

BYLAWS of the **EPISCOPAL CHURCH WOMEN OF PROVINCE VIII**

Adopted June 27, 2024

ARTICLE I

NAME

The name of this organization is the Episcopal Church Women of Province VIII.

ARTICLE II

PURPOSE

The purpose of this organization is to unite the women of the Episcopal Church in Province VIII to fulfill their mission of worship, service, study and outreach, working in cooperation with the Province, dioceses, congregations, clergy and Bishops.

ARTICLE III

MEMBERSHIP

Section 1. Members of this organization shall include all women of the Episcopal Church in Province VIII.

Section 2. The Executive Committee shall consist of President, Vice-President/Representative to National Board of Episcopal Church Women (NECW), Secretary/Treasurer, Province VIII Representative to the United Thank Offering, and Province VIII Representative to the Church Periodical Club.

Section 3. The Board of Directors shall consist of all elected officers, all Province VIII representatives or Chairmen of affiliated organizations, including but not limited to; incoming officers-elect, United Thank Offering, The Church Periodical Club, The Order of the Daughters of the King, Leading With Heart Circle, and any appointed positions. Past Province ECW Presidents, the Girls' Friendly Society, are invited as ex-officio members with voice, but without vote.

Section 4. Members of the Board are expected to fulfill their obligation of service, including regular attendance at Board Meetings. If unable to do so, their position may be taken under review by the Executive Board and a recommendation regarding their status will be voted on by the Board

ARTICLE IV

OFFICERS

Section 1. The elected officers of this organization are those elected by the general body and shall be: President, Vice-President, Secretary/Treasurer, Representative to United

Thank Offering, and Representative to The Church Periodical Club. They shall serve as the Executive Committee of ECW Province VIII.

Section 2. Other affiliated organizations elect their own representative who may then serve on the province Board of Directors as defined in Article III Section 3.

Section 3. DUTIES OF OFFICERS

A. The President shall:

1. Plan and preside at the Annual Province VIII Episcopal Church Women's Meeting.
2. Attend Triennial Meeting as Episcopal Church Women Province VIII Representative.
3. Appoint positions (Chaplain, Communications, etc.), representatives and/or committees as needed, with the approval of the Executive Board.
4. Represent ECW at Synod meetings.
5. Represent ECW in Province VIII Synod Cluster 3: Sending and Serving.
6. Serve Ex-Officio on all committees except the Nominating Committee.
7. Convene Executive Committee meetings as needed.
8. Ensure that each member of the Board reviews the bylaws.

B. The Vice- President shall:

1. Assume the duties of the President in her absence.
2. Serve as Province VIII Representative to the National ECW Board.
3. Report up-to-date National activities to Province VIII members.
4. In coordination with the Secretary-Treasurer, update, maintain and share the directory of Province VIII leaders and diocesan contacts.
5. Review the current bylaws.

C. The Secretary-Treasurer shall:

1. Record and distribute minutes of all meetings including Board Meetings.
2. Verify Annual meeting attendance, by Diocese, to determine quorum. (Article VII, Section 1)

3. Maintain the directory of Province VIII leaders and diocesan contacts. Prepare and distribute said directory as requested by Province VIII leaders, Synod leaders, and diocesan contacts.
4. Post current Bylaws to Province VIII website.
5. Receive and distribute all monies. Prepare financial statements and report to membership at annual meetings.
6. Work with Budget Committee to prepare Triennium Budget.
7. Prepare accounting records for Triennial audit.
8. Review the current bylaws.

Section 4: The United Thank Offering Representative, the Church Periodical Club representative, and the Representative to the National Episcopal Church Women's Board shall provide resource materials to inform women in Province VIII of activities and goals of their groups. Vacancies in any of these offices shall be appointed by the President with the approval of the Executive Committee if anyone (1) Moves from the Province, (2) Resigns, (3) Dies, or (4) is unable to fulfill the duties of the office. They shall each review the current bylaws.

Article V

NOMINATIONS AND ELECTIONS

Section 1. A Nominations Committee shall consist of three members appointed in the year following the Triennial Meeting by the President with the concurrence of the Executive Board. The President is not permitted to be an ex-officio member of this committee (as she is for any and all other committees). The Nominations Committee shall elect one of their members as chair. The members shall be from different dioceses.

A. Duties of the Nomination Committee:

1. To contact each diocese for nominations at least 120 days prior to the Province VIII Annual Meeting.
2. Shall inform each diocese of said nominations at least 30 days before the Province VIII ECW meeting *in the year* preceding the Triennial Meeting

B. The President, Vice President, Secretary-Treasurer, Representative to the United Thank Offering and Representative to the Church Periodical Club shall be elected at the Province VIII ECW meeting *in the year* preceding the Triennial Meeting and shall take office at the end of the Triennial Meeting.

C. Term of office shall be three years. Consecutive membership on the Board in any capacity shall be limited to six years (2 terms) for all elected offices. A member who has served more than one-half of an unexpired term may be eligible for election to the same office. Members shall be eligible for re-election to a previously held position following a period of one year, or one term, off of the board. Vacancies occurring in an elected office or in an elective chair position, except the office of President, shall be filled by appointment by the President. The appointee shall serve for the remainder of the term, and should this exceed twenty-four months, then this shall constitute as a full term of service. Elective and appointive terms shall coincide with the ECW Province VIII Annual Meeting.

Article VI

FINANCE

Section 1: Each diocese is requested to contribute an Annual Fair Share, as recommended by the Executive Committee, to help with administrative expenses including, but not limited to, the expenses of the President, Secretary-Treasurer, representative to the United Thank Offering and the representative to The Church Periodical Club to attend the annual Province VIII ECW Meeting. The President and President-elect (if she is not the current Vice-President), and the Vice-President-elect may be financed to attend the Triennial meeting.

Section 2: The fiscal year shall coincide with the calendar year.

Article VII

MEETINGS

Section 1: This organization shall meet once a year, in person or virtually online as conditions require, at the call of the President. Members shall be notified of the meeting at least (60) days in advance. All members in attendance shall have seat and voice. Each Diocese shall have one vote. A simple majority of provincial dioceses (currently 18) shall constitute a quorum.

Section 2: The Board of Directors shall meet quarterly, or as needed.

Article VII

AMENDMENTS

Section 1: To amend these Bylaws, it shall be necessary that every proposition or Resolution to do so shall have been sent to each member dioceses no less that sixty (60) days prior to the Province /annual Meeting.

Section 2: After such notification these By-Laws may be amended at any meeting by a Majority vote of the dioceses represented.

Article VIII

AUTHORITY

Robert's Rules of order (Newly /revised) shall be the Parliamentary authority in all Procedures not covered in these Bylaws.