

**BY-LAWS of the
KENOSHA WOMEN'S NETWORK**
Updated January 2017

ARTICLE I - NAME AND PURPOSE

Section 1: Name

The name of this organization shall be the Kenosha Women's Network.

Section 2: Purpose

It shall be the purpose of this organization to encourage the professional and personal growth of its members through networking. The organization shall actively promote the advancement of its members both individually and as a whole.

Section 3: Nondiscrimination clause

Kenosha Women's Network shall not discriminate on the basis of gender, national origin, race, religion, sexual orientation, handicap, profession or age.

ARTICLE II - WISCONSIN NONSTOCK CORPORATION STATUS

Section 1: Status

This organization shall be non-stock, nonsectarian, nonpartisan and nonprofit.

Section 2: Dissolution

A quorum of the membership must vote for dissolution of the Organization.

In the event of dissolution, any remaining assets of the organization shall be distributed under Section 501(c) (6) of the Internal Revenue Code of 2003, as amended.

ARTICLE III - FISCAL YEAR

Section 1: Fiscal Year

The fiscal year of this organization shall be from Jan 1 through Dec 31.

Section 2: Annual Dues

The annual dues shall be payable on or before March 1 of each year.

ARTICLE IV - MEMBERSHIP

Section 1: Eligibility

Any person shall be eligible for membership in this organization upon submission of a membership application and payment of the required dues/fees.

Any member may be eligible to continue membership in this organization provided that the member is supportive of the organization's stated purpose, has paid the required dues and any assessments, and has adhered to the by-laws.

Each new member, upon payment of dues and admission into Kenosha Women's Network, shall have access to the Kenosha Women's Network by-laws, and membership directory via the KWN website www.kenoshawomensnetwork.org. All members will receive a monthly emailed newsletter during the term of membership. This newsletter will also be available on the KWN website.

ARTICLE V - OFFICERS

Section 1: Officers

The officers of this organization shall be a: President, Vice President, Secretary and Treasurer. The officers shall be elected at the Annual Meeting to be held in November of each year. The officers shall serve for a term of one year. An officer shall serve no more than two consecutive terms. If the event of a one year shared officer position, 2 consecutive terms can follow. It is recommended that a Treasurer serve one year in a shared position (with the out going Treasurer), followed by a 2 year term. The officers shall take office on January 1. Each officer shall be elected by a majority of the membership present and voting at the Annual Meeting. At the discretion of the Executive Committee, the officer positions of the executive Committee may be co-chaired. Whenever a vacancy shall occur in any such office, the Executive Committee shall, as soon as possible, appoint a replacement for such officer to serve the duration of the term of office.

Section 2: Officers' Duties

a) President: The President shall preside at all meetings of the organization and of the Executive Committee and shall perform all duties incident to the office of President. The President shall be the primary spokesperson for the Organization and shall represent the Organization at all Organization sponsored events. This includes, but is not limited to community sponsored events. The President shall seek, create and maintain strategic relationships with other community organizations.

b) Vice President: The Vice President shall, in the absence of the President, perform the duties of the President. The Vice President shall be responsible for the operations of the organization, including the planning and execution of programs and speakers for the meetings and conveying that information in a timely manner to the Newsletter Committee. The Vice President shall also be responsible for the assignment, direction and appointment of meeting support, including greeters with assistance from the hospitality committee.

c) Secretary: The Secretary shall keep accurate and permanent minutes of all meetings of the organization, including those of the Executive Committee. The Secretary shall keep a file of all relevant correspondence of the Kenosha Women's Network and perform all other duties incident to the office of Secretary. The Secretary will also chair the mini-grant committee.

d) Treasurer: The Treasurer shall have charge and custody of all books of account of the organization. The Treasurer shall perform all duties incident to the office of Treasurer including drafting the annual budget with the assistance of the Executive Committee and shall perform such other and particular duties as from time to time may be assigned by the Executive Committee. The Treasurer is responsible to file IRS and mandatory state reports. The Executive Committee shall review the books and records of the organization on at least an annual basis. The Treasurer shall provide a monthly financial report to the Executive Committee.

e) If any of the above noted Officers are unable to perform their Officer duties, they shall seek the assistance and guidance of the Executive Committee to fulfill their obligations.

f) No later than January 15 of each year, each Officer shall deliver to the successor Officers all records, files and related documents and shall request a receipt for the same.

ARTICLE VI - EXECUTIVE COMMITTEE

Section 1: Executive Committee

The Executive Committee shall be responsible for the management, policy making, and guidance of this organization and shall be empowered to do any act in furtherance thereof.

The Executive Committee shall appoint the chairpersons of each committee. The chairpersons shall serve at the pleasure of the executive committee.

The Executive Committee shall consist of: the President, Vice President, Secretary, Treasurer, Immediate Past President and the chairpersons of the standing committees.

The Executive Committee shall create such other ad hoc committees, in addition to the standing committees, as may be necessary to carry out the objectives of the organization. Ad hoc committee chairs shall have no vote. Such committees shall dissolve 60 days after completion of their purpose, unless extended by the Executive Committee.

Each member of the Executive Committee shall have one vote including one separate vote for any co-officer. In the event that a member holds more than one voting office of Kenosha Women's Network, said member shall only be permitted one vote on the Executive Committee. In the event of a tie vote, the motion shall fail.

The Executive Committee may only transact business if a quorum of the Executive Committee is present. A quorum is at least one-half of the voting members of the Executive Committee.

All members of the Executive Committee shall reflect the high quality, common interests, goals and attitudes of Kenosha Women's Network.

No business of the Organization shall be modified or discontinued without a majority vote of the Executive Committee.

ARTICLE VII – STANDING COMMITTEES AND COMMITTEE CHAIRPERSONS

Section 1: Standing Committees

The following shall be the standing committees of the organization:

- Membership
- Fundraising
- Communications
- Hospitality

Each committee chairperson shall have the right and duty to select such members to serve upon the committee as the chairperson deems necessary or advisable.

Each chairperson shall have the duty and responsibility to attend all Executive Committee meetings and to give reports to the Executive Committee concerning the business of the committee. Expenses must be approved by the Executive Committee. Each shall be ultimately responsible for the accomplishment of the purposes and objective of the committee.

Duties assigned to a standing committee shall not be changed or modified without a vote of the Executive Committee.

Section 2: Standing Committee Purposes and Objectives

In addition to the general purposes outlined above, the standing committee chairpersons and committees shall have the following duties:

a) Membership: The Membership Committee shall be responsible for collecting applications for membership, soliciting new members, update the organization roster including member information on the web site. The Membership Committee shall have discretion to use budgeted funds for membership solicitation. The Membership Committee shall also be responsible for contacting guests and following up with new members, including distribution of new membership packets. The Membership Committee will also be responsible for the set-up and coordination of the annual Chamber of Commerce Expo.

b) Fundraising: The Fundraising Committee shall be responsible for income development for the organization, support of the Grant's Program and other organizational needs. They shall also be responsible for set-up and coordination of the annual Holiday Luncheon, Quarter Auction, and Business After 5 event. The Fundraising Committee shall also be responsible for the monthly raffle and 50/50 at each meeting, including selling raffle tickets at the meeting, getting money to the Treasurer, running the raffle at each meeting, collecting information from members regarding donations and conveying that information to the Newsletter Committee for recognition.

c) Communications: The Communications Committee shall be responsible for all member contact including providing information pertinent to Kenosha Women’s Network and its members and shall be responsible for the distribution of the newsletter. Communications shall also respond to requests for information about KWN sent from the website contact form and will send that request to the appropriate Executive Committee member or committee chairperson. The Communications Committee shall also be responsible for maintaining and updating the Website including making relevant forms and current newsletters available. The Communications Committee shall be responsible to gather information to be used in the KWN newsletter and write the newsletter according to agreed on deadlines.

e). Hospitality: The Hospitality Committee shall be responsible for taking reservations and collecting money for all meetings, contacting restaurants for head count and selection of menus. The Hospitality Committee shall also be responsible for the assignment, direction and appointment of meeting support, including greeters with assistnace from the Vice President.

ARTICLE VIII – MEETINGS

Section 1: Annual Organization Meeting

The Annual Meeting of the membership of the organization shall be held in November of each year.

Any member of the Executive Committee may call a special meeting. It is recommended that the Executive Committee meet monthly. Such Executive Committee meetings may be held by conference call.

Section 2: Voting

Each member shall have but one vote and voting may be done personally or electronically or via conference call.

ARTICLE IX - BUDGET AND DISBURSEMENTS

Section 1: Budget

The Treasurer and President shall together present an annual budget of the estimated income and expenditures to be reviewed by the Executive Committee at least two (2) weeks prior to the Annual Meeting. The budget must be approved by a majority of the members present at the Annual Meeting in November.

Section 2: Disbursements

Disbursements of the funds of the organization shall be made only upon the authorization of the Executive Committee Officers; except that the Treasurer shall have authority to disburse funds for monthly meeting costs and any expenditure less than \$250.00. Such disbursements shall be made via check or voucher from the accounts maintained by the organization; such check or voucher shall be signed by the authorized

signatories on each such account; such authorized signatories shall be the President and the Treasurer. Any unbudgeted disbursements of more than \$250.00 must be approved by a majority vote of the Executive Committee.

Section 3: Advertising Revenues

Accommodations shall be made to advertise the products and services of the members and/or other interested parties in the newsletter. The advertising rates shall be approved by the Executive Committee. Revenues shall be deposited into the general treasury.

Section 4: Contracts

All contracts held with the organization will be reviewed by the Executive Committee on an annual basis. Bids/re-bids from any and all interested parties may be requested. Contracts must be approved by a majority vote of the Executive Committee.

ARTICLE X - QUORUM

One-half of the Executive Committee shall constitute a quorum of the Executive committee. Twenty-five percent of the enrolled members at a general membership or Annual Meeting shall constitute a quorum of the membership. In the event of a tie vote, the motion fails.

ARTICLE XI – RESOLUTIONS

Resolutions may be enacted from time to time by a majority vote of the members present at a general meeting or Annual Meeting so long as notice of the meeting has been sent or delivered to all the members at least three (3) days before the meeting by e-mail and provided a quorum of members are in attendance.

ARTICLE XII - RULES OF ORDER

The Executive Committee and Annual Meeting of Kenosha Women's Network shall be conducted in harmony with Robert's Rules of Order, Revised, so long as they do not conflict with these by-laws.

ARTICLE XIII - AMENDMENTS

These by-laws may be reviewed on an annual basis. The by-laws of this organization may be altered or amended by a majority vote of the members present at the general membership or Annual Meeting of Kenosha Women's Network. Any proposed change shall be submitted to the Secretary in writing at least 15 days prior to such meeting. A copy of the proposed amendment shall be sent to each member at least 10 days before such meeting and can be sent electronically.