

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

Article I – NAME

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

Article II – PURPOSE

The purpose of this organization shall be to encourage the spiritual growth of all women of the Church, and to promote issues of social justice in particular as they pertain to women.

Article III – MEMBERSHIP

Every baptized, confirmed, or received woman in the Episcopal Church in this diocese is a member.

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 Recording Secretary, the Corresponding Secretary, the Treasurer, the United Thank Offering Coordinator and the Parliamentarian who shall be an appointed officer.

Section 2. The term of office for President shall be three (3) years having served one (1) year as President-Elect.

Section 3. The term of office for other officers shall be three (3) years and shall not exceed two (2) consecutive terms. At least one (1) year shall elapse before a member of the Executive Committee assumes another Diocesan office or chair unless she becomes President-Elect, a President of a Deanery, the Chair of the Nominating Committee, or the Parliamentarian.

Section 4. Any officer appointed to serve one (1) year or less of an unexpired term shall be eligible for election for two (2) full terms.

Section 5. The Executive Committee shall meet in person or electronically at the call of the President or of any three members of the Committee.

Section 6. Four members shall constitute a quorum.

Section 7. The duties of the Executive Committee shall be: to appoint and replace all Diocesan Chairs; to fill vacancies occurring on the executive Committee in consultation with the Chairs of the Diocesan Nominating 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 coming from the National Headquarters, before it is sent out by a Diocesan Officer or a Chair; and to make recommendations to the Board.

Section 8. Recommendations from the actions taken by the Executive Committee shall be presented at the following Board Meeting. The Committee may transact only emergency business which might occur between Board Meetings.

Article V – DUTIES OF OFFICERS

Section 1. The President shall preside at the General Meeting; shall preside at the Executive Committee and Board 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 regular as required by canon 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 Recording 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; and shall submit a copy of the minutes of the Annual Business Meeting for online publication. The format shall be PDF and password-protected.

Section 4. The Corresponding Secretary 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 5. The Treasurer or co-Treasurers shall keep an accurate account of all monies received and disbursed, including all United Thank Offering ingatherings; shall prepare a financial statement for the Board Meetings; shall serve as Chair of the Finance Committee which shall be appointed by the Executive Committee; shall notify all churches of their Fair Share assessment for the following year; and shall have prepared a financial report for the Annual Meeting and then submit the report for audit . The Treasurer(s) shall be bonded at the expense of the Board.

Section 6. The United Thank Offering Coordinator shall be responsible for the distribution of the latest United Thank Offering promotional materials available through the National Headquarters; shall be notified by the Treasurer of all Ingatherings 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 Parliamentarian shall give advice on parliamentary procedure to the Executive Committee, to the Board and at all general meetings.

Section 8. The President-Elect, the Treasurer-Elect and the united Thank Offering Coordinator-Elect may attend the Executive Committee and Board Meetings with voice but without vote. They shall assist the Board upon request.

Article VI – DIOCESAN BOARD OF THE EPISCOPAL CHURCH WOMEN

Section 1. The Diocesan Board shall consist of all elected officers, appointed officers, the President of each Deanery, the Committee Chairs, and representatives from associated organizations.

Section 2. All members shall be confirmed or received communicants of the Episcopal Church and residents of the Diocese of Los Angeles, and shall be identified with the Deanery where they are communicants.

Section 3. All expenditures of the Episcopal Church Women Diocesan funds except those allowed by the Standing Rules, shall be cleared with the Executive Committee.

Section 4. The Diocesan Board shall have general supervision of the work of the Episcopal Church Women in the Diocese.

Section 5. 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 or upon electronic request of seven (7) members of the Board. All members shall be notified electronically five (5) days in advance of such special meetings.

Section 6. The term of office for Chairs shall be three (3) years or until their successor are elected or appointed. No Chair shall serve more than two (2) consecutive terms. After a member of the Board has served two terms, at least one (1) year shall elapse before a former member of the Board assumes another Diocesan Office or Chair unless she becomes President-Elect, a President of a Deanery, the Chair of the Nominating Committee, or the Parliamentarian.

Section 7. One-half (½) of the Board membership shall constitute a quorum, three (3) of whom shall be from the Executive Committee.

Article VII – DIOCESAN COMMITTEES AND ASSOCIATED 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. Any Chair elected to an unexpired term of one (1) year or less shall be eligible for an appointment or election to two (2) full terms.

Section 4. Associated organizations shall be the Diocesan Altar Guild, Anglican Fellowship of Prayer, Bishops Guild, Church Periodical Club, Daughters of the King, Girls Friendly Society and the National Cathedral Association.

Article VIII – DEANERIES

Section 1. Each Deanery shall appoint a Representative in the year set forth in the Standing Rules on Deaneries. Each Representative shall have vote and voice for her Deanery on the Diocesan Board.

Section 2. Term of Office for the Deanery Representatives shall be three (3) years. No Representative may serve more than two (2) consecutive terms. At least one year shall elapse before she becomes a Representative again unless she becomes President. Any Representative serving an unexpired term of one (1) year or less shall be eligible for an appointment to two (2) full terms.

Section 3. All Deanery Representatives shall be residents of the Diocese of Los Angeles and communicants of the Episcopal Church.

Article IX – DIOCESAN NOMINATING COMMITTEE

Section 1. This Committee shall consist of the ten Deanery Representatives and the Nominating Committee Chair.

Section 2. The term of office for the Nominating Committee Chair shall be three (3) years and shall not exceed two (2) consecutive terms.

Section 3. In the event of a vacancy in the position of a Deanery Representative, her successor will be chosen by her Deanery.

Section 4. The duties of the Diocesan Nominating Committee shall be to prepare a slate of potential Diocesan officers to present to the Bishop for his written approval; to give to the Corresponding Secretary a copy of the approved slate to be mailed to the Branches with the notice of the Annual Business Meeting; to present the slate for vote at the Annual Business Meeting; to appoint delegates and alternates to the National Meeting of the Episcopal Church Women (Triennial).

Section 5. 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 obtained if the nominee from the floor is elected. In the event the Bishop does not approve of the election, the first runner-up previously approved by the Bishop will assume the office.

Section 6. Seven (7) members 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 plurality vote shall elect. Each branch shall have one vote.

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

Section 3. The elections of the President-Elect, the Vice President, the United Thank Offering Coordinator-Elect, the Treasurer-Elect, the Corresponding Secretary, and the Recording Secretary shall be held in rotation as designated in the Standing Rules of the Diocesan Board.

Section 4. The President-Elect, the United Thank Offering Coordinator-Elect, and the Treasurer-elect shall assume office at the Annual Business Meeting the year after her/their election(s).

Section 5. Appointments of the Deanery Representatives shall be held in rotation as designated in the Standing Rules of the Diocesan Board.

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 and the United Thank Offering Coordinator shall be delegates.

Section 3. The other delegates and alternates shall be appointed by the Diocesan Nominating Committee, giving due regard to equitable geographical distribution within the diocese.

Section 4. Should either the President or the United Thank Offering Coordinator be unable to attend the meeting, the Diocesan Nominating Committee shall choose her replacement from the Diocesan Board.

Section 5. Should any other delegate or alternate be unable to attend the meeting, her replacement shall be chosen by the Diocesan Nominating Committee.

Section 6. Travel expenses for the delegates and alternates to the National Meeting of the Women of the Episcopal Church shall be assumed by the Diocesan Board and shall be included in the Diocesan Annual Budget as a line item each year. All other visitors to the National Meeting are responsible for their own travel and accommodations. Scholarships for travel may be made available at the discretion of the Executive Committee.

Article XII – BRANCHES

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

Section 2. A Branch shall consist of all baptized, confirmed, or received women member(s) of the congregation.

Section 3. Each Branch of Episcopal Church Women of the Diocese of Los Angeles, to be in good standing, shall have paid its Fair Share assessment.

Section 4. If in any year a Branch is unable to meet its full assignment, it should notify the ECW Diocesan Treasurer and the Deanery Representative.

Section 5. At the Annual Business Meeting each Branch shall have one vote.

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.

Section 3. A quorum shall exist at any Diocesan Meeting when one quarter ($\frac{1}{4}$) of the Branches are represented. Three elected Diocesan Officers shall be present.

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 XIV – AMENDMENTS

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

Article XVI – SUSPENSION

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

Bylaws proposed for the Annual Meeting January 2016.