President and the Executive Director. The cost associated with GFWC-NC meetings for Pages will be determined by the Executive Director.
3. Clubs desiring to exhibit and/or sell items during any state meeting must have permission of the GFWC-NC Executive Committee and will prepay a nonrefundable \$50 rental fee. These will be considered as space allows, on a first-come, first-serve basis.

## **GFWC-NC Policies and Procedures**

4. Vendors desiring to exhibit and/or sell items during any state meeting must have permission of the GFWC-NC Executive Committee and will prepay a flat fee which includes a table and 2 chairs. Additional rentals (tables, chairs and/or electricity) will be at hotel cost. These will be considered as space allows, on a first-come first-serve basis.
5. No refunds will be made on State Meetings' registration. Refunds may be made on meals upon request, up to two weeks prior to meetings or as determined by the Executive Director.
6. Special guests of clubwomen attending individual meal functions are exempt from registration fees.
7. Any meeting registration received after the deadline will incur a late fee.
8. Registration fees are charged at all of the GFWC-NC's state meetings to cover costs involved with preparation and production of state meetings including costs associated at hotel, room rental, audio visual, etc. The Federation's goal is that each meeting be self-supporting. Each clubwoman will pay the registration fee for a GFWC-NC meeting even if she is involved only in a pre-meeting function. Pre-meeting functions are considered a part of the state meetings. Clubwomen may not share registration and meal fees. Members who are volunteering only for a few hours of service at registration or Materials for Sale DO NOT have to register, unless they attend a function.
9. Charters for new clubs will be presented at the next State Annual Convention following their formation. Copies of the club charters will be distributed as follows: one copy each to the Club, District, and GFWC-NC. Juniorette charters will be presented depending upon when the club attends, and whether it is Jamboree or Convention.
10. Honorary Life Memberships (HLMs) in GFWC-NC are presented at the State Annual Convention.

### **GFWC-NC**

1. Appointments may be scheduled with the GFWC-NC Executive Director for assistance needed.
2. In compliance with disclosure rules and on the advice of the Federation's auditors for nonprofit organizations, official records of the Federation must be made available to the public. These records must be viewed with GFWC-NC Staff however, official document copies or reproductions may not be taken from the GFWC-NC official records. Only Convention and Fall Conference minutes and audited financial reports are considered official documents.
3. State committees or groups are asked to notify the GFWC-NC Executive Director prior to sending notice of a meeting to attendees.
4. Federation equipment shall not be used for any purpose other than that of Federation business nor by any persons other than staff, officers of the Federation, or those approved by the President or the Executive Director.
5. Should a state officer or state leader require materials to be copied or mailed for a state meeting or distributed via the mail, the materials must be sent to GFWC-NC at least ten working days before the required date so that the requested assignment does not interfere with the normal operating schedule of the staff. The staff must be given specific instructions, which are to include exact number, date required, and method of return or distribution of the project.
6. GFWC-NC documents being prepared by someone other than GFWC-NC staff are considered the property of GFWC-NC. A copy of the document shall be sent or e-mailed to GFWC-NC address upon completion.

## **GFWC-NC Policies and Procedures**

7. The *GFWC-NC Administration Book* shall be for the use of members of the GFWC-NC and shall not be loaned or given to any individual or organization.
8. No GFWC-NC mailing lists are to be sent to any firm or individual without approval of the GFWC-NC Executive Committee. A fee may be assessed for the mailing list of club presidents for approved fundraising projects. Club President's information may be released to organizations that are GFWC-NC approved projects for the purpose of recognition by the organization of the local club's contributions.
9. Club presidents' addresses may be provided to Federation leaders at their request, but that does not include the complete club roster.
10. GFWC-NC will accept cash, checks, and credit cards issued by VISA and MasterCard, and PayPal as payment for Federation meeting expenses, donations and Materials for Sale, and fundraising.
11. No members of GFWC-NC shall make personal purchases through the State bookkeeping records.
12. The State Executive Director will consult with the outgoing State President and Director of Junior Clubs as to the purchase of appropriate pins. One shall be purchased each year of an administration for presentation at the close of the State Annual Convention in even years.

### **GFWC-NC Property**

1. Gifts intended for GFWC-NC are made through GFWC-NC Staff and accepted by the Executive Committee.
2. Disposal of any property from GFWC-NC is made through GFWC-NC Staff with approval by the Executive Committee and Board of Trustees. Disposal items with minimum value of \$100 will be advertised for sale by emailed or sealed bids. Bids will be opened and approved by the Board of Trustees.
3. No property belonging to the GFWC-NC may be used off premises unless approved by the President or the Executive Director.

### ***North Carolina Clubwoman Magazine***

1. All advertising in the *NC Clubwoman* magazine shall be of general interest to all clubwomen.
2. Following the death of a club member notification may be published free of charge in the Memoriam Section. Write-ups and photos are complimentary for past State Presidents and Director of Junior Clubs.

### **Website**

From time to time, requests to link to the GFWC-NC website are received from programs and other groups within the Federation as well as from other organizations. All such requests shall be submitted in writing to the GFWC-NC Executive Committee which will make a determination as to whether such a link is appropriate and can be established.

### **Juniors**

## GFWC-NC Policies and Procedures

1. Disbursement Policy: All purchases made on behalf of the Junior Section must be made in the name of GFWC-NC. The GFWC-NC will be responsible for handling Junior funds and expenses, maintaining any inventory, paying all sales tax, and handling the audit. Monies earned from the sale of any items purchased by the Junior Section for use for special projects will go into that designated account.
2. Reimbursement forms must be filled out by the person requesting payment within 30 days and approved by the State Director of Junior Clubs. Reimbursements may be made for miscellaneous items approved by the State Director of Junior Clubs and the Junior Officers and any of the following:
  - a) Memorials
  - b) Flowers
  - c) Convention related expenses
  - d) Postage
  - e) Director-elect of Junior Clubs' orientation expenses
3. Checks must be signed and issued from GFWC-NC. Upon request, financial statements will be made available to the State Director of Juniors.
4. The State Junior Special Project shall be selected by the Director-elect, and voted upon by the incoming Junior Officers and Executive Committee for approval.

### Juniorettes

1. All purchases made on behalf of the Juniette Section must be made in the name of GFWC-NC. GFWC-NC will be responsible for handling all Juniette funds and expenses, maintaining any inventory, paying sales tax, and handling the audit. Monies earned from the sale of any items purchased by the Juniette Section for use for special projects will go into that designated account.
2. Reimbursement forms must be filled out by the person requesting payment within 30 days and approved by the State Juniette Advisory Chairman. Only budgeted amounts will be reimbursed.
3. Checks must be signed and issued from GFWC-NC. Upon request, financial statements will be made available to the State Director of Junior Clubs.
4. Registration fees for Juniettes attending GFWC-NC state meetings shall be as determined in the Juniette Bylaws.
5. Each year the Juniette Committee Chairman will supply to GFWC-NC:
  - a) Post-Jamboree, updates for the *Juniette Handbook* and an annual history.
  - b) Post-Jamboree, a list of new Juniette Officers and Program Chairmen and write-up covering Jamboree.
  - c) Review the Juniette Budget, as completed by the GFWC-NC Finance Committee.
  - d) Post-reporting, a compiled report of Juniette activities for inclusion in the State and GFWC reports.
6. Any monies raised by the Juniette Jamboree hostess club for fundraising shall be used to defray Jamboree expenses. Remaining funds shall be deposited in the Juniette Savings Account



## GFWC-NC Policies and Procedures

7. All Juniorette clubs should have their club funds handled through their school (if organized under the auspices of a school) or through their sponsoring GFWC-NC club. This creates a constant connection and alleviates the problem with minors. All transactions should be handled through a voucher request form via the Advisor. The account administrator can handle this either as a major project or a separate checking account and provide monthly ledger sheets to the Juniorette Club.
8. Juniorette Club communication through internet-based sites such as, but not limited to, social media platforms (such as a site linked with the specific name of a Juniorette club) should be closely monitored. Minimum guidelines or suggested use for such club sites and communication are as follows:
  - a. Site should be set as “private”
  - b. Sites should allow access to only Juniorette members and their advisors
  - c. Site content should be regularly monitored by the Club Juniorette Advisor, who must also have the password to modify content.

# **GFWC-NC Policies and Procedures**

## **Corporate Champions for Women & Children Addendum**

In 2016-2017 GFWC-NC began taking steps towards a new recognition through an annual event that will acknowledge companies that are distinguishing themselves through their support and assistance to women and children across our great state. Whether they have developed market-leading family friendly policies, provided leadership development for women, donated resources, or coordinated volunteer efforts, many companies are making a positive difference for women and children in North Carolina. There has not been enough recognition of these outstanding efforts and as a result, the GFWC-NC will host a Corporate Champions for Women and Children Awards dinner each fall. Corporations will be selected to be honored each year based on size, impact, and support and resources dedicated to improve the lives of women and children in our state, with those honored to include those that have made significant contributions to our state. The Inaugural Event will be held October 5, 2017 in Charlotte.

1. GFWC-NC President, in consultation with the committee chairman, may appoint additional committee members to assist in focusing on specific needs of the committee related to hotel, advertising & publicity, logo and award development, as well as additional areas.
2. Members of the GFWC-NC Executive Committee may serve as additional members of the committee.
3. Oversight of financial obligations of the Corporate Champions for Women & Children Event (CCWC) is handled through the GFWC-NC Board of Trustees, GFWC-NC President & GFWC-NC Executive Committee.
4. The Chairman of the CCWC Committee keeps detailed notes (paper, electronically, etc.) for assistance with transition to committee members and the chairman that may follow in the next GFWC-NC Administration.
5. GFWC-NC President is kept in close communication with the committee Chairman as winners are researched, chosen, and selected; solicitation of donations to support and for attendees; hotel contacts (which are coordinated through GFWC-NC Staff); and other areas that pertain to the CCWC Event.
6. The CCWC Event will be one event held each year, with the option of changing locations after further consultation with the committee and Executive Committee.
7. The GFWC-NC Executive Committee will make recommendations to the GFWC-NC Board of Trustees concerning transfers from the Corporate Champion for Women & Children (CCWC) [WOA\*] account to the GFWC-NC operating account. These financial transfers will target women's and children's issues and may include, but are not limited to, leadership development, scholarships, literacy, tutoring, and other applicable areas.
8. Corporations honored are not required to participate in the Partnership/Investment Levels.

## GFWC-NC Policies and Procedures

9. The event shall be self-sustaining each year, with all expenses and costs for the event channeled and maintained through the CCWC Account. No other GFWC-NC funds are utilized to support the event.
10. Partnership/Investment Levels will remain consistent with those established in 2017 until cost needs of the event delineate a need for a recommendation of a change:
  - a. Signature \$10,000
  - b. Platinum \$7,500
  - c. Gold \$5,000
  - d. Silver \$2,500
  - e. Patron \$1,000
  - f. Individual Ticket \$150

\*WOA Account was changed on 06/19/17 through First Citizens Bank to the CCWC Account.

***CCWC Draft: 04/22/17***

***Revised by GFWC-NC Trustees: 05/23/17, 06/07/17, 11/17/17***