

EPISCOPAL CHURCH WOMEN OF THE DIOCESE OF LOS ANGELES: BY-LAWS (proposed)

Article I – NAME

The name of this organization shall be EPISCOPAL CHURCH WOMEN OF THE DIOCESE OF LOS ANGELES (ECWLA)

Article II – PURPOSE

The purpose of this organization shall be to empower the women of The Episcopal Church to carry on Christ's work throughout the diocese of Los Angeles and the world.

Article III – MEMBERSHIP

All persons who identify as women, by virtue of their membership in The Episcopal Church, are members of the Episcopal Church Women.

Article IV – EXECUTIVE COMMITTEE OF THE DIOCESAN BOARD

Section 1. The Executive Committee shall consist of the elected officers: the President, the Vice-President, the Secretary, the Treasurer, the Controller, the United Thank Offering Coordinator and the President-Elect.

Section 2. The term of office for all officers shall be three (3) years and shall not exceed two (2) consecutive terms.

Section 3. Any officer appointed to serve part of an unexpired term shall be eligible for election for two (2) full terms.

Section 4. The Executive Committee shall meet in person or by conference call at the call of the President or of any three members of the Committee.

Section 5. Three members shall constitute a quorum.

Section 6. The duties of the Executive Committee shall be: to appoint and replace all Diocesan Chairs; to fill vacancies occurring on the Executive Committee; review the proposed Annual Budget prepared by the budget committee before it is presented to the Annual Meeting; to examine for approval any material, before it is sent out by a Diocesan Officer or a Chair; and to make recommendations to the Board.

Section 7. Recommendations from the actions taken by the Executive Committee shall be presented at the following Board Meeting for ratification by the Board. The Committee may transact business which might occur between Board Meetings.

Article V – DUTIES OF OFFICERS

Section 1. The President shall preside at the Executive Committee Meetings, Board Meetings, and Annual Meetings; shall have general supervision of the program of Episcopal Church Women; shall approve disbursements before payment is made by the Treasurer; shall appoint the Chairs and members of special committees necessary to carry on the work of the Episcopal Church Women; shall serve *ex officio* as a member of all Diocesan Committees of Episcopal Church Women except the Nominating Committee, shall attend the stated meetings of the Diocesan Council, or in the event of her inability to do so, shall designate a member of the Executive Committee to represent her; and shall make an Annual Report to the Diocese.

Section 2. The Vice-President shall preside in absence of the President, shall assist her in her work, and shall have charge of the physical arrangements and reservations for all Board and Diocesan Meetings, including the Annual Business Meeting.

Section 3. The Secretary shall take and maintain electronic minutes of the Executive Committee, the Board, and the Diocesan Meetings; shall report to the Board any action taken by the Executive Committee; shall carry on all necessary correspondence of the organization, as directed by the President; shall give electronic notice of the Executive Committee and Board meetings and all Diocesan meetings.

Section 4. The Treasurer shall keep an accurate account of all monies received and disbursed, including all United Thank Offering in-gatherings; The Treasurer shall be bonded or insured at the expense of the Board.

Section 5. The Controller shall prepare a financial statement for the Board Meetings; and shall have prepared a financial report for the Annual Meeting and submit the report for audit. The Controller shall not have access to the funds of the organization.

Section 6. The United Thank Offering Coordinator shall be responsible for communicating the availability of the latest United Thank Offering promotional materials through DFMS; shall assist churches and missions in obtaining materials as needed; shall be notified by the Treasurer of all In gatherings from the United Thank Offering Coordinators and shall send an acknowledgement to the contributing church or mission; shall supervise the selection and processing of grant requests which shall be forwarded to the Diocesan Bishop for selection; shall keep full and accurate records. The United Thank Offering Coordinator shall be bonded at the expense of the Diocesan Board.

Section 7. The President-Elect may attend the Executive Committee and Board Meetings with voice and vote. She shall assist the President and Board when requested to do so.

Article VI – DIOCESAN BOARD OF THE EPISCOPAL CHURCH WOMEN

Section 1. The Diocesan Board shall consist of all elected officers, appointed officers, the ECW Deanery Representatives, the Committee Chairs, and representatives from affiliated organizations.

Section 2. All elected members of the Diocesan Board must have the recommendation of their clergy and be approved by the Bishop of the Diocese.

Section 3. The meetings of the Board shall be held at a time and place to be determined by the Board. Special meetings of the Board may be called by the President.

Section 4. The term of office for Chairs shall be concurrent with the sitting President.

Section 5. One-half (1/2) of the Board membership shall constitute a quorum, three (3) of whom shall be from the Executive Committee.

Article VII – DIOCESAN COMMITTEES AND AFFILIATED ORGANIZATIONS

Section 1. Standing Committees may be created or disbanded by the Diocesan Board as deemed necessary.

Section 2. Each Chair shall supervise the work of her Committee.

Section 3. Affiliated organizations shall be the Bishops Guild, Church Periodical Club, The Order of the Daughters of the King®, Girls' Friendly Society and the (Washington) National Cathedral Association.

Article VIII – DEANERIES

Section 1. Deaneries may appoint a Representative to the Diocesan Board. Each Representative shall have vote and voice for her Deanery on the Diocesan Board.

Article IX – DIOCESAN NOMINATING COMMITTEE

Section 1. This Committee shall consist of the Nominating Committee Chair and a minimum of four (4) additional members. Members of the nominating committee may not be members of the current Executive Committee.

Section 2. The Nominating Committee Chair is appointed by the President with the approval of the Executive Committee.

Section 3. The Chair of the Diocesan Nominating Committee shall prepare a slate of potential Diocesan officers to present to the Bishop for his/her written approval; to give to the Secretary a copy of the approved slate to be mailed to the churches with the notice of the Annual Business Meeting; to present the slate for vote at the Annual Business Meeting.

Section 4. Nominations for officers may be made from the floor, provided the consent of the nominee has been obtained by the person making the nomination. Approval from the Bishop will be solicited if the nominee from the floor is elected. In the event the Bishop does not confirm the elected candidate, the first runner-up previously approved by the Bishop will assume the office.

Section 5. One half plus one (1/2 +1) member shall constitute a quorum.

Article X – ELECTIONS

Section 1. Elections shall be by voice unless there are two or more candidates for the same office, in which case the vote shall be by ballot. A majority vote shall elect.

Section 2. The officers of this organization shall be elected at the Annual Business Meeting.

Section 3. The President-Elect, shall assume their office at the Annual Business Meeting the year after her election.

Article XI – NATIONAL MEETINGS

Section 1. The number of delegates, alternates, or observers to the National Meeting of The Women of the Episcopal Church shall be in accordance with the National Policy.

Section 2. The Diocesan President, The Vice-President, and the United Thank Offering Coordinator shall be delegates.

Section 3. Should either the President or the United Thank Offering Coordinator be unable to attend the meeting, the President, with the approval of the Executive Committee, shall choose her replacement from the Diocesan Board.

Article XII – BRANCHES

Section 1. A Branch of Episcopal Church Women may be formed in any congregation.

Section 2. A Branch is open to all persons who identify as women, who are attending an Episcopal Church within the Dioceses of Los Angeles.

Section 3. The Diocesan Board shall have general supervision of the work of the Episcopal Church Women in the Diocese.

Article XIII – MEETINGS

Section 1. There shall be an Annual Business Meeting held early in the calendar year, at which time reports shall be presented and Diocesan Officers elected and installed.

Section 2. Other meetings may be held at the discretion of the Board.

Article XIV – PARLIAMENTARY AUTHORITY

Section 1. Robert's Rules of Order Newly Revised shall be the authority in all questions of Parliamentary Law not covered by these Bylaws.

Article XV – AMENDMENTS

Section 1. The Bylaws may be amended at any Annual ECW Business Meeting of the diocese by a two-thirds ($\frac{2}{3}$) vote of those present, provided the amendment has been proposed by the Executive Committee or the Board, and provided written notice of the proposed amendment has been posted electronically for review by each Branch at least thirty (30) days before the meeting.

Article XV– SUSPENSION

Section 1. The Bylaws may be suspended at any Annual ECW Business Meeting by a two-thirds ($\frac{2}{3}$) vote of those present, provided the suspension has been proposed by the Executive Committee or the Board, and provided written notice of the proposed suspension has been posted electronically for review by each Branch at least thirty (30) days before the meeting.

Bylaws proposed for the Annual Meeting January 2018.