

BYLAWS
OF
KILLINGWORTH WOMEN’S ORGANIZATION–GFWC, INC.

ARTICLE I
NAME AND AFFILIATION

The name of this corporation shall be Killingworth Women’s Organization-GFWC, Inc. (“KWO”). KWO is a member of the General Federation of Women’s Clubs (“GFWC”) and the General Federation of Women’s Clubs of Connecticut (“GFWC/CT”).

ARTICLE II
OBJECT

KWO is a local group of philanthropic women volunteers dedicated to helping others in our town and to maintaining a network of women to build a stronger sense of community for ourselves and others.

ARTICLE III
MEMBERS

- Section 1. Eligibility. Membership in KWO shall be open to any woman at least eighteen (18) years of age.
- Section 2. Admission. To become a Member of KWO, eligible prospective members shall submit a completed Membership Application to the Vice President of Membership, along with the applicable dues, payable to Killingworth Women’s Organization-GFWC, Inc.
- Section 3. Duties. To remain a Member in Good Standing, each Member shall annually:
- a. Participate in at least one (1) Ways and Means project;
 - b. Serve on at least one (1) committee;
 - c. Serve on the Hospitality Committee, on a rotating basis; and
 - d. Pay applicable dues.

Section 4. Dues.

- a. Each Member shall pay annual dues of \$35 on or before June 1, for Membership for the fiscal year that runs from June 1 – May 31. A new Member joining after January 1 shall pay dues of \$25 for Membership for the remainder of the fiscal year. All dues include the dues payable to the GFWC and GFWC/CT.
- b. Once dues are paid and the new fiscal year begins, there will be no refunds even if a person resigns as a Member of KWO.

Section 5. Resignation. Any Member who wishes to resign shall send a written notice to the Membership Chairman.

Section 6. Re-instatement. A former Member may re-join KWO by submitting a Membership Application and applicable dues, including any dues in arrears, to the Membership Chairman.

**ARTICLE IV
OFFICERS**

Section 1. Officers. The Officers of KWO shall be a President, Vice President of Membership, Vice President of Ways and Means, Secretary and Treasurer.

Section 2. Executive Committee. The Officers of KWO shall comprise the Executive Committee. The Executive Committee shall have the authority to make emergency decisions on behalf of KWO.

Section 3. Eligibility. A candidate for any office of KWO shall have been a Member in Good Standing for at least one (1) year prior to the date she will take office. An eligible candidate may run for more than one office, but no Member shall hold more than one office at any one time, except on an interim basis if a mid-year vacancy occurs. Exceptions to candidate eligibility may be made at the Board's discretion.

Section 4. Nomination. The Nominating Committee shall present a list of qualified candidates at the March General Meeting. Additional nominations may be made from the floor at the March and/or April General Meetings; provided, however, that the consent of each candidate has been obtained before her name is placed in nomination.

Section 5. Election. Election of Officers shall be held at the April General Meeting. If there is more than one candidate for a particular office, voting for that office shall be conducted by ballot; if there is only one candidate for a particular office, voting for that office shall be by a show of hands. Absentee or proxy voting shall not be allowed. They shall take office following the May General Meeting and serve for one (1) year.

Section 6. Duties. As a member of the GFWC and GFWC/CT, KWO is committed to following the reporting guidelines proscribed by the GFWC and GFWC/CT. In addition to the specific duties described below, all Officers shall prepare reports as necessary to abide by these guidelines.

- a. *President.* The President shall preside at all General Meetings and Executive Board Meetings and shall establish the agenda for all such meetings. She shall serve as an ex-officio member of all committees, except the Nominating Committee. The President is authorized to appoint Special and Standing Committees and their Chairmen, as needed.
- b. *Vice President of Membership.* The Vice President of Membership shall be the Membership Chairman. She is responsible for Membership by seeking out new Members, keeping a record of attendance at General Meetings, overseeing reporting of Members' volunteer hours served, informing Members when their good standing status is at risk, organizing orientation of new members, and updating the Membership list. She is responsible for providing all new members with the KWO Bylaws. In the temporary absence of the President, the Vice President of Membership shall assume her duties.
- c. *Vice President of Ways and Means.* The Vice President of Ways and Means shall be the Ways and Means Committee Chairman and a member of the Budget and Allocation Committee. She is responsible for organizing, communicating and promoting all fundraisers and preparing reports regarding such fundraisers. If a separate Coordinator is appointed to organize a particular fundraiser, the Coordinator reports to the Vice President of Ways and Means and obtains her approval prior to all expenditures.
- d. *Secretary.* The Secretary shall record the minutes at all General Meetings and Executive Board Meetings. She shall keep a complete file of KWO business, including copies of the approved minutes, annual reports, up-to-date Bylaws and standing rules, Membership list, and Committee lists.
- e. *Treasurer.* The Treasurer shall have charge of all monies received by KWO from any source. All such monies shall be deposited in the name of the Killingworth Women's Organization in a bank to be determined by the Executive Committee. The Treasurer shall pay the bills of KWO, including dues to the GFWC and GFWC/CT, following approval by the committee incurring them, if applicable, but not to exceed the amount budgeted to that committee, unless otherwise approved by the Executive Board.

Any bill over \$100 must be approved by the Executive Board, unless it is an approved expense in the budget. . The Treasurer shall keep up-to-date, balanced financial books and shall make a statement of finances at each General and Executive Board Meeting. She shall collect club dues and notify the Membership Chairman of Members in arrears. The Treasurer shall serve as the Chairman of the Budget and Allocation Committee and shall be responsible for presenting the annual budget to the Membership. She shall submit all necessary tax forms.

- Section 7. Re-election. No Member shall hold the same office for more than two (2) consecutive one-year terms. A partial term longer than six (6) months shall be considered a term for re-election eligibility purposes.
- Section 8. Resignation. An Officer may resign by giving written notice to the other members of the Executive Committee.
- Section 9. Removal. An Officer absent from three (3) consecutive Executive Board Meetings without excuse shall be deemed remiss in her duties and she shall be removed and her office shall be declared vacant.
- Section 10. Vacancies. If there is a mid-year vacancy in any office, the Executive Board shall appoint a replacement.

ARTICLE V GENERAL MEETINGS

- Section 1. Regular Meetings. Regular General Meetings shall be held on the second Wednesday of each month, except when otherwise ordered by the Executive Board. The Annual General Meeting shall be held every year in May.
- Section 2. Special Meetings. Special General Meetings may be called by the President or by any three members of the Executive Board. Notice of the date, time and place of such special meetings shall be sent to all Members at least two (2) days prior to the meeting.
- Section 3. Quorum. One-third (1/3) of the Members in Good Standing shall constitute a quorum for a General Meeting.

ARTICLE VI EXECUTIVE BOARD

- Section 1. Executive Board. The Executive Board shall consist of the Officers and the Chairmen of the Standing Committees.

- Section 2. Powers and Duties. The Executive Board shall have general supervision of the affairs and policies of KWO, with the authority to transact routine and special orders of business.
- Section 3. Regular Meetings. Regular Executive Board Meetings shall be held on the first Wednesday of every month, except when otherwise ordered by the President.
- Section 4. Special Meetings. Special meetings of the Executive Board may be called by the President or by any three members of the Executive Board. At least two (2) days' notice of the date, time and place of such meetings shall be given to each member of the Executive Board.
- Section 5. Quorum. A majority of the Executive Board shall constitute a quorum for an Executive Board Meeting.

ARTICLE VII COMMITTEES

- Section 1. The Standing Committees of KWO shall include the Ways and Means Committee, the Budget and Allocation Committee, the Membership Committee, the Nominating Committee, the Communications Committee, the Hospitality and Program Committee, the Social Committee, and any other committees as shall be appointed by the President, the Executive Board or the Membership as necessary to carry on the work of KWO.
- Section 2. The Chairman of any Standing Committee proposing a fund-raiser shall submit a written proposal to the Executive Board, including the title and intent of the fund-raiser, the overhead and estimated profits and the number and responsibilities of the volunteers needed.
- Section 3. Any Committee requiring funds shall submit a suggested budget in writing to the Treasurer.
- Section 4. All allocation requests shall be submitted to the Treasurer in writing.
- Section 5. The Chairman of each Standing Committee shall present a written report at the Annual General Meeting documenting all work performed by her committee during the year, to be filed with the Secretary.

ARTICLE VIII PARLIAMENTARY AUTHORITY

- Section 1. The rules contained in The New Robert's Rules of Order, Revised shall govern KWO in all cases to which they are applicable and do not conflict with these Bylaws.

**ARTICLE IX
AMENDMENT OF BY-LAWS**

- Section 1. These Bylaws may be amended at any General Meeting by a two-thirds (2/3) vote of the Members in Good Standing present and voting at such meeting, provided that there is a quorum at such meeting and a written copy of the proposed amendments were delivered to each Member at least five (5) days prior to such meeting.

**ARTICLE X
PROFIT AND DISSOLUTION**

- Section 1. No profit shall proceed to any Officer or Member of KWO.
- Section 2. In the event of the dissolution of KWO, the net assets after payment of all debts shall be transferred to such corporation(s), fund(s) and/or foundation(s) organized and operated exclusively for charitable or education purposes, as those terms are defined in Section 501 (c)(3) of the Internal Revenue Code, as the Executive Board determines.

STANDING RULES
OF
KILLINGWORTH WOMEN'S ORGANIZATION, INC.-GFWC

1. The Executive Board shall appoint a Member to serve as KWO Historian.
2. Each Chairman who has any exchange of money shall submit to the Treasurer and the President a financial report within one month of completing said activity.
3. All monies raised by a committee shall be counted by at least two Members, both of whom shall sign the financial reports that are submitted to the Treasurer and the President.
4. All funds raised shall be counted and submitted to the Treasurer within 48 hours of any fund-raising activity for deposit as soon as possible.
5. No Member shall solicit for KWO in any official capacity without the express permission of the Executive Board.
6. Any Member making purchases for KWO shall ask the Treasurer for the tax-exempt number. Meals and items for resale are not tax-exempt.
7. By July 31 of each year, the Treasurer shall determine if an income tax return is required and, if so, submit her annual report to an accountant for preparation of such income tax return. The completed returns shall be signed by the Treasurer and mailed no later than September 15 of each year.
8. No club records shall be destroyed unless authorized by at least three Officers.
9. Joan Reed Wilson shall serve as the corporation's Agent for Service of Process. The Agent shall be responsible for submitting any forms required by the Secretary of State.
10. KWO shall pay the President's expenses to attend State and District GFWC meetings.
11. At any time the Members may vote to require that the President and the Treasurer furnish surety bonds in such amounts as shall be determined by the Executive Board. The premium on said surety bonds shall be paid by KWO.