

**BY-LAWS
WOMEN'S DIVISION OF THE
LEAVENWORTH-LANSING AREA CHAMBER OF COMMERCE**

Adopted April, 1972
Changes January 1978
Changes October 1978
Changes June 1985
Changes October 1987
Changes July 1988
Changes July 1996
Changes November 2000
Changes December 2001
Amended June 2003
Changes December 2008
Changes January 24, 2012
Changes February 28, 2012
Changes January 22, 2013
Changes November 3, 2015
Changes March 5, 2018

ARTICLE I

NAME:

THE NAME OF THIS ORGANIZATION SHALL BE THE Women's Division of the Leavenworth-Lansing Area Chamber of Commerce.

ARTICLE II

OBJECTIVES:

1. To cooperate with the plans of the general membership of the Chamber of Commerce.
2. To increase good will and to actively participate in the promotion of the commercial, agricultural, industrial, civic, and educational development, and community interests of Leavenworth, Lansing, and Leavenworth County.
3. To enlist the talents and training of the civic-minded women for use in the betterment of the community in which they live.

ARTICLE III

POLICIES:

1. All policies shall be subject to the approval of the Board of Directors of the Leavenworth-Lansing Area Chamber of Commerce.
2. Membership for all members meeting the criteria of sections 1a – 1e under Article IV Membership shall carry with it all privileges afforded members of the Leavenworth-Lansing Area Chamber of Commerce, EXCEPT that such membership, other than the President of the Women's Division shall not be considered a voting member of the Leavenworth-Lansing Area Chamber of Commerce.

ARTICLE IV

MEMBERSHIP:

1. Membership in the Women's Division may be obtained six (6) ways.
 - a. A woman who is a member of the Leavenworth-Lansing Area Chamber of Commerce may join the Women's Division upon payment of dues to the Women's Division.
 - b. Women employees of Chamber member firms may become members of the Women's Division upon payment of the Women's Division dues.
 - c. The wife of any member of the Leavenworth-Lansing Area Chamber of Commerce may join upon payment of the Women's Division dues.
 - d. Any other woman not affiliated with the Leavenworth-Lansing Area Chamber of Commerce, in any of the three above mentioned categories, may become a member by payment of the individual membership fee to the Leavenworth-Lansing Area Chamber of Commerce and payment of the dues to the Women's Division, to include any woman who has retired from a business that is a Chamber of Commerce member, or had worked for a business that belonged to the Chamber of Commerce, but has discontinued its membership.
 - e. Any woman that is a widow of a man, who at the time of his death was a Chamber of Commerce member, may continue to belong to the Women's Division upon payment of dues to the Women's Division.
2. Each Candidate for membership shall sign an application.
3. All members agree to keep dues current and to uphold the policies and bylaws of this organization.
4. Active members shall be those whose payment of dues is current and who evidence a desire and willingness to participate actively in the projects of the Women's Division.

ARTICLE V

DUES:

1. The annual dues shall be determined by the Board of Directors of the Women's Division and by the vote of the membership. Dues are due and payable January 1st. Dues will be prorated if a member joins after June. Dues will be prorated as follows:
 - a. January – June \$25.00
 - b. July – September \$15.00
2. No refund of dues shall be made to any member resigning during the year.

ARTICLE VI

DIRECTORS AND OFFICERS:

1. The Women's Division shall have a governing body designated as the Board of Directors, which shall consist of nine (9) members, each serving one (1) three (3) year terms, plus the immediate past President (who would be the tenth member if her term of office as a Director would otherwise have expired). Terms of office will begin the first (1st) day of January and end the last day of December there (3) years following.
 - a. In the event the scholarship and/or fundraising chairperson is not already a Board member, she shall automatically become an ex-officio member of the Board of Directors for the duration of her chairpersonship.
2. The Board of Directors of the Women's Division at its October meeting shall elect from its own members a President, Vice President, and Treasurer as recommended by the nominating committee. These officers shall be elected for a one (1) year term beginning January 1. The Secretary will be appointed by the Board of Directors.
3. The President's election shall be affirmed by the Board of Directors of the Leavenworth-Lansing Chamber of Commerce.
4. Following the resignation of any Board Member prior to her term of office expiring, the board will appoint by majority board vote any qualified member of the Women's Division to fill the remaining term of office. The replacement Board Member may be elected for her own full three (3) year term if she joined the Board within the last two calendar years of the current term.
5. A quorum shall be five (5) members present at a Board of Directors meeting. When necessary, the President, or the Vice-President in her absence, has the authority to request and/or accept electronic vote on special interest matters.

6. A quorum for a general membership meeting shall constitute those present, provided proper notification of such meeting has been issued to all members.
7. If any member of the Board of Directors shall miss board meetings in excess or have repeated unexcused absences, her membership on the board will be reviewed for consideration of removal and her position declared vacant. If the Board Member is not able to attend the Board Meeting, she is to notify the President in advance when possible. Also, if a Board Member who is President, Treasurer, or Secretary is planning to be absent, she must let the President or her replacement know in advance and arrange for someone to assume her duties in her absence.
8. One month before the October Board of Directors meeting, the President shall appoint a nominating committee, consisting of three (3) members: one (1) being from the general membership of the Women's Division and two (2) being from the Board of Directors. This nominating committee shall nominate the director for each of the officer positions and three nominees to fill the three (3) openings on recommendations by the October meeting of the Board of Directors for approval. The list of director nominees shall be presented to the general membership at the monthly meeting in October, at which time election of Directors shall be held. Nominations from the floor will be accepted.
9. Duties of Officers:
 - a. The President shall preside over all meetings of the Directors and membership. She shall serve as a member of the Board of Directors of the Leavenworth-Lansing Area Chamber of Commerce and as ex-officio member of all committees.
 - b. The Vice President shall be responsible for the coordination of guest speakers for the monthly Women's Division General Membership meeting. Exceptions are the May meeting, whereas the focus shall be on the scholarship recipients and the December meeting whereas no meeting is conducted due to other holiday events. The Vice President shall assist the President in the performance of her duties and shall succeed to those powers and duties in the absence or disability of the President. In the event of a permanent vacancy, the Vice President shall function as President until an election is held.
 - c. The Secretary shall keep all minutes of the meetings of the Board of Directors and of the general meetings and shall furnish the Board of Directors of the Women's Division a copy of such minutes at the following Board Meeting or upon request if a Board Member should miss that meeting.
 - d. The Treasurer shall keep the record of all financial transactions and present it to the Board of Directors of the Women's Division and receive all monies. The Treasurer's report shall be audited by two members of the Board and as directed by the Board, with such audit to be completed no less than once each calendar year. The Treasurer may serve up to five (5) one-year (1) terms if re-elected.

10. All officer vacancies shall be fulfilled by succession of the next highest-ranking officer. A vacancy in the Presidency shall be filled by the Vice President. If the Vice President is unable to fulfill the duties of President, then the position shall be filled by the Treasurer. In the event a position cannot be filled through succession, the reigning President may be elected to a second one (1) year term or, in the alternative, nominations for a new President may be accepted from the Board and/or general membership.

ARTICLE VII

PAYMENT AND USE OF FUNDS:

1. All dues for the Women's Division are payable directly to the Women's Division of the Leavenworth-Lansing Area Chamber of Commerce.
2. The Treasurer of the Women's Division of the Leavenworth-Lansing Area Chamber of Commerce shall act as bookkeeper of the Women's Division.
3. All dues paid by members of the Women's Division shall be held in the Women's Division bank account for the exclusive use of projects by the Women's Division.
4. No member, officer, or committee shall have the authority to commit these funds in any amount without approval of the Board of Directors of the Women's Division. Expenses not approved shall become the responsibility of the person that incurred them.
5. In the event of special money-raising projects, such projects shall be approved by the Women's Division Board of Directors of the Chamber of Commerce. All funds collected for such projects shall be deposited in the appropriate fund as determined by the Board of Directors. A complete financial accounting shall be made to the Board of Directors at the conclusion of each project.
6. All fees for general membership meetings and special money-raising projects are due and payable the day of the event.

ARTICLE VIII

MEETINGS:

1. The general membership shall have ten meetings each year to be held January through October. There is no mandatory December general membership meeting due to many other holiday events. The Board of Directors of the Women's Division will set such meetings.
2. Special meetings may be called if deemed necessary by the majority of the Board of Directors or by request of seven (7) or more members in good standing in the Women's Division.
3. The Board of Directors shall hold regular meetings monthly with dates set by the Board of Directors of the Women's Division.

ARTICLE IX

COMMITTEES:

1. Standing committees may be established as and if the need arises.
2. All committee chairpersons who are not Board Members are encouraged to attend Board Meetings as non-voting members.

ARTICLE X

Proceeding shall be governed and conducted according to the latest edition of ROBERT'S RULES OF ORDER, revised.

ARTICLE XI

AMENDMENTS:

These by-laws may be amended by a two-thirds (2/3) vote of approval of the general membership present and voting at any membership meeting of the Women's Division, provided notice of such proposed amendment shall have been presented to them in writing at least the (10) days prior to the voting date, and provided further such amendment is not in conflict with the by-laws and policies of the Leavenworth-Lansing Area chamber of Commerce, and shall be subject to the approval of the Board of Directors of the Leavenworth-Lansing Area Chamber of commerce.

A written copy of these By-Laws and/or Amendments shall be given to all members upon request.

WOMEN'S DIVISION COMMITTEES

Scholarship:

The Scholarship Committee is responsible for awarding and administering scholarships offered by the Women's Division. The committee shall consist of three-seven (3-7) members appointed by the president. Annually, the committee shall recommend to the Board the amount(s) and number of scholarships offered. Scholarships will only be offered as approved by the Board. If a family member or close relative of a committee member submits an application, that committee member will be removed from the committee for the applicable year. All scholarship applicants are to be notified of the outcome of their application within two (2) weeks of awarding the scholarship(s).

Fundraising:

The Fundraising Committee is responsible for deciding on fundraising activities to be completed each year. These fundraising activities are necessary for the organizations yearly scholarships. The committee shall consist of three to five (3-5) members with a Chairperson being identified. The Chairperson shall attend monthly Board Meetings as an ex-officio member if not already a Board Member and provide information to the Board. All fundraising activities must be approved by the Board of Directors.