



## COUNTY WOMEN'S NETWORK

### STANDING BYLAWS

#### ARTICLE I – NAME

Section A The name of the organization is COUNTY WOMEN'S NETWORK, hereinafter referred to as CWN.

Section B CWN shall be a not-for-profit organization for women.

#### ARTICLE II – OBJECTIVES

Section A The objectives of CWN are to:

1. Foster personal, as well as professional growth and development, and promotion of women, by using the CWN's assets and resources for the benefit of the members.
2. Share knowledge and expertise by creating a networking, mentoring and sponsoring environment.
3. Increase visibility of women in the workforce, promote awareness and equality in the workplace, and recognize the accomplishments of its members.
4. Provide opportunities to meet and exchange ideas and information, and to expand members' knowledge of governmental procedures and functions.

#### ARTICLE III – MEMBERSHIP AND DUES

Section A There shall be two (2) types of membership: Regular and Honorary.

1. Regular membership shall be open to all: County employees, employees of offices governed by the Board of Supervisors; SANBAG now the San Bernardino County Transportation Authority (SBCTA), Local Agency Formation Commission for San Bernardino County (LAFCO), and Superintendent of Public Schools, and employees of the Superior Court of San Bernardino County, regardless of classification or length of employment; and to everyone supporting the CWN's objectives.
2. Honorary membership may be bestowed annually upon an individual recognized and voted in by the majority of the CWN Board of Directors. Director of Membership will process all requests for Honorary Memberships. An Honorary Member shall not pay dues.

Section B The CWN annual dollar amount of dues shall be recommended by the CWN Board and subject to change by a majority approval of the CWN Board. Dues shall be assessed on an annual basis. Dues for Membership: \$35.00 per calendar year and may be subject to change.

Section C Membership shall be for the calendar year in which it was purchased and shall continue through December 31 and as long as the member remains in good standing, which is defined as current on dues and no debts or obligations owed to CWN and remain in support of CWN's goals and objectives.

Section D To serve the need of the members countywide; meetings may be established in the West Valley and Desert Regions.



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#### ARTICLE IV – BOARD OF DIRECTORS

Section A The Board of Directors shall consist of eight (8) duly elected or appointed members and the Immediate Past President, known as “President Emerita”. The term of office for the Board of Directors shall be two (2) years.

**All members of the Board of Directors shall attend all Board and CWN General Meetings.**

Section B The eight (8) elected or appointed officers are:

President	Director of Programs
Vice President	Director of Membership
Treasurer	Director of Publicity
Secretary	Director of Special Projects

Section C The President shall call meetings of the Board to transact the business of CWN. Any Board member may request that the President call a meeting. Each Board member shall receive notice of Board meetings at least three (3) business days in advance, either verbally or in writing. Board members shall attend all Board meetings, unless excused, by the President. No business of CWN shall be transacted unless a majority of the Board is present.

Section D The duties of the officers shall be as listed in the Standing Rules. The Board may be assigned additional tasks if a vacancy occurs on the Board not specifically outlined in the Standing Rules.

Section E The Past President shall be available as an advisor to the Board of Directors.

Section F An elected office shall be declared vacant by the President if an officer fails without cause to attend three (3) consecutive Board meetings, resigns the office, or is separated from the County.

Section G If a vacancy occurs on the Board of Directors, the President shall make an appointment to the vacated position upon recommendation and with the approval of a majority of the Board of Directors.

#### ARTICLE V – COMMITTEES

Section A The Board may also establish additional committees as needed.

1. There shall be a standing Election Committee.
2. Each elected or appointed officer may establish a committee.
3. The elected or appointed officer will serve as the Chair of the respective committee.

Section B Each committee shall consist of a minimum of three (3) members appointed by the Chair.

Section C The Chairs of the committee shall report to the Vice President and present progress reports of ongoing committee activities at the Board meetings. All project-type committee activities shall be presented to the Board of Directors for approval prior to implementation. Projects shall not be carried out without prior Board approval.



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#### ARTICLE VI – MEETINGS AND QUORUM

Section A There shall be a minimum of six (6) regularly scheduled meetings of CWN, also called General Meetings of CWN, each year to promote CWN objectives and to transact such business as shall come before CWN Regular and Honorary membership.

Section B No business of CWN shall be conducted at any General Meeting unless there is a quorum present. A quorum shall be a majority of the Board members at the General Meeting. All members must be in good standing.

#### ARTICLE VII – ELECTIONS

Section A Election Committee:

1. The Chair of the Elections Committee shall be appointed by the President by September 1. The Committee members' terms of office shall expire concurrently with the term of office of the elected officers. Any CWN member in good standing is eligible for appointment to this Committee.
2. The Director of Membership shall publish and distribute the names and mail stations of Committee members to all CWN members.
3. It shall be the duty of the Committee to solicit suggestions from members for nominations for offices to be filled.
4. The Committee shall be responsible for posting nominees for office to the CWN membership, including any honorary members, for the annual election and to the Board to fill vacancies which occur during the year.
5. The Committee shall post a slate of candidates with a minimum of one (1) nominee for election to each office. The consent of each nominee must be obtained and approved before inclusion on the slate.
6. Members of the Committee may not be nominated for any CWN elected office unless they first resign from the Committee.
7. The Elections Committee shall report its slate of nominations for CWN Board of Directors at the regular meeting before the term of the Board members expires. Nominations may be made from the floor for any office, with the prior consent of the nominee, for inclusion on the ballot.

Section B Elections:

1. Elections shall take place every two years by ballot.
2. Ballots presenting the nominee(s) for each office shall be sent by the Elections Committee to all Regular and Honorary members in good standing after the CWN General Meeting in September before the term of the Board members expires.
3. At the option of the Committee, voted ballots shall be sent to a designated member of the Committee at least one (1) week prior to the CWN General Meeting in October.
4. Voted ballots shall be counted and the results announced by the Committee at the CWN General Meeting in November.
5. The candidate receiving the most votes shall be declared elected provided, however, that a quorum (majority) has voted.
6. No member may be elected to more than one office in a single election.
7. Nominations may be made from the floor for any office, unfilled by this election process, with the consent of the nominee, and a vote by voice or by hand shall elect the officer.
8. Newly elected officers shall be installed by December 31 following announcement by the Elections Committee of the results of the balloting.



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#### ARTICLE VIII – FINANCIAL

Section A The fiscal year shall be from July 1 through June 30. The program calendar year shall be from January 1 through December 31.

Section B The CWN full budget shall be prepared monthly by the Treasurer. The budget shall be submitted to the Board of Directors and be available for approval and adoption during each monthly Board meeting. The Treasurer shall be the custodian of all accounts of monetary transactions, the balances of each, and present all to the Board.

Section C The Treasurer shall sign all CWN checks. All checks must be co-signed by the President, the Vice President, or the Secretary.

Section D A review of CWN funds shall be made annually by an ad hoc Financial Review committee appointed by the Treasurer and approved by the President.

An annual Operating Statement and Balance Sheet prepared by the Treasurer shall be published at the beginning of the calendar year and available to all Board Members by December 1 of each year. The Financial Review shall be completed for the previous calendar year and available to members by the beginning of each year, January 31.

#### ARTICLE IX – AMENDMENTS-POLITICAL ACTIVITY

Section A CWN meetings and publications shall not be used as a forum for political endorsements or campaigning. Furthermore, articles appearing in any CWN publications shall not include reference to any active election campaigns. The organization shall refrain from any aspect of political action.

#### ARTICLE X – AMENDMENTS

Section A Proposed amendments to the CWN Bylaws or its Standing Rules may be introduced by anyone by submitting a written copy of the proposal to the Vice President for consideration. The Vice President shall present the proposed amendment to the Board of Directors for consideration at its next Board meeting. If the Board determines the proposed amendment should be presented to members, the proposed amendment shall be submitted to a vote of the membership by sent ballot.

Section B If the Board determines the proposed amendment should be presented to members, Board reviewed proposed amendments to the Bylaws or Standing Rules shall be sent to all members in good standing at least three (3) weeks before the date of the ballot count.

Section C Any proposed amendments to the Bylaws or Standing Rules, determined by the Board of Directors to have the need to be presented to the membership, shall require approval of a majority of the members voting.

Section D Bylaws and Standing Rules amendments shall become effective immediately upon completion of counting of the ballots unless otherwise stated on the ballot. If Bylaws and/or Standing Rules amendments are approved by the requisite number of members, the President shall communicate the results to the membership within three (3) days of the ballot counting.



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#### ARTICLE XI – DUTIES OF THE BOARD OF DIRECTORS

Section A The duties of CWN Board of Directors shall be as follows, except that the President may re-assign, temporarily, any duties from one Board member to another as long as both Board members agree.

**The President shall:**

1. Enforce CWN Bylaws and represent CWN in all matters pertaining to the organization.
2. Preside at all meetings of CWN.
3. Ensure CWN mission, vision, goals, and objectives are being met and followed.
4. Build and sustain CWN Board.
5. Build and maintain CWN Board member succession.
6. Ensure adequate financial resources to sustain CWN activities.
7. Monitor and strengthen all CWN activities.
8. Network with County officials to promote and advocate on behalf of the mission of CWN.
9. Sign all official correspondence and co-sign CWN checks.
10. Appoint a member to chair the Nominations and Elections Committee by September 1.
11. By September 1, assign the Financial Review of the prior fiscal year to be completed by December 1.
12. Carry out other duties as required by the Bylaws.

**The Vice President of shall:**

1. In the absence of the President, assume the President's duties.
2. Assist the President as necessary.
3. Co-sign CWN checks as necessary.
4. Coordinate the review of the Strategic Plan.
5. Coordinate the review of the Code of Ethics.
6. Coordinate the review of Bylaws, Standing Rules, and Policy Statements.
7. Be the liaison of the Committee Chairs to the Board of Directors at Board meetings.
8. Carry out other duties as required by the Bylaws or designated by the President.

**The Treasurer shall:**

1. Be custodian of the CWN funds.
2. Prepare annual budget.
3. Prepare and publish annual operating statement and monthly balance sheet.
4. Provide a financial report to the Board of Directors monthly.
5. Disburse funds as approved by the Board. Sign all checks, drafts, notes and other evidence of indebtedness of CWN. All checks must be co-signed by the President, the Vice President, or the Secretary.
6. Collect all dues and other money payable to the CWN and deposit into CWN accounts within seven (7) business days of receipt.
7. Maintain a record of all financial transactions for CWN consistent with generally accepted accounting principles including proper records of monies received and receipts for all monies expended.
8. Carry out other duties as required by the Bylaws or designated by the President or a majority of the Board.

**The Secretary shall:**

1. Take, maintain and distribute to all Board members' accurate minutes of the Board meetings.
2. Draft and type correspondence, as necessary.
3. Duplicate and distribute materials to all members.
4. Order and purchase supplies, as necessary.
5. Co-sign CWN checks as necessary.



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6. Carry out other duties as required by the Bylaws or designated by the President or a majority of the Board.

#### **The Director of Programs shall:**

1. Plan monthly general session programs and makes all necessary arrangements for speakers.
2. Coordinate with the Director of Publicity to generate publicity for the program and events.
3. When appropriate, coordinate with the treasurer to purchase food/drinks/utensils for general session meetings.
4. Coordinate fundraising activities such as but not limited to sponsored or promotional events, raffles, etc.
5. Plan, organize, and represent CWN's involvement in community service projects.
6. Maintain records of CWN's involvement in events/meeting/activities, including photos for the Director of Publicity to publish on our websites.
7. Provide a year-end report to the CWN Membership highlighting CWN involvement in activities in the community.
8. Carry out other duties as required by the Bylaws or designated by the president or a majority of the Board.

#### **The Director of Membership shall:**

1. Maintain an accurate roster of current members and payment of membership dues.
2. Develop annual membership goals for Board approval.
3. Prepare membership drive programs – minimum one per year to recruit new members.
4. Develop member appreciation event(s) and coordinate with the Director of Special Projects, Director of Membership and the Director of Publicity.
5. Collect membership renewal notices and checks.
6. Deliver checks to Treasurer and membership statistics to Director of Publicity, or any Board member upon request.
7. Deliver member packet to each new member.
8. Maintain and update member email distribution list.
9. Maintain and update non-member distribution list.
10. Oversee member relations and engagement.
11. Carry out other duties as required by the Bylaws or designated by the President or a majority of the Board.

#### **The Director of Publicity shall:**

1. Serve as public relations specialist and ensure that the CWN receives media coverage.
2. Coordinate all the graphic artwork through the use of volunteers and assure camera-ready materials are provided.
3. Maintain CWN website and social media outlets.
4. Develop and maintain CWN branding.
5. Coordinate publicity with the Director of Membership for information posts, blasts, and annual membership renewal drive
6. Be responsible for newsletter publications quarterly.
7. Purchase and have printed, or email a template, of CWN stationery and newsletter stock and provide to Board members as needed
8. Develop and blast all the monthly graphic artwork and fliers for CWN General Meetings via San Bernardino County Postmaster and other social media outlets.
9. Respond to all CWN Google email: [cwnsbcounty@gmail.com](mailto:cwnsbcounty@gmail.com)
10. Carry out other duties as required by the Bylaws or designated by the President or a majority of the Board.



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#### **The Director of Special Projects shall:**

1. Coordinate an annual Recognition Event focusing on the achievements of women including those working within the County
2. Plan, coordinate and facilitate bi-annual boutiques (April and November)
3. Maintain CWN store and report results of annual inventory to the Board.
4. Maintain CWN resource library.
5. Research and coordinate with Director of Programs, new fund raising activities.
6. Collect monthly door prizes through donations or purchase.
7. Work with the Director of Programs, Director of Membership, and the Director of Publicity to coordinate annual events for membership appreciation.
8. Serve as organization historian and maintain the historical files.
9. Coordinate with the Treasurer to document donations and issue receipts to donors.
10. Carry out other duties as required by the Bylaws or designated by the President or a majority of the Board.

#### **The President Emerita shall:**

1. Assist the President, Board, and membership as requested.
2. Be the tie-breaking vote to the Board when necessary.

#### **ARTICLE XII – DISSOLUTION**

Section A Upon dissolution of CWN, the remaining assets of the organization shall be disbursed to any bona fide non-profit or governmental organization in a manner determined by a majority vote of those members present and voting at a special meeting called by the President.

Section B No member of CWN shall derive any monetary gain or profit from the disposition of assets of this organization.

#### **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

Section A The parliamentary authority of CWN shall be Robert's Rules of Order, Newly Revised, as edited by the President of the CWN.

\*\*\*END\*\*\*