



BYLAWS

SEDALIA BUSINESS WOMEN OF MISSOURI SEDALIA, MISSOURI

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SEDALIA BUSINESS WOMEN OF MISSOURI BYLAWS

ARTICLE I: NAME

The name of this organization shall be the Sedalia Business Women of Missouri, hereinafter referred to as Sedalia BWM, an affiliate of the Business Women of Missouri, a state organization.

ARTICLE II: MISSION

The mission of Sedalia BWM shall be:

To achieve equity for all women in the workplace through advocacy, education and information.

To elevate the standards for women wherever they may be employed.

To promote the interests of working women and to bring about a spirit of cooperation among all working women of Missouri.

To extend opportunities to working women through education, information and fellowship.

ARTICLE III: POLICIES

SECTION 1. The Sedalia BWM shall be nonsectarian, nonpartisan, and non-profit.

SECTION 2. The missions and objectives of Sedalia BWM shall in every case be the mission and objectives of Business Women of Missouri.

ARTICLE IV: MEMBERSHIP

SECTION 1. Membership shall be held by individuals who support the mission and objectives of the Sedalia BWM.

Membership categories shall be:

(a) Member

Membership shall be open to all individuals.

(b) Student Member

1. Individuals enrolled in a college or university or any other accredited educational institution above the high school level
2. Individuals enrolled in high school, under the guidance of a sponsoring local club.

SECTION 2. A Member in good standing may request transfer from one local club to another. A local club may not refuse to accept the transfer of a member in good standing.

SECTION 3. To be in good standing a member's dues must be current.

ARTICLE V: DUES

SECTION 1. Dues are payable upon acceptance to membership and renewable annually on the anniversary of membership.

SECTION 2. Dues for members shall be:

(a) Member Affiliated with a Local Club

Annual dues for each member affiliated with a local club shall include state dues as specified in the current BWM bylaws. (See Dues Appendix for current amount.) State dues shall include an allocation of twenty-five cents (\$.25) to the State Foundation and a subscription to the *Missouri Business Woman*.

(b) Student Member Affiliated with a Local Club

Annual dues for each student member affiliated with a local club shall include state dues as specified in the current BWM bylaws. (See Dues Appendix for current amount.) State dues shall include an allocation of twenty-five cents (\$.25) to the State Foundation and a subscription to the *Missouri Business Woman*.

ARTICLE VI: FISCAL YEAR

The fiscal year shall commence on the first day of May and end on the thirtieth day of April.

ARTICLE VII: OFFICERS

SECTION 1. The officers of Sedalia BWM shall be a president, president elect, first vice president, second vice president, secretary and treasurer.

SECTION 2. A term of office shall be one year.

SECTION 3. Officers shall assume their duties immediately following the May meeting and shall serve for one year or until their successors are fully elected.

SECTION 4. Vacancies In Office

(a) Vacancies in office, except the offices of president and president elect, may be filled by the remaining members of the board of directors voting thereon by ballot.

(b) A vacancy in the office of the president elect shall remain unfilled, and a special election for president shall be held at the next annual meeting.

(c) In the event of resignation or death of the president, the first vice president shall become president for the unexpired portion of the term.

(d) The president elect shall serve as an assistant to the president as needed and shall assume the duties of the president in the absence or inability of that officer to serve through November 30. After November 30, the vice president shall serve as an assistant and assume the duties of the president in the absence or inability of that officer to serve through November 30.

(e) When the president's illness or absence is of a prolonged nature for six consecutive months, the board of directors may have the power to declare a vacancy in the office of president depending on their investigation and due consideration of existing circumstances. If the board of directors declares a vacancy in the office of president, which must be done by ballot, the first vice president will assume the office of president for the remaining term.

ARTICLE VIII: ELECTIONS

SECTION 1. A president, president elect, a first vice president, a second vice president, a secretary and a treasurer shall be elected at each annual meeting.

To be eligible for office, a candidate must

- (a) Be in good standing, and
- (b) Officially and publicly support the state legislation platform.

ARTICLE IX: DUTIES OF OFFICERS

SECTION 1. The president shall be the principal officer of the local organization and shall: preside at all meetings of the local organization, the board of directors, and shall be an ex-officio member of all committees except the nominating committee.

- (a) Appoint standing committee chairs and special committees and may appoint a parliamentarian;
- (b) Make individual appointments as deemed necessary.
- (c) Insure that a coordinated program, including projects and activities, shall be developed for the ensuing year in accordance with the objectives of the Sedalia BWM.

SECTION 2. The president elect shall:

- (a) Serve as an assistant to the president as needed and shall assume the duties of the president in the absence or inability of that officer to serve through November 30 [ARTICLE VII, Section 4 (d)].
- (b) Serve as chair of the Finance Committee.
- (c) Serve in such other capacities as assigned by the president.

SECTION 3. The first vice president shall:

- (a) After November 30 serve as an assistant to the president and shall assume the duties of the president or president elect in the absence or inability of that officer to serve. In the event of resignation or death of the president or president elect, shall become president or president elect for the unexpired portion of the term [ARTICLE VII, Section 4 (d)].
- (b) Serve as Chair of the Issues Management Committee.
- (c) Serve in any other capacity as assigned by the president.

SECTION 4. The second vice president shall:

- (a) Perform the duties of the president in the absence of both the president and the first vice president.
- (b) Serve in such capacities as assigned by the president.
- (c) Serve as chairman of the Membership committee.

SECTION 5. The secretary shall record the minutes of Sedalia BWM, and report on these at each meeting.

SECTION 6. The treasurer shall be responsible for all monies of the Sedalia BWM and shall report on the financial standing at each board meeting.

SECTION 7. Each officer shall deliver to the successor immediately after retiring from office, all accounts, records, books, papers, and other properties belonging to Sedalia BWM.

ARTICLE X: STANDING COMMITTEES

SECTION 1. The standing committees may be finance, foundation, issues management, legislation, membership, public relations, telephone, career advancement, special projects, socials, installation, generations taking charge and individual growth program.

SECTION 2. Committee chairs and members shall be appointed for a term of one year and may be reappointed.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules of parliamentary procedure comprised in the current edition of *Robert's Rules of Order, Newly Revised* shall govern all proceedings of Sedalia BWM, subject to such special rules as have been or may be adopted.

ARTICLE XII: AMENDMENTS

SECTION 1. These bylaws may be amended by a two-thirds vote.

SECTION 2. When an amendment to the state bylaws which affects local club bylaws is adopted, each local club shall automatically amend its bylaws to conform.

ARTICLE XIII: DISSOLUTION

Upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to a state federation, a region, a local club, the National Foundation, or a state federation foundation which has qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code and state tax regulations. None of the assets will be distributed to any member, officer or trustee of this organization.

APPENDIX – DUES

DUES TABLE

MONTH JOINING	<u>MEMBER OF LOCAL (MOL)</u>				<u>STUDENT MEMBER</u>			
	Total	State	Local	Initiation	Total	State	Local	Initiation
May	\$52.00	\$35.00	\$12.00	\$5.00	\$20.00	\$20.00	\$ -	\$ -
June	49.00	33.00	11.00	5.00	19.25	19.25	-	-
July	45.00	30.00	10.00	5.00	17.50	17.50	-	-
August	41.00	27.00	9.00	5.00	15.75	15.75	-	-
September	37.00	24.00	8.00	5.00	14.00	14.00	-	-
October	33.00	21.00	7.00	5.00	12.25	12.25	-	-
November	29.00	18.00	6.00	5.00	10.50	10.50	-	-
December	25.00	15.00	5.00	5.00	8.75	8.75	-	-
January	21.00	12.00	4.00	5.00	7.00	7.00	-	-
February	17.00	9.00	3.00	5.00	5.25	5.25	-	-
March	13.00	6.00	2.00	5.00	3.50	3.50	-	-
April	9.00	3.00	1.00	5.00	1.75	1.75	-	-

NOTE: The above table may be used as a guide to prorate dues during the transition period of May 2011 thru April 2012 so all member's dues are payable in May effective May 2012. For current MOL the initiation fee isn't applicable.

State dues are transmitted by the local to the State office at
 Business Women of Missouri
 PO Box 28243
 Kansas City, MO 64188

The State office has developed a form to transmit member information to insure the correct member is credited with payment, and provides the State current contact information to update their files.

POLICY ITEMS
Sedalia Business Women Of Missouri
Sedalia, Missouri

OBJECTIVES

The objectives of this local organization shall be:

- ◆ To elevate the standards for women in business and in their professions;
- ◆ To promote the interest of business and professional women;
- ◆ To bring about a spirit of cooperation among business and professional women of the United States; and
- ◆ To extend opportunities to business and professional women through education along lines of industrial, scientific and vocational activities.

MEETINGS:

1. Regular meetings shall be held monthly on the first Thursday of the month. The time of the meeting may be changed by a two-thirds vote of the members present at the previous meeting, except in an emergency, when the Executive Committee, by a two-thirds vote, may change the meeting.
2. The regular April meeting of each year shall be designated the annual meeting, at which time reports summarizing the year's activities shall be given.
3. Special meetings may be called by the president, or by any five (5) members, provided all members are notified in writing of the time, place and purpose of such meeting. No matters of business shall be considered at special meeting except that stated in the call to the meeting.
4. One- fourth of the members of this local organization shall constitute a quorum at any meeting.
5. No member shall have more than one vote, and no voting by proxy shall be allowed.

BOARD OF DIRECTORS:

1. The elected local club officers, immediate past president, standing committee chairmen and special committee appointments made by the president shall constitute the voting members of the board of directors.
2. The board of directors shall:
 - (a) Supervise the affairs of the local club;
 - (b) Make recommendations for the local club's growth and prosperity;
 - (c) Make recommendations to the local club regarding proposed amendments to the bylaws;
 - (d) Transact any business between meetings of the local club and report thereon at the next meeting of the local club;
 - (e) Report at the annual meeting the business transacted by the board of Directors during the local club year; and
 - (f) Approve all policy items.
3. The board of directors shall hold a minimum of four meetings during the year.
4. Special meetings of the board of directors may be called by the president or by a majority of the board members provided two are elected officers.
5. At the request of the President, a vote of the executive committee may be taken by mail, facsimile (fax) or email. Such vote shall have the force and effect of a vote taken at face-to-face meetings. The secretary's records shall contain an accurate record of all such votes.
6. Ten percent (10%) of the Sedalia BWM as of April 30th shall constitute a quorum of the board of directors.
7. No member shall have more than one vote, and no voting by proxy shall be allowed.

EXECUTIVE COMMITTEE:

1. The elected officers and director of the local club shall constitute the executive committee.
2. The executive committee shall have authority to act for the board of directors between meetings of the board and shall report thereon at the next meeting of the board.
3. The executive committee shall meet on call by the president, or by any three members of the committee, for consideration of special matters between regular meetings of the local club and the board of directors.
4. Standing and special committee appointments made by the president shall be subject to the approval of the executive committee.
5. At the request of the President, a vote of the executive committee may be taken by mail, facsimile (fax) or email. Such vote shall have the force and effect of a vote taken at face-to-face meetings. The secretary's records shall contain an accurate record of all such votes.

6. A majority of the voting members shall constitute a quorum for a meeting of the executive committee.
7. No member shall have more than one vote, and no voting by proxy shall be allowed.

STANDING COMMITTEES:

1. The standing committees of the local club shall be finance, foundation, issues management, legislation, membership, public relations, telephone, career advancement, special projects, socials, installation, generations taking charge and individual growth.
2. To be eligible to serve as a chair or as a member of a standing committee, a member or student must:
 - (a) be in good standing and
 - (b) officially and publicly support the state legislative platform.
3. Committee chairs and members shall be appointed for a term of one year and may be re-appointed.
4. The finance committee shall be composed of a chair and a minimum of two members. It shall be the duty of the finance committee to prepare an annual budget for the local club, to have general supervision of all expenditures, and to assist the local club in developing a sound financial policy. The finance chair shall be a member ex-officio, without vote, of all committees that disburse money.
5. The foundation committee shall be composed of a chair and a minimum of two members. The foundation chair and committee shall promote interest in, and support of, the Missouri Business Women's Foundation.
6. The issues management committee shall be composed of a chair and all standing committee chairs. It shall be the duty of this committee to plan and implement a well-coordinated annual program based on state organization objectives. The committee shall meet immediately after appointment to consider the annual program suggested by the state organization and develop a program, which shall involve all areas of local club activities. The issues management chair shall present the annual program to the board of directors for approval.
7. The legislation committee shall be composed of a chair and a minimum of two members. It shall be the duty of the legislation committee to carry out the legislative programs adopted by the state organization. The committee shall provide, or arrange for, information regarding local legislative issues in order that the membership may be better informed concerning such issues.
8. The membership committee shall be composed of a chair and a minimum of two members. It shall be the duty of the membership committee to promote, expand, stabilize and orient the membership.
9. The public relations committee shall be composed of a chair and a minimum of two members. It shall be the duty of the public relations committee to present state and local programs and activities through available news media.

10. It shall be the duty of the telephone chair and committee to call for reservations for all meetings and special functions of the local club.
11. It shall be the duty of the Career Advancement Committee to maintain, in accordance with local club policy, the
 - (a) Career Advancement Fund;
 - (b) Harriett B Shaw Career Advancement Fund;
 - (c) Vivian E Warren Endowment Fund; and
 - (d) Marjorie Garansson Career Fund.
12. It shall be the duty of the special projects chair and committee to plan and arrange moneymaking, civic and other projects for the local club, at the discretion of the president and board of directors.
13. It shall be the duty of the social chair and committee to plan and arrange social events
14. It shall be the duty of the installation chair and committee to coordinate the installation of new officers and make necessary arrangements for the evening of installation.
15. The generations taking charge/individual growth committee shall be composed of a chair and a minimum of two members. It shall be the duty of this committee to:
 - (a) encourage recruitment of young people into membership;
 - (b) organize and coordinate the generations taking charge program;
 - (c) promote activities that involve the participation of young people; and
 - (d) encourage personal development within the membership, and organize and coordinate the individual growth program.

This committee shall be responsible for handling all arrangements and chaperoning the local club's generations taking charge and individual growth participants at any meeting and/or conference that they may attend.

OTHER APPOINTMENTS:

1. The president shall appoint a bulletin editor, by-laws chair, chaplain, custodian, historian, hospitality chair.
2. It shall be the duty of the bulletin editor to edit the bimonthly local club's publication through which all members are informed of the activities of the club.
3. It shall be the duty of the bylaws chair to review the local bylaws to keep in compliance with Business Women of Missouri and follow procedures in accordance with Article XII Amendments of these bylaws.
4. It shall be the duty of the chaplain to render such services as would ordinarily be rendered by such designation.
5. It shall be the duty of the custodian to have control and supervision of all local club property and to keep a permanent itemized record of such property.
6. It shall be the duty of the historian to keep a record of all facts relating to the history of the local club and to preserve a copy of all printed matter concerning the local club and its work and achievements in the form of a scrapbook.

7. It shall be the duty of the hospitality chair to welcome visitors and new members and to extend courtesies to ill and/or bereaved members.

STATE CONFERENCE:

*Local organization (LO) members are required to attend all business sessions.

*Local organization pays registration for:

Any LO members.

Any LO member serving as a state officers.

Any LO member who is a past state president. (Except items paid by state organization)

DONATIONS OR CONTRIBUTIONS:

All requests shall be presented to the Board of Directors for its recommended action.

Any funds available at the end of the fiscal year from Special Projects shall be used in a manner approved by the club, voting at a regular meeting.

SOCIALS:

The regular December meeting each year shall be a Christmas social for members and guests as planned by the Socials Committee.

HOSPITALITY:

Flowers or memorials are to be sent upon death of immediate family -- spouse, parent, or child and, of course, upon death of a member of this organization.

BOARD GIFT TO PRESIDENT:

The president-elect is responsible for acquiring the board's gift for the retiring president.

PROTOCOL:

Head table seating (when applicable):

Center - Presiding officer (LO president or chair for the evening)

Her immediate right - Guest speaker

Her immediate left - LO president, if not presiding

Guest in order of precedence –

State officers

Past state presidents

State chairmen

Regional directors

Past regional directors

LO officers

Past LO presidents

LO chairmen

Seat in order of rank, starting to the right of the guest speaker, to the left of the presiding officer, and working toward the end of the table alternately to the right and left. If there are local civic officials, set them between visitors other than local organization members.

All should be notified of time, place, and mode of attire.

State officer visit:

If service visit, state pays transportation.

LO is responsible for meals, lodging, money, corsage, and/or gift.

LO is responsible for meal and lodging for officer's traveling companion.

Officer should be notified of time, place, and mode of attire.

Refer to BWM Action Manual, Missouri Manual and other reference material for additional information.

CAREER ADVANCEMENT:

1. It shall be the duty of the Career Advance Committee to maintain self-perpetuating funds in an interest-bearing account with interest used for the purpose of further education or training in order to improve opportunities for advancement or entering a new career.
 - (a) Certificates of deposit or other interest-bearing investments shall be maintained at the discretion of the board of directors.
 - (b) The BPW/Harriett B. Shaw Scholarship core fund shall consist of \$2,500.
 - (c) The Vivian E. Warren Endowment core fund shall consist of \$2,500. All provisions of Vivian E. Warren's bequest shall be adhered to.
 - (d) The Marjorie Garannson Career Fund shall consist of a core fund of \$3,100
 - (e) A savings account or certificate of deposit shall be maintained for all excess funds not already invested.
2. Scholarships will be given annually, funded by accounts listed in item
3. Career Advancement scholarship applications will be completed and processed through State Fair Community College, and/or the Career Advancement Committee.
4. Scholarships will be awarded on a "financial needs" basis and upon review by the selection committee.
5. A pass-through arrangement has been established with State Fair Community College to assist the local organization in securing and processing applications and all accompanying paper work responsibilities. The Sedalia BWM Organization will control the funds for the scholarships.
6. The Scholarship Selection Committee will consist of at least three members of the current career advancement committee members.

RECORD RETENTION SCHEDULE

Retain indefinitely:

- Audit reports and financial statements
- Canceled checks for taxes, capital purchases and important contracts
- Endowment fund records
- Contracts and leases in force
- Corporation charter, minute books and bylaws
- Correspondence on legal and tax matters
- Deeds, mortgages, easements, and other property records
- General ledger and journals
- Insurance records
- Tax returns and work papers related to Form 990-N

Retain 7 years:

- Other canceled checks and bank statements
- Vouchers and paid bills for payments
- Expense reports Invoices and other sales records
- Deposit slips

Retain 3 years:

- Bank reconciliations

Retain 2 years:

- General correspondence
- Member information forms
- Scholarship/Career Advancement applications
- Guest books