

New York State Women, Inc.
Buffalo Niagara Chapter
Bylaws
Revision Date 03-04-15

ARTICLE I IDENTITY

SECTION 1: The name of this organization shall be New York State Women, Inc., Buffalo Niagara Chapter (hereinafter referred to as BNC).

SECTION 2: The logo of BNC is:



ARTICLE II MISSION

The mission of BNC shall be to build powerful women personally, professionally and politically.

ARTICLE III POLICIES

SECTION 1: BNC shall be nonsectarian, nonpartisan and nonprofit.

SECTION 2: The mission and objectives of BNC shall in every case be the mission and objectives of New York State Women, Inc.

SECTION 3: The policies and procedures of BNC shall in every case also be the policies and procedures of New York State Women, Inc.

ARTICLE IV MEMBERSHIP

SECTION 1: Membership shall be open to all individuals who support the mission and objectives of NYSW, Inc. Membership categories shall be:

- (a) Active Member: A Member whose local, region and State dues are current.
- (b) Student Member: A Member who is enrolled in college or university, or any other accredited educational institution above the high school level, and whose local, region and State dues are current.

SECTION 2: A member in good standing may request transfer from one chapter to another.

SECTION 3: A chapter may not refuse to accept the transfer of a member in good standing.

ARTICLE V CHAPTER REQUIREMENTS

SECTION 1 BNC, to remain in good standing with New York State Women, Inc:

- (a) Shall maintain a membership of at least five (5) active members;
- (b) Shall insure that the chapter bylaws are current and not in conflict with state bylaws and policies.

SECTION 2: Should membership fall below five (5) active members, this chapter shall be dropped from the state organization at the end of the second fiscal year.

ARTICLE VI DUES

SECTION 1: Dues are payable upon acceptance to membership and renewable annually.

SECTION 2: Dues for members shall be:

(a) Member affiliated with a local chapter:

Annual dues for each member affiliated with a local chapter shall include state, region, and local dues. State dues shall include a subscription to the official state publication.

(b) Student member affiliated with a local chapter:

Annual dues for each student member affiliated with a local chapter shall include state, region, and local dues. State dues shall include a subscription to the official state publication.

SECTION 3: A Member is in good standing only when chapter, region and State dues are paid in full. BNC dues are set by the membership and published in the membership materials and on the BNC website.

ARTICLE VII FISCAL RESPONSIBILITY

SECTION 1: The fiscal year shall commence on the 1st day of July and shall end on the 30th day of June.

SECTION 2: An Audit Committee of 3 members shall be elected at the annual meeting. The committee shall audit the treasurer's records by July 15th and shall report to BNC at the next regular meeting.

ARTICLE VIII OFFICERS

SECTION 1: The officers shall be a president, president-elect, secretary and treasurer.

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

SECTION 3: Officers are elected at the annual meeting in May and shall assume their duties immediately following their installation at the June meeting and shall serve for one year or until their successors are duly elected and installed. The treasurer shall assume her duties on July 1st of each year.

ARTICLE IX NOMINATIONS AND ELECTIONS

SECTION 1: Officers shall be elected by ballot at the chapter's annual meeting in May.

SECTION 2: Only individuals who are active members in good standing or student members in good standing and who openly and publicly support the state organization legislative platform shall be eligible for office.

SECTION 3: At a business meeting preceding the annual meeting, a nominating committee of at least two (2) members shall be elected. The immediate past chapter president shall serve as chair of the committee. The nominating committee shall present a slate of one or more nominees for each office to the membership at least one month prior to the annual meeting. Nominations may also be made from the floor at the meeting one month prior to the annual meeting. Thereafter nominations shall be closed.

SECTION 4: Vacancies in office shall be handled as follows:

- (a) In the event of death, resignation, or incapacity of the President, the President-Elect shall become president for the un-expired term.
- (b) Vacancies in offices other than president shall be filled for the unexpired term by the executive committee.

SECTION 5: A plurality of all votes cast for a given office shall constitute an election.

ARTICLE X DUTIES OF OFFICERS

SECTION 1: The President shall be the principal officer of the chapter and shall:

- (a) Preside at all meetings of the chapter, the board of directors, and the executive committee;
- (b) Appoint standing and special committee chairs (and committees) with the approval of the executive committee and may also appoint a parliamentarian (and other special appointments, i.e. legal advisor);
- (c) Serve as ex-officio member of all committees except the nomination committee;

- (d) Bring to the attention of the chapter all pertinent information from the state organization;
- (e) Authorize all expenditures in accordance with financial policies of the chapter; and
- (f) Be responsible for sending to the State and region:
 - (i) The names and addresses of all officers and chairs immediately following their election or appointment; and
 - (ii) An immediate report of all changes affecting the above items.

SECTION 2: The President-Elect shall:

- (a) Perform the duties of the president in the absence of the President;
- (b) Perform such other duties as determined by the President;
- (c) Become president for the un-expired term in case of death, resignation, or incapacity of the president;
- (d) Chair the program committee.

SECTION 3: The secretary shall:

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

SECTION 4: The treasurer shall:

- (a) Have charge of all monies of the chapter and report thereon at all meetings;
- (b) Collect all monies coming into the chapter from all sources and give a proper receipt therefore;
- (c) Pay all bills according to the current budget and bylaws;
- (d) Keep an itemized record, in a permanent file, of all receipts and expenditures;
- (e) Promptly forward all monies payable to the state and region for members' dues;
- (f) Serve as ex-officio member of the finance committee and be bonded at the expense of the chapter; and
- (g) Deliver to the successor by July 15th, all books, records, and papers, requesting receipt therefore.

SECTION 5: Each officer, except for the treasurer, shall deliver to the successor immediately after retiring from office, all accounts, records, books, papers, and other property belonging to the chapter.

ARTICLE XI MEETINGS

SECTION 1: Regular meetings shall be held monthly or as determined by the members.

SECTION 2: The May meeting each year shall be designated the annual meeting, at which time elections shall be held, the budget shall be voted on, and reports summarizing the year's activities shall be given.

SECTION 3: Special meetings may be called by the president or any members, provided all members are notified in writing or electronic mail of time, place and purpose of such meeting.

SECTION 4: One quarter ($\frac{1}{4}$) of the members of BNC shall constitute a quorum.

SECTION 5: No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XII BOARD OF DIRECTORS

SECTION 1: The elected officers and standing committee chairs shall constitute a board of directors.

SECTION 2: The board shall:

- a) Supervise the affairs of the chapter;
- b) Make recommendations for the chapter's growth and prosperity;
- c) Make recommendations to the chapter regarding proposed amendments to the bylaws;
- d) Transact any business between meetings of the chapter and report thereon at the next business meeting of the chapter; and
- e) Report at the annual meeting the business transacted by the board of directors during the chapter's year.

SECTION 3: The board of directors shall hold a minimum of four meetings during the year, dates to be determined by the board.

SECTION 4: Special meetings of the board may be called by the president or by one-third of the board members, provided two are elected officers.

SECTION 5: A majority of the voting members of the board shall constitute a quorum.

SECTION 6: No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIII EXECUTIVE COMMITTEE

SECTION 1: The elected officers of the local chapter shall constitute the executive committee.

SECTION 2: The executive committee shall have authority to act between meetings of the board and shall report thereon at the next meeting of the board.

SECTION 3: The executive committee shall meet on call by the president, or by any two members of the committee, for the consideration of special matters between regular meetings of the chapter and its board of directors.

SECTION 4: Standing and special committee appointments made by the president shall be subject to approval of the executive committee.

SECTION 5: A majority of voting members shall constitute a quorum for meeting of the executive committee.

SECTION 6: No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIV STANDING COMMITTEES

SECTION 1: The standing committees of the local chapter shall be finance, bylaws, personal/professional development, advocacy, membership and communications.

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

- (a) Be in good standing and
- (b) Openly and publicly support the state organization's legislative platform.

SECTION 3: Committee chairs and members of committees shall be appointed by the President for a term of one year and may be reappointed.

SECTION 4: The finance committee shall be composed of a chair and interested members. It shall be the duty of the finance committee to prepare and present at the annual meeting an annual budget for the chapter, to have general supervision of all expenditures, and to assist the chapter in developing a sound financial policy. The finance chair shall be a member ex-officio, without vote, of all committees which disburse money.

SECTION 5: The bylaws committee shall be composed of a chair and interested members. It shall be the duty of the bylaws committee to consider changes to chapter bylaws proposed by any standing committee, the

board of directors or the executive committee and to prepare such as seems reasonable and practical for presentation to the board of directors and membership

SECTION 6: The personal/professional development committee shall be composed of a chair and interested members to develop, coordinate and promote the chapter's participation in the State Personal/Professional Development programs.

SECTION 7: The advocacy committee shall be composed of a chair and interested members of the committee. It shall be the duty of the public policy committee to coordinate and support programs and projects that advance state legislative and advocacy efforts and to study local public policy needs and make appropriate recommendations for action to the chapter membership.

SECTION 8: The membership committee shall be composed of a chair and interested members who shall promote, expand, stabilize and orient the membership.

SECTION 9: The communications committee shall be composed of a chair and interested members. It shall be the duty of the communication committee to:

- (a) Interpret and further NYSW, Inc. and chapter programs through print and electronic media.
- (b) Direct press, radio, television, and electronic services of chapter activities.

ARTICLE XV REPRESENTATION

Any member is eligible to vote at the annual conference of New York State Women, Inc. providing such member has paid the registration fee and is a member in good standing.

ARTICLE XVI PARLIAMENTARY PROCEDURE

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

ARTICLE XVII AMENDMENTS

SECTION 1: Amendments to these bylaws may be proposed by the board of directors, the executive committee or the bylaws committee.

SECTION 2: All proposed amendments shall be sent in writing or electronic mail to every member at least ten (10) days before they are to be voted upon.

SECTION 3: All proposed amendments shall be presented to the board of directors prior to presentation to the BNC members.

SECTION 4: These bylaws may be amended by a two-thirds vote of the members present and voting at any regular meeting.

SECTION 5: The final adoption by BNC of amendments to or revisions of these bylaws shall be contingent upon the approval of the state executive committee.

SECTION 6: When an amendment is adopted to the state bylaws that affect local chapter bylaws, each local chapter shall automatically amend its bylaws to conform. Any conflict shall be resolved in accordance with New York State Women, Inc. policy and procedure.

ARTICLE XVIII DISSOLUTION

Upon dissolution of this chapter all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this local chapter.