

BUSINESS & PROFESSIONAL WOMEN'S CLUB of GREATER MONCTON INC. BYLAWS

Article I Name

The name of this organization shall be "Business & Professional Women's Club of Greater Moncton Inc."

Article II Purposes and Objectives

The purposes and objectives of the organization shall be as follows:

- 1) To develop and train women in business, the professions and industry;
- 2) To work toward the improvement of economic, employment and social conditions for women;
- 3) To work for high standards of service in business, the professions, industry and public life;
- 4) To stimulate interest in federal, provincial and municipal affairs, and to encourage women to participate in the business of government at all levels;
- 5) To encourage and assist women and girls to acquire education and training;
- 6) To provide an organization for all Business and Professional Women regardless of colour, race or creed;
- 7) To promote the aims and objectives of the Canadian Federation of Business and Professional Women's Clubs and to co-operate in its projects and activities.
- 8) To affiliate with other organizations to promote mutual interests of women.

Article III Membership

1, Types of Membership:

There shall be four (4) classes of membership in the Club, namely; Active, Associate, Student and Honourary. At least seventy-five percent (75%) of the total membership of the Club shall be actively engaged in remunerative occupation as a business or professional woman at the time of acceptance to membership.

- 1) An Active Member shall be one who is engaged in remunerative occupation at the time of acceptance in this category. An Active Member may be reclassified, once yearly, on date of membership renewal.

- 2) An Associate Member shall be one who is not engaged in remunerative occupation at the time of acceptance in this category. An Associate Member may be reclassified upon becoming engaged in remunerative occupation.
- 3) A Student Member is a person enrolled in 60% of full-time or more study at a post-secondary educational institution.
- 4) An Honourary Member is a person of special merit who is voted Honourary Member by the Club.
2. **Terms of Membership:**
- 5) Every application for membership shall be in writing, and shall be accompanied by the applicable membership fee and signed Code of Conduct.
- 6) The Chair of the Membership Committee shall present all applications to the Executive Committee for acceptance.
- 7) Resignations from the Club shall be in writing and forwarded to the Membership Secretary.
- 8) All Active Members shall enjoy the full privileges of the Club.
- 9) Associate, Honourary and Student Members shall not be eligible to hold Executive positions in the Club, but may serve in other capacities with a non-voting status.
- 10) It is recommended that each Active Member be a Member in good standing for a minimum of one year to be eligible to hold office in the Club.
- 11) Membership may be terminated through the implementation of the Club Policy "Termination of Membership."

Article IV Fees

- 1) The Annual Membership Fee shall be subject to change as proposed by the Executive Committee, and shall be ratified by 2/3 of voting members present at a Membership meeting, to take effective at the commencement of the new fiscal year. This fee shall cover the International Federation Fee, the National Federation Fee, the Provincial Fee and the operational expenses of the club.
- 2) Fees for the current year are due April 30.
- 3) A member whose application is accepted during the fiscal year on or before December 31 shall pay full fee; a member whose application is accepted between January 1 and April 30 shall pay a reduced fee of 25% less than the full fee to cover the current year end. Retired Women's (65+) and Student's Annual Fee shall pay a reduced fee of 25% less than the full fee for the entire year.

- 4) Any member whose fees have not been paid as of April 30 (unless there are extenuating circumstances) shall be notified that her membership shall be cancelled unless her dues are paid in full on or before May 15.

Article V Fiscal Year

The fiscal year shall end on April 30.

Article VI Officers and Executive Committee

- 1) The officers of the Club must be Active and eligible Members in good standing.
- 2) The Officers of the Club shall be the President, 1st Vice-President, 2nd Vice-President, Young BPW Vice-President, Recording Secretary, Membership Secretary and Treasurer.
- 3) The Immediate Past President and the Chairs of the Standing Committees, serve as ex-officio members thereof.
- 4) The Officers, along with the Chairs of the Standing Committees, shall constitute an Executive Committee, which shall have the management and direction of the business of the Club.
- 5) Any officer of the Executive Committee who is absent from more than one third of the meetings of the Committee in a year, without just cause, shall cease to hold office.
- 6) Resignation from office shall be in writing.

Article VII Duties of Officers

- 1) The President shall be the Chief Executive Officer of the Club, and shall preside at all meetings of the Club and of the Executive Committee, and with the Executive Committee shall have the general supervision and management of all business and shall direct the policy of the Club. The President shall be an ex-officio Member of all Committees.
- 2) In the absence of the President, the 1st Vice-President shall perform the duties of the President. In absence of the President and the 1st Vice-President, the 2nd Vice-President shall perform the duties of the President. In the absence of the President and the 1st and 2nd Vice-President, the Executive shall choose a Chair for the meeting.
- 3) The recording Secretary shall keep a record of all meetings of the Club and of the Executive Committee. She signs all legal documents on behalf of the Club in conjunction with the President. She shall keep a register of members and their attendance. She shall conduct the general correspondence of the Club.
- 4) The Membership Secretary shall keep and review membership applications and records, and records of changes of contact information of Club members, and shall report membership changes monthly on CPBPWC Form #100 in conjunction with the Treasurer. Following the Club's Annual Meeting, she forwards the names, occupations, and addresses of the newly elected Officers to CFBPWC Head Office and to the Secretary of the Provincial Organization. She prepares the Club Roster for the members and forwards a copy to the Secretary of the Provincial Organization. She shall be an ex-officio member of the Standing Committee on Federation Promotion/Membership, but not as Chair.
- 5) The Young BPW Vice-President shall:
 1. Represent the interests of those members who are under the age of 35 years on the Executive Committee and report Young BPW Committee work to the Executive;
 2. Be a direct link between the Executive Committee and the Young BPW Committee by disseminating appropriate information to them;
 3. Stimulate and encourage the activities of Young BPW Committee members;
 4. Chair the Young BPW Standing Committee; and
 5. Undertake any other issue or project as determined from time to time by the Executive Committee.

- 6) The Treasurer shall collect and manage all monies belonging to the Club and deposit same in a bank selected by the Executive Committee, issue receipts, pay all accounts approved by the Club, and present a financial report to all meetings of the Executive Committee and Club meetings. She shall submit an audited Financial Statement and proposed budget for approval at the Annual Meeting. She assumes responsibility for dispatch of fees to CFBPWC Head Office and to the Provincial Organization Treasurer on due dates. She shall be an ex-officio member of the Standing Committee on Budget and Finance, but not as Chair.
- 7) All officers shall keep a permanent record of their work, and pass all their books and records to their successors, within one month of the completion of their term.

Article VIII

Committees

1

Types of Committees:

1)

There shall be the following Standing Committees each consisting of at least three members:

1. Budget and Finance
2. Federation Promotion - Membership and Emblem
3. International Affairs
4. Personal Development and Mentoring
5. Program and Projects
6. Public Affairs
7. Publicity and Public Relations
8. Resolutions, By-laws & Regulations
9. Young BPW

2)

Ad Hoc Committees may be appointed by the Executive Committee to complete specific tasks on behalf of the Club. These temporary Committees are disbanded once their purpose has been accomplished.

2

Terms of Office:

1)

The Chairs of all Standing Committees must be Active and eligible Members.

2)

The Chairs of the Standing Committees shall be appointed by the Officers of the Club and presented at the Annual General Meeting.

- 3) Committee members shall be appointed by the Committee Chair immediately following the Annual General Meeting for a two-year term. (Except in the initial year of establishment whereby half of the Committee Members will be appointed to a one-year term. In the second year of operations, those offices originally held for the one-year term shall be converted to two-year terms, thus preserving continuity to Committee operations.) There is no restriction on the number of terms in which a Committee Member can serve. Standing Committees shall be responsible to the Executive Committee.
- 4) Any Chair of a Standing Committee who is absent from more than three consecutive meetings of the Executive Committee without due cause, shall cease to hold office.

3 Duties of Club Committees:

- 1) Every Standing Committee Chair shall have at least two meetings of her committee during the years.
- 2) All committee Chairs shall keep a permanent record of their work and shall pass their files on to their successors, within one month at the completion of their term.
- 3) The Committee Chair, or designate, shall contact the CFBPW Chair and Provincial Chair of the equivalent Standing Committee to initiate communication and to seek further information or clarification of her duties.
- 4) Throughout her term of office, the Committee Chair, or her designate, shall receive from her Club President a copy of the directives, letters and any other information relating to the work of her Committee. It is the duty of the Committee Chair to publicize and implement these directives from all levels of the organization and to submit reports promptly as requested.
- 5) The Committee Chair shall check periodically with the Treasurer to ensure that her Committee is working within their budget allotment for the year.
- 6) Each Committee Chair shall carry out all duties assigned to her Committee under the Club's By-laws, as follows:

1) Budget and Finance Committee

It shall be the duty of the BUDGET & FINANCE COMMITTEE to:

- a) prepare and present financial statements to the Executive Committee prior to the end of the fiscal year;
- b) prepare a proposed annual budget for discussion purposes and review by the Executive, and further approval by the General Membership at the Annual General Meeting. This budget is to include all expense requirements to be incurred by the Officers and the Committee Chairs to fulfill their Club duties for the coming year;
- c) check periodically with the Treasurer to ensure that the Club is operating within the approved budget;
- d) advise on any need for raising additional funds, considering all proposals suggested for fundraising and recommend ways of raising funds, including any change in the amount of the annual fee of the Club members;
- e) recommend to the Executive and notify the Club the disposition of any surplus funds, the manner and custody of Club Assets, and keep an up-to-date list of such assets and their location; and
- f) consider such financial matters as may be referred to it by the Executive.

2) Federation Promotion/Membership Committee

It shall be the duty of the FEDERATION PROMOTION/MEMBERSHIP COMMITTEE to:

- a) promote membership in the Club, aiming to maintain a diverse age range, view points and occupations.
- b) maintain promotional materials to encourage membership, displaying samples at Club meetings and promote the sale and use of Emblem Items (using CFBPW Form #401 to order supplies);
- c) arrange the introduction of new members at a Club meeting, ensuring presentation of a copy of the Club By-laws, CFBPWC Handbook and Emblem pin.
- d) carry out Club procedures in connection with admissions, reinstatements and transfers in conjunction with the Membership Secretary;
- e) report the number of new members, transfers (in and out), resignations and deaths at the Annual General Meeting;
- f) advise the Club President, Regional Director, Provincial Chair and CFBPW Chair of Federation Promotion when interest is shown in developing a new Club; and
- g) arrange for an interpretation of the Emblem when needed.

3) International Affairs Committee

It shall be the duty of the INTERNATIONAL AFFAIRS COMMITTEE to:

- a) interest Club members in IFBPW by informing them of international activities and issues as reported by BPW Canada and BPW Connections-Coast to Coast;
- b) encourage Club interest in the work and activities of the United Nations; and
- c) organize and conduct the IFBPW Candle Lighting Ceremony in conjunction with information from the CFBPW International Affairs Chair, to be held annually in the month of February.

4) Personal Development and Mentoring Committee

It shall be the duty of the PERSONAL DEVELOPMENT COMMITTEE to:

- a) promote the importance of the education of women; especially in regard to self-development, leadership training and use of leisure time, recommending Club studies and projects;
- b) encourage Club participation in projects and studies undertaken by the Personal Development Committee of the CFBPW; and
- c) organize and conduct public seminars to promote personal development of all women (members and/or non), the CFBPW aims and objectives and CFBPW modules.

5) Programs and Projects Committee

It shall be the duty of the PROGRAMS & PROJECTS COMMITTEE to:

- a) arrange programs for the Club that stimulate new and continuing members in accordance with the aims and objectives, encouraging member participation in activities at all levels of the organization;
- b) collaborate with Committee Chairs in scheduling and highlighting their work at Club meetings according to appropriate themes, using CFBPW Program and Projects Committee's annual topics as a resource;
- c) maintain balance between business and sociability through a variety of programs, topics and entertainment; and
- d) collaborate with the Club President with regard to the needs of guest speakers (i.e., transportation, accommodations, fees, expenses, introductions and thanks).

6) Public Affairs Committee

It shall be the duty of the PUBLIC AFFAIRS COMMITTEE to:

- a) inform Club of local, provincial and national conditions concerning employment of women;
- b) inform Club of existing laws and proposed legislation of interest to women;
- c) initiate Club studies and projects proposed by the CFBPW Public Affairs Committee Chair;
- d) study relevant subjects pertaining to public affairs; i.e., employment practices, minimum wage, pay equity, pensions, hours and conditions of work, economic plans, retraining programs, taxation, human rights, United Nations conventions, women in politics, amongst others;
- e) encourage women to participate in the business of government at all levels;
- f) recognize the contribution of positive women role models in public life; and
- g) recommend relevant resolutions to be considered by the Club for presentation to Provincial Conferences and Biennial Conventions.

7) Publicity and Public Relations Committee

It shall be the duty of the PUBLICITY & PUBLIC RELATIONS COMMITTEE to:

- a) advertise Club activities, aims and objectives, projects and programs and CFBPW through every information medium available, to both members and public;
- b) contact, establish friendly relations and cooperate with local newspapers, radio and television stations to publicize Club activities according to their preferred methods of receiving and disseminating information to the public;
- c) consult Club President and Program and Projects Committee Chair to obtain accurate information for advertisement in a timely manner;
- d) submit press releases only when authorized by the Club President; and
- e) present news to the public by the following methods (but not limited to):
 1. telephone, fax or e-mail information to the editor;
 2. set up interview with reporter/reporters, photographer, camera and/or recorders;
 3. write a Press Release and mail, fax or e-mail to editors of newspapers, radio and television (with copies to the editors of the Provincial and National newsletters and CFBPW Publicity and Public Relations Committee Chair).

8) Resolutions and By-Laws Committee

It shall be the duty of the RESOLUTIONS & BY-LAWS COMMITTEE to:

a) Resolutions:

1. Learn the format and procedure of the local, Provincial and National resolution process;
2. Survey Club members for issues falling within the mandate of the aims and objectives of the Federation, to be developed into resolutions on receipt of "Call for Resolutions" in early September;
3. Prepare the member issues into proper resolution format to be voted upon by the Club membership for approval to send to the CFBPW by the February 1st deadline;
4. Present the CFBPW proposed resolutions for National Biennial or National Annual General Meeting to the Club members once they have been received on April 1st to be voted upon for direction to the delegates on how to vote on behalf of the Club;
5. Prepare any "emergency" resolutions as needed for issues that cannot wait for the normal process and timeframe;
6. Request, prepare and debate resolutions in the same aforementioned process for International issues and submit to the CFBPW for the National Convention or AGM in advance of the deadline to BPWI (i.e., at least six months before the date of the next International Congress); and
7. Request, prepare and debate resolutions in the same aforementioned process for Provincial and Municipal issues and submit to the NB-BPW for the Provincial Conference or the Meeting of the New Brunswick Board of Directors according to their defined deadlines for submissions.

b) By-Laws:

1. Review the Club By-Laws a minimum of every two years to determine if amendments are needed;
2. Accept, prepare and present amendments to the Club By-Laws for discussion purposes and review by the Executive and further approval by the General Membership at the Annual General Meeting or Special Meeting.
3. Forward all accepted Club amendments to the CFBPW Resolutions and By-Laws Chair for approval;
4. Review CFBPW By-Laws and accept, prepare and present amendments for discussion purposes and review by the Executive and further approval by the General Membership at a Regular Meeting; forward three copies of amendments passed by the Club to CFBPW by the deadline of "Call for Amendments to CFBPW By-Laws";
5. Review, accept, prepare and present amendments to the Rules of Procedures of the NB-BPW in the same aforementioned process, forwarding copies of the amendments to the Secretary of the NB-BPW.
6. Provide a Committee Member for the position of Parliamentarian, appointed by the Executive, to be present at the Club Meetings to oversee parliamentary procedures.

9) Young BPW Committee

It shall be the duty of the YOUNG BPW COMMITTEE to:

- a) promote participation of Young BPW Members within the club;
- b) increase the number of Young BPW members within the club;
- c) undertake any issue or project as determined from time to time by the Executive Committee;
- d) communicate with the Young BPW Chair on the Provincial, National and International Boards.

Article IX

Nominations and Elections

- 1) The Officers shall be elected by ballot at the Annual Meeting of the club. The installation of Officers and Committee Chairs shall take place at the Annual General meeting of the club. They shall hold office until their successors are installed.
- 2) The candidate receiving the highest number of votes shall be declared elected for each office.
- 3) The President, 1st Vice- President and 2nd Vice-President shall not hold office for more than one Term of two years.
- 4) All other members of the Executive Committee shall be entitled to serve for more than one Term of two consecutive years to a maximum of two Terms of four consecutive years; after such time they shall retire for one Term of two consecutive years before holding said office again.
- 5) If the office of a member of the Executive Committee becomes vacant during her term of office, the appointment of a member for the unexpired portion of the term shall be made by the Executive Committee.
- 6) A Nominating Committee of three members shall be appointed by the Executive Committee not less than one month before the Annual Meeting. Not more than two members of the Executive Committee shall be members of the Nominating Committee.
- 7) The Nominating Committee shall choose its own Chair.
- 8) The Nominating Committee shall present nominees for office at the Annual Meeting.
- 9) Further nominations may be made from the floor at the Annual Meeting.
- 10) No candidate's name shall be placed upon the ballot by the Nominating Committee without her consent.

Article X

Meetings

- 1) The Annual General Meeting of the club shall be held by June 30th of each year. Thirty days prior notice of the Annual General Meeting shall be given as set out in these By-Laws. Any notice given of the Annual General Meeting of the Club as an unincorporated association prior to the date of incorporation of the Club shall be deemed to be adequate notice of the first meeting of the Club or, in the alternative, prior notice of the first Meeting of members of the Club shall not be required.
- 1) a) The Agenda for the Annual General Meeting shall consist of, but not limited to:
 - Call to Order
 - Reading of the previous AGM Minutes. (vote)
 - Business arising from the Minutes.
 - Correspondence
 - Reports of Officers;
 - President's Report (vote)
 - Financial Report for past fiscal year (vote)
 - Reports of Committees (vote)
 - Presentation of Annual Budget for upcoming fiscal year (vote)
 - Election of Officers (vote)
 - Installation of New Officers
 - Announcements of Committee Chairs
 - New Business:
 - Delegate Selection for BPW National Annual Meeting or Biennial Convention.
 - Selection of Auditors (vote)
 - Closing Remarks
 - Adjournment
- 2) General meetings of the club shall be held upon a day or days decided upon at the Annual Meeting, provided, however, that if in the opinion of the Executive Committee it would be in the better interest of the club to hold any particular monthly meeting on another day, the said Executive Committee shall have the power to so change the date of such meeting.
- 3) Special meetings of the club may be held at other times upon the call of the President or the majority of the Executive Committee or upon the written request of five members in good standing. The call for a special meeting must state the business to be transacted and only that business shall be conducted at the said Special meeting.

- 4) QUORUM - One third of the Active members of the club shall constitute a quorum at any regular meeting. Two thirds of the filled positions of the Executive Committee shall constitute a quorum of that body.
- 5) The Executive Committee shall meet at the call of the President before the Annual Meeting and every general and special meeting.
- 6) If the President is unable or refuses to call a meeting, a Vice-President or five members of the Executive Committee may do so.

Article XI

Voting Body

Only Active Members in good standing in attendance of meetings shall have voting privileges. Voting by proxy shall not be accepted.

Article XII Amendments

- 1) By-laws may be made, amended, or repealed at the Annual General Meeting or duly called Special Meeting of members by a two-thirds vote of the members present, provided that Notice of Motion has been sent to all members not less than one month before the Annual General or Special meeting.
- 2) Notwithstanding Section 1 hereof, By-laws may be made, amended, or repealed at the Annual Meeting without Notice of Motion, provided the vote is unanimous.

Article XIII Rules of Procedure

- 1) For the conduct of meetings, Bourinot's Rules of Order shall be followed.
- 2) The Constitution, By-laws and Regulations of the Canadian Federation of Business and Professional Women's Clubs shall have precedence over any clauses in these By-laws where there seems to be any conflict.

Article XIV Signing Officers

All cheques shall bear two authorized signatures and shall be signed by the President or a Vice-President and Treasurer.

Article XV Auditors

- 1) The Executive shall recommend a duly qualified person or firm to conduct an Annual Financial Review subject to approval of the membership at the Annual General Meeting.

These By-Laws were adopted and approved at the _____ meeting of the Business & Professional Women's Club of Greater Moncton Inc. on the _____ day of _____, 20____.

_____ President

_____ Secretary

These By-Laws have been approved on behalf of the Canadian Federation of Business and Professional Women's Clubs on the _____ day of _____, 20____.

_____CFBPWC Resolutions and By-Law