

# BYLAWS

## REVISED 123<sup>rd</sup> ANNUAL CONVENTION

Cordele, Georgia  
April 2019

### ARTICLE I

The organization shall be called GFWC GEORGIA FEDERATION OF WOMEN'S CLUBS, INC., D/B/A GFWC Georgia (hereinafter referred to as GFWC Georgia), and it shall be a member of the General Federation of Women's Clubs.

### ARTICLE II OBJECT

**Section 1** The object of GFWC Georgia Federation shall be to bring into communication and to unite women's clubs throughout the State of Georgia for the purposes of mutual benefit, and for the promotion of their common interest in volunteer service.

**Section 2.** It shall be nonpartisan, nonsectarian, and non-profit.

**Section 3.** The motto shall be "Wisdom, Justice, and Moderation."

### ARTICLE III MEMBERSHIP

**Section 1. ELIGIBILITY:** Any woman's club or organization whose object is in accord with the work of the GFWC Georgia shall be eligible for membership.

**Section 2. APPLICATION:** Application for a club membership shall be secured from the State Office, must be submitted according to guidelines established by the State Membership Committee.

A. All applications shall be accompanied by a copy of the bylaws of the club, a list of members, and payment of per capita dues.

B. GFWC shall precede the name of all clubs applying for active membership.

C. All accepted or rejected applications for membership shall be placed on file at the State Headquarters. .

**Section 3. TYPES OF MEMBERSHIPS:**

- A. ACTIVE:** Are those clubs whose work and purpose is germane to GFWC Georgia and which pay per capita dues. Active members shall be categorized as follows:
1. Women's Clubs: Statewide or local clubs that have met the requirements for membership in GFWC Georgia.
  2. Junior Women's Clubs: Statewide and local clubs that have met the requirements for membership in GFWC Georgia and which have paid the required per capita dues to the Junior Conference.
  3. Juniette Clubs: Clubs sponsored by Women's Clubs or Junior Women's Clubs whose membership is composed entirely of middle school/junior high and high school age students.
- B. MEMBER-AT-LARGE:** There shall be a Member-at-Large membership to address club members who live outside a 25-mile radius of an active club, members who no longer can attend club meetings due to health reasons, and former Georgia club women who move out of state and wish to remain a part of the GFWC Georgia.
1. Application for membership shall be requested from State Office.
  2. Application with dues of \$25.00 shall be sent to the State Office to request membership.
  3. The State Office will forward application to State Membership Chairman who will co-ordinate a "Member-at-Large Membership Roster."
  4. Member will have voting privileges at State Convention and receive the State Newsletter if member pays annual per capita dues of \$25.00 no later than December 1<sup>st</sup>.

**Section 4. TERMINATION OF MEMBERSHIP:** Resignations of clubs or members at large shall be sent in writing to the State Office, which shall notify GFWC immediately. Upon notice of resignation, all rights and privileges of membership cease. Clubs whose dues remain unpaid for two consecutive fiscal years shall be removed from membership. Members whose activities and purposes have been proved to be incompatible with those of GFWC shall be removed from membership by a two-thirds vote of the State Board.

**Section 5. RENEWAL OF MEMBERSHIP:** Clubs shall renew their memberships by timely paying annual per capita dues to GFWC Georgia and providing GFWC Georgia with a list of their current members. Annual active membership in GFWC shall be renewed automatically when renewed with GFWC Georgia, which shall notify GFWC.

**Section 6. REINSTATEMENT OF MEMBERSHIP:** Any club whose membership is terminated for failure to pay dues for two consecutive fiscal years shall have its membership automatically reinstated if it pays all current dues and a \$5.00 club reinstatement fee by the close of the second fiscal year.

A club that has failed to pay dues for more than two (2) years shall reapply for membership as stated in 3.2.

## **ARTICLE IV STATE OFFICERS**

- Section 1.** The elected officers of the GFWC Georgia shall be a President, a First Vice President/President-Elect, a Second Vice President, a Third Vice President, a Director of Junior Clubs, a Recording Secretary, and a Treasurer. A Corresponding Secretary and a Parliamentarian (or Parliamentary Advisor) shall be appointed by the President.
- Section 2.** Members of Woman's and Junior Clubs paying per capita dues to the GFWC Georgia and their District shall be eligible to serve as officers provided they meet required qualifications.
- Section 3. Term.** The term of office shall be two years or until such time as a successor assumes office. Officers shall serve from the adjournment of the convention at which they are elected until the adjournment of the convention at which their successors are elected. The President-elect shall assume the duties of the President at the adjournment of the next even-numbered your convention. Unless otherwise specified herein, any part of a term in excess of twelve (12) months shall be considered a term in deciding eligibility for election. No elected officer other than the Treasurer shall be eligible to serve more than one term in any office.
- Section 4. Vacancies in Office.** A vacancy in office shall be filled as provided in this section.
- A. In the event of a vacancy in the office of President, the First Vice President/President-elect shall become President and shall serve the remainder of the term. A President serving less than twelve (12) months shall be eligible to serve a full term. She shall declare to the Nominations Committee her intent to serve a full term no later than December 31 of the odd-numbered year.
  - B. In the event of a vacancy in the office of First Vice President/President-elect during the first year of the administration, the Second Vice President may assume the office. If she declines the office, she shall continue in her current office for the remainder of the term. The office shall thereafter be filled by the Executive Committee by appointment of a person meeting the eligibility requirements of Article VI, Section 4 (B). Any such appointment shall be approved by the State Board within 21 days by mail or electronic vote, if necessary.
  - C. In the event of a vacancy in the office of Second Vice President, Third Vice President, Secretary, or Treasurer, it shall be filled by appointment

of the Executive Committee by a person meeting the eligibility requirements of Article VI, Section 4 (B) for the remainder of the term, subject to the approval of the State Board at the next meeting.

- D. In the event of a vacancy in the office of Director of Junior Clubs at any time during the administration, the Director-elect of Junior Clubs shall assume the office for the remainder of the term. She shall thereafter be eligible to serve a full term as Director of Junior Clubs.
- E. If the President is temporarily incapacitated or unable to perform her duties for a period of 30 consecutive days, the First Vice President/President-elect shall perform the duties of the President until the President resumes her duties or the office is declared vacant by the Executive Committee.
- F. If an officer is incapacitated or unable to perform her duties for a period of three months, the office shall be declared vacant by the Executive Committee.
- G. In the event of three or more vacancies at the same time, the highest-ranking officer shall be empowered to convene a special meeting of the State Board for the purpose of holding a special election.

## **ARTICLE V DUTIES OF OFFICERS**

### **Section 1. The President:**

- A. Shall be the official representative of the GFWC Georgia.
- B. Shall preside at all annual or special meetings of the GFWC Georgia, the State Board, and the State Executive Committee.
- C. Shall call meetings of the State Executive Committee.
- D. Shall call special meetings of the GFWC Georgia and the State Board with the advice of the State Executive Committee.
- E. Shall sign all contracts authorized by the GFWC Georgia Executive Committee.
- F. Shall appoint a Parliamentarian (or Parliamentary Advisor).
- G. Shall appoint a Corresponding Secretary.
- H. Shall supervise the work of the Administrative Assistant.
- I. Shall appoint three Life Directors, three Members-at-Large, a Chairman of the Ella F. White Memorial Endowment Fund, and a Chairman of State Special and Standing Committees to serve on the State Executive Committee.
- J. Shall appoint the State Community Service Program Chairmen, all Standing and Special Committee Chairmen except the Committee for Nominations, and any Special Committees necessary for promoting the programs of GFWC Georgia and/or GFWC.
- K. Shall plan the State Institute.
- L. Shall attend either the fall or spring meeting of each district at least once during her term in office.
- M. Shall record factual resume of accomplishments of the GFWC Georgia during her term of office, to be printed in the next State Yearbook following the close of her administration.

- N. Shall serve as the official GFWC Georgia representative to the GFWC held immediately following at the close of her administration.
- O. Shall accept any further duties as assigned by the Executive Committee and shall sign checks..
- P. Shall consult with the First Vice-President-Elect on the contents of the Achievement Goal Executive Committee.
- Q. Shall present to the Administrative Assistant for her signature the Work Policy Agreement approved by the State Executive Committee.

**Section 2. The First Vice President/President-Elect:**

- A. Shall perform the duties of the office of President in her absence or inability to serve; in case of the President's office becoming vacant, she shall succeed to the office of President.
- B. Shall make her appointments after January 1 of the even year.
- C. Shall coordinate the work of the GFWC Georgia with the District and Club Presidents in cooperation with the State President.
- D. Shall over see the judging of the Achievement Goal Sheet Committee.
- E. Shall accept any further duties as assigned by the State Executive Committee and sign checks, when necessary.
- F. Shall make arrangements and sign contracts for any GFWC Georgia State Convention, Institute, State Board, General Federation of Women's Club, or Southern Region Conference meetings that will occur during her term as President.
- G. Shall be responsible for preparation of Club Packets.

**Section 3. The Second Vice President:**

- A, Shall perform duties of the President in her absence or inability to serve if the First Vice President/President-Elect cannot serve.
- B. Shall work with the Junior Conference Second Vice President, State Community Service Program Chairmen and the District Second Vice Presidents.
- C. Shall edit Plans of Work for the six CSP and all standing special committees and provide the completed Plans of Work to the State President.
- D. Shall assist State Community Service Program Chairmen and the Chairmen of all special and standing committees in obtaining and compiling handout materials for Program Packets.
- E. Shall instruct clubs on reporting and supervise judging of reports and be responsible for determining the winner of the Georgia Federation Cup Award.
- F. Shall accept any further duties as assigned by the State Executive Committee.

**Section 4. The Third Vice President:**

- A. Shall be Chairman of the State Membership Committee.
- B. Shall work with the District First Vice Presidents and District Junior Directors, assisting them with membership and the organization of new clubs.
- C. Shall approve club applications for membership so stipulated in the State Membership Committee Guidelines.
- D. Shall compose or edit a State Membership Handbook and Profile.
- E. Shall accept any further duties as assigned by the State Executive Committee.

**Section 5. The Director of Junior Clubs:**

- A. Shall be the Director of the Junior Conference.
- B. Shall preside at all meetings of the Junior Conference.
- C. Shall call special meetings of the Junior Conference Board, when necessary.
- D. Shall write a factual resume of accomplishments of the Junior Conference during her term of office to be printed in the State Yearbook following the close of her administration.
- E. Shall attend either fall or spring meeting of each district at least once during her term in office.
- F. Shall accept any further duties as assigned by the State Executive Committee.

**Section 6. The Recording Secretary:**

- A. Shall keep minutes of all official proceedings of the GFWC Georgia.
- B. Within 30 days following the State Board Meeting and Annual Convention, she shall file in the State Office original copies of the minutes as approved by the appointed Reading Committee. Copies shall be sent to the President, the First Vice President/President-Elect, and the Parliamentarian.
- C. Within 30 days of an Executive Committee meeting, she shall send to the State Office, the President, the First Vice President/President-elect, and the Parliamentarian a copy of the minutes. Following approval of these minutes, a copy with original attachments shall be filed within 10 days in the State Office.
- D. Shall send her successor within thirty (30) days after the close of her term of office all GFWC Georgia properties in her possession.
- E. Shall accept any further duties as assigned by the State Executive Committee.

**Section 7. The Treasurer:**

- A. Shall assume responsibility on June 1 after election.
- B. Shall be Chairman of the Budget & Finance Committee and present the budget at the Annual Convention.

- C. Shall approve by written or electronic means invoices and other expenditures to be paid.
- D. Shall prepare a report for the Annual Convention, State Executive Committee, and State Board Meeting.
- E. Shall notify clubs by telephone and/or electronic means if they have not been received in the State Office by November 15.
- F. Shall notify clubs in writing if per capita annual dues have not been received by December 1<sup>st</sup>.
- G. Shall keep a record of the Membership Dues, Ella F. White Memorial Endowment Fund Contributions, Arts Scholarship Funds, Lipscomb Society Funds, and any other designated funds collected by GFWC Georgia.
- H. Shall be a member of the State Membership Committee.
- I. Shall be a member of the GOAL Sheet verification committee
- J. Shall accept any further duties as assigned by the State Executive Committee.

**Section 8. The Corresponding Secretary:**

- A. Shall conduct correspondence of the GFWC Georgia under the direction of the President.
- B. Shall accept any further duties as assigned by the State Executive Committee.

**Section 9. The Parliamentarian (or Parliamentary Advisor):**

- A. Shall perform the duties of the office and shall be a member of the State Bylaws Committee and the Resolutions Committee and the Chairman of the State Nominating Committee.
- B. Shall be responsible for ensuring that the updated bylaws is placed on file at GFWC Georgia State Office no later than June 1 of each year.
- C. Shall set the time and place for the meeting of the Nominating Committee and shall provide notice of that meeting to all Committee meeting.
- D. Shall attend the Nominating Committee Meeting as an advisor.
- E. Shall receive the endorsements and accompanying resumes of any individual seeking nomination for State Office and she shall provide copies of these to all the members of the Nominating Committee at the meeting of that Committee.
- F. Shall receive the endorsements and accompanying resumes of any individual seeking nomination for either GFWC Office or GFWC Southern Region Office and shall provide copies of these to all members of the Executive Committee at the February Meeting in the even-numbered year.

**ARTICLE VI  
NOMINATIONS AND ELECTIONS**

**Section 1.** Election of the Officers shall be biennially and shall be by ballot. When only one candidate is nominated for each office and then the election may be by voice vote. The majority of votes cast by those present and voting shall constitute an election. No proxy vote shall be permitted.

**Section 2.** No elected officer other than the Treasurer shall be eligible to serve more than one term in any office. An individual may serve as Treasurer for no more than two (2) consecutive terms.

**Section 3. NOMINATING COMMITTEE:**

- A. There shall be a Nominating Committee which shall nominate a slate of candidates, to include one nominee for each elected office, other than the President and Director of Junior Clubs.
- B. Composition of Committee. This committee shall be composed of one member from each District. The Parliamentarian or Parliamentary Advisor shall serve as Chairman of the Committee, without a vote.
- C. Election of Committee Members. At the fall meeting in the odd-numbered year, each district shall elect one member and an alternate to serve as the district representative on the nominating committee. In the event an elected representative is unable to serve, her alternate may serve in her place. Only the elected members or alternates may serve.
- D. Eligibility. To be eligible to serve on the nominating committee, a person must hold membership in an active club, must have attended at least two State meetings of the current Administration, and must have served as a Club or District President or a member of the State Board. Candidates for GFWC Office are ineligible to serve. No member of the Nominating Committee may serve twice in succession.
- E. Quorum. The quorum for any meeting of the Nominating Committee shall be four.

**Section 4: Nominations:**

- A. Clubs and Districts may propose a candidate for office by submitting a letter to the Nominating Committee and enclosing the resume of the proposed candidate. Letters should be addressed to the committee chairman and postmarked no later than December 1 of the odd-numbered year.
- B. To qualify for any elected office of GFWC Georgia you must have served as a District President or State director of Junior Clubs
- C. The Chairman of the Nominating Committee shall send a report for inclusion in the official call to Convention in the election year. This report shall include the qualifications of all candidates nominated by the Committee.



**Section 5: Nominations From The Floor:**

- A. Nominations may be made from the floor for any office other than President and Director of Junior Clubs.
- B. To be eligible for nomination from the floor, a member must have submitted or resubmitted her qualifications to the Chairman of the Nominating Committee at least 15 days prior to the Convention at which the election will be held.
- C. No member may be nominated of office without her consent.

**ARTICLE VII  
DUES AND FINANCE**

**Section 1. Fiscal Year.** The fiscal year shall be from June 1 to May 31. The accounts of GFWC Georgia shall be audited at the close of each fiscal year.

**Section 2. Dues.** Dues shall be payable annually in advance and are due on or before June 1. For a club or its members to be eligible for District, State or National awards, its dues must be paid no later than December 1 and dues must be paid on the same number of members to the State and District. Club shall pay dues in the following amounts:

- A. Women's Clubs shall pay per capita dues of five dollars (\$5.00) together with the per capita dues for Women's Clubs assessed by GFWC, based on the club's enrolled membership at the time of payment.
- B. Junior Women's Clubs shall pay per capita dues of five (\$5.00) together with the per capita dues for Junior Women's Clubs assessed by GFWC. These clubs shall also pay per capita dues of two dollars (\$2.00) to the GFWC Georgia Junior Conference. Such payment shall be based on the club's enrolled membership at the time of payment.
- C. Juniette Clubs shall pay per capita dues of five (\$5.00) together with the per capita dues for Juniette Clubs assessed by GFWC, based on the enrolled membership at the time of payment.
- D. At large members shall pay dues of twenty-five dollars (\$25.00) together with the per capita dues assessed by GFWC.

**Section 3. New Clubs.** The GFWC dues for new clubs shall be forwarded to GFWC immediately upon their receipt in the State Office. Per capita dues paid by new clubs between July and December 31 shall be applied to the current fiscal year. Per capita dues paid by new clubs between January 1 and June 30 shall be applied to the next fiscal year.

**ARTICLE VIII  
STATE CONVENTION**

- Section 1.** The Convention of the GFWC Georgia shall be held annually. The place shall be announced no later than the meeting of the State Board, and the official call to the Convention shall be mailed no later than 45 days in advance of the date of Convention.
- Section 2.** The voting body of the Annual Convention shall be composed of the State Board, members of the State Standing and Special Committees, the District Officers, and the regularly accredited delegates as stated in Section 3.
- Section 3.** A club paying per capita State and District dues shall be represented by its President or alternate and one delegate for 25 members or less, and for each additional 25 members by one additional delegate or alternate.
- Section 4.** The quorum of the meeting of the Annual Convention shall be 85 voting delegates.
- Section 5.** Voting Delegates shall be seated together in a designated area during the business meeting of the Annual Convention.
- Section 6.** Clubs dues must be paid by December 1st to entitle delegates to vote.
- Section 7.** Each District of the GFWC Georgia will pay \$1.00 per member by January 15 of each year to the GFWC Georgia State Convention Fund. These funds will be paid to the GFWC Georgia State Office and will be used by the district hosting for State Convention expenses. Any funds left over will be deposited back to the designated GFWC Georgia State Convention Funds.

## **ARTICLE IX LIFE DIRECTORS**

- Section 1.** The title of “Life Director” shall be conferred on each President at the close of her Administration. Every Life Director who maintains membership in an active club shall be entitled to vote on the State Board and to a complimentary copy of the State Yearbook.
- Section 2.** At the beginning of her term, the President may request that all Life Directors with membership in an active club be allowed to attend the Executive Committee meetings during her administration without a vote.

## **ARTICLE X STATE BOARD**

- Section 1.** The State Board shall be composed of the members of the Executive Committee, Life Directors, State Community Service Program Chairmen, Chairmen of State Standing Committees, Chairmen of Special Committees, members of the Junior Conference Board, and all Club Presidents or their alternates. The voting body shall be members of the State Board and shall be seated in a designated area during the business meeting of the State Board.
- Section 2.** The State Board shall meet at least annually at a time and place designated by the President.
- Section 3.** The quorum for the meeting of the State Board shall be 51 members.
- Section 4.** The State Board shall transact the business of the GFWC Georgia between the meetings of the Annual Convention.
- Section 5.** Areas of legislation shall be approved at the Annual Convention. Specific legislation may be presented for information and approval at the meeting of the State Board.

## **ARTICLE XI STATE EXECUTIVE COMMITTEE**

- Section 1.** The Executive Committee shall be composed of the elected officers, the immediate past President, three Life Directors, the Corresponding Secretary, the Parliamentarian (or Parliamentary Advisor), the Junior Conference First Vice President/Director-elect of Junior Clubs, the Chairman of the Ella F. White Memorial Endowment Fund Committee, the Chairman of State Standing And Special Committees, the District Presidents, ~~and~~ three members-at-large, and any member of GFWC Georgia who is serving as an elected officer of either GFWC or GFWC Southern Region. In the event the President of any District or the Chairman of the Ella F. White Memorial Endowment Fund Committee cannot attend a meeting the First Vice President of the Districts or the Secretary of the Ella F. White Memorial Endowment Fund Committee may attend in her place. The Chairman of the Tallulah Falls School Board may be invited to attend the Executive Committee meetings as a guest, at the discretion of the State President. No proxy shall be allowed.

- Section 2.** The Executive Committee shall meet at the call of the President or by written request of five members and shall be empowered to transact the routine business and to act in emergencies which arise between regular meetings of the State Board. A vote may be taken by mail, telephone, or electronic means. If taken by telephone, it must be ratified by written vote or ratified at the next meeting.
- Section 3.** The quorum for the meetings of the Executive Committee shall be eleven members.
- Section 4.** The Executive Committee shall employ and terminate upon recommendation of the President, the Administrative Assistant.
- Section 5.** The Executive Committee shall select an auditor/auditors presented by the State President at the Winter Executive Committee meeting each year.
- Section 6.** The Executive Committee shall safeguard the title and seal of the GFWC Georgia so that neither its name, seal nor its official stationery shall be used for any work other than that approved by the Executive Committee of the GFWC Georgia. The State Seal may be used on club and district stationery, provided a copy is sent to the GFWC Georgia State Office.
- Section 7.** The Executive Committee shall recommend the budget to the Convention for approval.
- Section 8.** The Executive Committee shall approve all entries in the GFWC Georgia Policies.
- Section 9.** Vacancies in office shall be filled by the Executive Committee upon recommendation of the President.
- Section 10.** The Executive Committee shall approve the Membership Guidelines established by the State Membership Committee.
- Section 11.** The Executive Committee shall approve the Rules of Reporting.
- Section 12.** The Executive Committee shall approve all changes or additions to awards.
- Section 13.** The Executive Committee shall approve any change in the location of the State Office.

## ARTICLE XII

## **COMMUNITY SERVICE PROGRAMS**

- Section 1.** The work of the GFWC Georgia shall be carried on by State Community Service Program Chairmen in line with the program of the General Federation of Women's Clubs.
- Section 2.** The GFWC Georgia Community Service Programs shall be as follows:
- a. Arts
  - b. Conservation
  - c. Education
  - d. Home Life
  - e. International Outreach
  - f. Public Issues
- Section 3.** There shall be a Chairman and Co-chairman for each Community Service Program.
- Section 4.** Each Chairman shall conduct the work of her Program in accord with a plan approved by the President. No person in the GFWC Georgia shall be permitted to initiate a statewide project which involves the contribution or raising of funds without approval of the Executive Committee.
- Section 5.** All State Community Service Program Chairmen shall deliver all papers and records to the succeeding chairmen at Convention or within ten days after expiration of their term of office.
- Section 6.** The State Community Service Program Chairmen shall be responsible for carrying out and coordinating the plan of work of the Community Service Programs. They shall have such responsibilities at State Institute as assigned to them by the Second Vice President, including Institute, the judging of the club reports regarding the CSP , and submitting a written report no later than March 1, with copies to the President and Second Vice President.

## **ARTICLE XIII COMMITTEES**

- Section 1. State Standing Committees.**
- A. Budget and Finance. There shall be a State Budget & Finance Committee composed of the Treasurer as Chairman, the President, the First Vice President/President-Elect, the Second Vice President, the Director of Junior Clubs, and the Director of Junior Clubs-Elect. The duties of the Budget & Finance Committee shall be to exercise general overseeing of the financial affairs of the GFWC Georgia which shall include the preparation and presentation of the budget to the

Executive committee for approval and to the Annual Convention for adoption.

- B. Bylaws. There shall be a Bylaws Committee composed of the Chairman, the Parliamentarian (or Parliamentary Advisor), and members appointed by the President. The committee shall meet to consider changes in the bylaws.
- C. Communication/Public Relations. There shall be a State Communication/ Public Relations Committee composed of the State Chairman and Communication/Public Relations District Chairmen.
- D. Convention and Meeting. There shall be a State Convention and Meeting chairman to coordinate the work of the various committees necessary for the proper conduct of the Annual Convention, State Institute, State Board Meeting, Executive Board Meetings, and General Federation of Women's Clubs Southern Region Conference.
- E. Credentials. There shall be a State Credentials Committee composed of the Chairman and the Junior Conference Credentials Chairman, and not less than three other members.
- F. Leadership. There shall be a State Leadership Chairman appointed by the President to develop programs to promote leadership on all levels of GFWC Georgia.
- G. Legislation/Public Policy. There shall be a State Legislative/Public Policy Committee composed of the State Chairman and Junior Conference Chairman and other members appointed by the President. Work of this Committee may be coordinated with the District Chairmen to carry out the State Legislative Platform.
- H. Membership. There shall be a State Membership Committee composed of the Third Vice President as Chairman, the Junior Conference First Vice President/Director of Junior Clubs-Elect as Vice Chairman, the Treasurer, the District First Vice Presidents, and the District Junior Directors.
- I. Memorials. There shall be a State Memorials Committee composed of the Chairman and the District Memorials Chairmen. The Chairman shall plan an annual Memorial Service to held at the Annual Convention.
- J. Resolutions. There shall be a State Resolutions Committee composed of the Chairman, the Parliamentarian (or Parliamentary Advisor), and at least one other member.
- K. Scrapbook. There shall be a Scrapbook Chairman who shall be responsible for the scrapbook covering the administration of GFWC Georgia President.
- L. State Awards. There shall be a State Awards Committee composed of the State Chairman, Junior Conference Awards Chairman, Second Vice President, Junior Conference Second Vice President.. The Chairman shall be responsible for collecting and compiling the information for the State Yearbook and for distribution and location of all State Awards during her term as Chairman. The State Awards

Chairman shall write a complete history of all new awards that were initiated during her two year tenure as State Awards Chairman. A copy of all awards shall be kept in a permanent file in the State Office.

- M. Strategic Planning. This committee shall be composed of the GFWC Georgia First Vice President/President elect, Second Vice President, Director-Elect of Junior Clubs, Junior Conference Second Vice President, and one member from each District. The President shall appoint the members from each District and she shall appoint one of these six members to serve as Committee Chairman. This Committee shall develop and promote plans for the future of GFWC Georgia..
- n. Tallulah Falls School. There shall be a State Tallulah Falls School Chairman who will coordinate with the President the special Tallulah Falls School projects the President adopts.. She shall work with the District Tallulah Falls chairmen. She shall work with the Education CSP Chairmen to judge reports and determine the winners of any Tallulah Falls School awards.
- o. Yearbook. There shall be a State Yearbook Committee composed of the Yearbook Chairman, the President, the First Vice President/President-elect, the Second Vice President, the Director of Junior Clubs, and the By-Laws Chairman. The duties of the Yearbook Committee shall be to collect and update information to be included in the state yearbook and check for its accuracy.

**Section 2.** Special Committees. Other committees necessary to the work of GFWC Georgia may be created by the GFWC Georgia President or Executive Committee. Appointments to these committees shall be made by the President with the approval of the Executive Committee.

## **ARTICLE XIV DISTRICTS**

**Section 1. Districts:** The State of Georgia shall be divided into geographic districts, with the geographic Boundaries of each district set by the Strategic Planning Committee, reviewed by the Executive Committee, and approved by the membership. All clubs located within the geographic boundaries designated for a specific district shall be members of that district.

**Section 2. Dues:**

- A All clubs shall pay annual per capita dues as determined in their respective Districts and payment should be sent to the District Treasurer
- B. The District Treasurer shall forward one dollar (\$1.00) per members to the State Office for deposit into the state convention fund. This payment shall be made not later than January 15<sup>th</sup> of each year.
- C. District dues are due June 1. For a club or its members to be eligible for District, State or National awards, its dues must be paid no later than December 1st.

**Section 3. Standing Rules and Policies:**

- A. East District shall comply with these Bylaws and the State Standing Rules. Each District may adopt any policies necessary to facilitate the administration and work of the District. No such policies shall be in conflict with these Bylaws or the State Standing Rules.
- B. A District must submit any proposed policies to the GFWC Georgia Bylaws Committee Chairman for the committee's approval prior to their adoption. A copy of all current District policies shall be placed on file in the State Office.

**Section 4. Officers:**

- A. The elective officers of the District shall be a President, First Vice President/President-Elect, a Second Vice President, a Recording Secretary, and a Treasurer. Any District with one or more Junior Woman's Clubs shall also elect a District Junior Director. The District President shall appoint a Corresponding Secretary and a Parliamentarian (or Parliamentary Advisor).
- B. Eligibility:
  - 1. Members of Clubs in active membership shall be eligible to serve as elected officers. Only those members who have served as a Club President shall be eligible to serve as District President.
  - 2. No member may serve simultaneously as both District President and a Club President or an appointed State Chairman.
- C. Term: The term of office shall be for two years or until such time as a successor assumes office. Officers shall serve from the adjournment of the meetings at which they are elected.
- D. Vacancies in Office: Vacancies in office shall be filled as follows:
  - i. In the event of a vacancy in the office of President at any time during the administration, the First Vice President shall become President and shall serve the remainder of the term. She shall thereafter be eligible to serve a full term as district president.
  - ii. In the event of a vacancy in the office of First Vice President, Second Vice President, Recording Secretary, Treasurer, or District Junior Director, it shall be filled for the remainder of the term by appointment of the Executive Committee by a person meeting the eligibility requirements set forth above in Paragraph B, subject to the approval of the membership at the next meeting.
    - iii. If the President is temporarily incapacitated or unable to perform her duties for a period of 30 consecutive days, the First Vice President shall perform the duties of the President until the President resumes her duties or the office is declared vacant by the Executive Committee.
  - iv. If an officer is incapacitated or unable to perform her duties for a period of three months, the office shall be declared vacant by the Executive Committee.



- v. In the event of three or more vacancies at the same time, the highest-ranking officer shall be empowered to convene a special meeting of the District for the purpose of holding a special election.
  - E. Duties: The First Vice President and the District Junior Director of each District shall serve on the State Membership Committee. All other duties of the District Officers shall correspond to the duties of the like State Officers as set forth in Article V of these Bylaws.

**Section 5. Nominations:**

- A. There shall be a District Nominating Committee composed of three (3) members and two (2) alternates elected at the Fall District Meeting prior to election year. Only the elected members and alternates may serve. The District President shall name one of the elected members as the Chairman.
- B. No two members of the District Nominating Committee shall be from the same club.
- C. The District Committee shall nominate all the elective officers except the District President. The exception to this proviso would be if the District First Vice President/President-Elect had chosen not to move into the President's position.
- D. The District Nominating Committee shall prepare a report which will include the qualifications of nominees, to be sent with the District Call to the next Annual District Meeting held in the spring.
- E. Nominations may be made from the floor provided the consent of the nominee has been obtained and the qualifications submitted or resubmitted to the District President and Chairman of the District Nominating Committee at least fifteen (15) days prior to the Annual District Meeting held in the Spring.
- F. No member of the District Nominating Committee shall serve twice in succession.

**Section 6. Elections:** Election of District Officers shall be biannually and shall be by ballot. When only one candidate is nominated for each office, the election may be by voice vote. The majority of votes cast by those present and voting shall constitute an election. No proxy vote shall be permitted.

**Section 7. District Executive Committee:**

- A. The District Executive Committee shall be composed of the elected officers, the Corresponding Secretary, and the Parliamentarian (or Parliamentary Advisor), and shall meet at the call of the District President or any four members of the District Executive Committee.
- B. The quorum of the District Executive Committee shall be four members.
- C. Vacancies in office shall be filled by the District Executive Committee upon recommendations of the District President.

**Section 8. Meetings:**

- A. Each District shall hold a Fall Meeting and an Annual Meeting in the Spring.
- B. The voting body of District Meetings shall be composed of the District elected officers, the District Corresponding Secretary, the District Community Service Program Chairmen, the Chairmen of District Standing Committees and District Special Committees, the President of each club in the District (or her alternate) and one delegate or her alternate for twenty-five (25) members or less, and for each additional twenty-five (25) members by one additional delegate or alternate, Past District Presidents and Life Directors with membership in the District.
- C. Districts shall meet in the fall following the State Board Meeting of the GFWC Georgia.
- D. The District Presidents shall work with the President in determining the date of the Fall District Meeting.
- E. Districts shall hold their Annual Meeting in the Spring of each, with the date to be determined by the District President and the hostess clubs. Annual Spring Meeting shall be held prior to that year's Annual Convention and no meeting shall conflict with a State meeting. The purpose of this meeting shall be to conduct any business and to present awards.
- F. The call to the District Meetings shall be mailed 45 days in advance of the meeting.
- G. Quorum. The quorum for District Meetings shall be at least 10% of the District's members representing at least 25% of the District clubs.

**Section 9.** There shall be District Standing Committees as follows:

- A. Awards
- B. Membership/Leadership
- C. Memorials
- D. Legislative/Public Policy
- E. Tallulah Falls School
- G. GFWC Signature Project (Domestic Violence Awareness and Prevention).
- H. And such other Standing Committees as deemed necessary by the District.

**ARTICLE XV  
JUNIOR CONFERENCE**

**Section 1.** Membership. Junior Women's Clubs who are members of GFWC Georgia shall also be members of GFWC Georgia's Junior Conference.

**Section 2. Officers.**

A. **Titles.** The elected officers of the Junior Conference shall be a Director of Junior Clubs, a First Vice President/Director-elect of Junior Clubs, a Second Vice President, a Recording Secretary, and a Treasurer. A Corresponding Secretary and a Parliamentarian (or Parliamentary Advisor) shall be appointed by the Director of Junior Clubs.

B. **Eligibility.** Members of Junior Woman's Clubs paying per capita dues to GFWC Georgia and their District shall be eligible to serve as officers. To be eligible for the office of Director of Junior Clubs and First Vice- President/Director-elect of Junior Clubs, a member must have served as a Club President.

C. **Term.** The term of office shall be two years or until such time as a successor assumes office. Officers shall serve from the adjournment of the convention at which they are elected until the adjournment of the

convention at which their successors are elected. The director-elect shall assume the duties of Director of Junior Clubs at the adjournment of the next even-numbered your convention. Unless otherwise specified herein, any part of a term in excess of twelve (12) months shall be considered a term in deciding eligibility for election. No elected officer other than the Treasurer shall be eligible to serve more than one term in any office.

**D. Vacancies in Office.** A vacancy in office shall be filled as follows:

- (i) In the event of a vacancy in the office of Director of Junior clubs, the Director-elect shall become Director and shall serve the remainder of the term. She shall thereafter be eligible to serve a full term as Director of Junior Clubs.
- (ii) In the event of a vacancy in the office of Director-elect during the first year of the administration, the Second Vice President may assume the office. If she declines the office she shall continue in her current office for the remainder of the term. The vacancy shall thereafter be filled by the Junior Conference Executive Committee by appointment of a person meeting the eligibility requirements set forth above in paragraph B. Any such appointment shall be approved by the Junior Conference Board within 21 days by mail or electronic vote, if necessary. If a vacancy occurs in the office during the second year of the administration, the position shall remain vacant until the next election.
- (iii) In the event of a vacancy in the office of Second Vice President, recording Secretary, or Treasurer, it shall be filled by appointment of the Junior Conference Executive Committee by a person meeting the eligibility requirements set forth above in paragraph B for the remainder of the term, subject to the approval of the Junior Conference Board at the next meeting.
- (iv) If the Director of Junior Clubs is temporarily incapacitated or unable to perform her duties for a period of 30 consecutive days, the Director-elect shall perform the duties of the Director until the

Director resumes her duties or the office is declared vacant by the State Executive Committee.

- (v) If an officer other than the Director of Junior Clubs is incapacitated or unable to perform her duties for a period of three months, the office shall be declared vacant by the Junior Conference Executive Committee.
- (vi) In the event of three or more vacancies at the same time, the highest-ranking officer shall request that the State President convene a special meeting of the Junior Conference for the purpose of holding a special election.

### **Section 3. Duties of Officers**

#### **A. The Director of Junior Clubs:**

1. Shall be the official representative of GFWC Georgia's Junior Conference.
2. Shall preside at all meetings of the Junior Conference, its Executive Committee, and its Board.
3. Shall call special meetings of the Junior Conference, its Executive Committee, and its Board when necessary.
4. Shall appoint a Parliamentarian (or Parliamentary advisor).
5. Shall appoint a Corresponding Secretary.
6. Shall appoint two members at large to serve on the Junior Conference Executive Committee.
7. Shall appoint the Chairmen and members of any standing or special committees of the Junior Conference, with the exception of the Membership Committee.
8. Shall serve as a member of the State Budget and Finance Committee.
9. Shall serve as a member of the State Yearbook Committee.
10. Shall attend either the fall or spring meeting of each district at least once during her term in office.
11. Shall serve as the official representative of the GFWC Georgia Junior conference to the GFWC Annual Convention held immediately following the close of her administration.
12. Shall write a factual resume of the accomplishments of the Junior Conference during her term of office, to be printed in the State Yearbook following the close of her administration.
13. Shall accept any further duties as assigned by the State Executive Committee.

#### **B. The First Vice President/Director of Junior Clubs-Elect:**

1. Shall make the appointments for her administration after January 1 of the even year, subject to the approval of the State First Vice President/President-Elect.

2. Shall serve as Chairman of the Junior Conference Committee on Membership and Vice Chairman of the State Committee on Membership.
3. Shall serve as a member of the State Budget and Finance Committee.
4. Shall serve as a member of the State Strategic Planning Committee.

**C. The Second Vice President:**

1. Shall work with the State Second Vice President and shall be responsible for determining the winner of the Gertrude Harris Club Award.
2. Shall work with the State Second Vice President and the clubs of the Junior Conference on implementation of the community service program plans of work.
3. Shall serve as a member of the State Strategic Planning Committee.

**D. The Recording Secretary:**

1. Shall keep the minutes of the official proceedings of the Junior Conference.
2. Shall retain the original minutes in the official Minutes Book and send duplicate copies to the Director of Junior Clubs, the First Vice President of the Junior Conference, and the GFWC Georgia State Headquarters no later than fifteen (15) days after each meeting.
3. Within thirty (30) days after the close of her term of office, she shall provide her successor all Junior Conference properties in her possession.

**E. The Treasurer:**

1. Shall assume responsibility on June 1 in the even-numbered year.
2. Shall collect and deposit all Junior Conference monies in a federally insured bank designated by the Junior Conference Executive Committee.
3. Shall notify clubs of the Junior Conference by written or electronic means if their dues have not been received by November 15. She shall also notify any club of the Junior Conference in writing if their dues are not received by December 1.
4. Shall prepare the annual budget with the assistance of the Director of Junior Clubs for approval by the Junior Conference Board.
5. Shall pay all bills authorized by the annual budget.
6. Shall keep an exact amount of all receipts and expenditures.
7. Shall make a report to the Junior Conference Executive Committee and a written report at the Junior Conference Annual Business meeting.

8. Shall have accounts reviewed at the end of each Administration and by June 1 of the even-numbered year, shall deliver to the incoming Treasurer all money, vouchers, books, and papers in her custody.
9. Shall serve as a member of the Achievement Goal Sheet Verification Committee.

#### **Section 4. Nominations and Elections.**

##### **A. Nominating Committee**

- (i) There shall be a Junior Conference Nominating Committee composed of four elected members and the Parliamentarian (or Parliamentary Advisor) of the Junior Conference, who shall serve as Chairman.
- (ii) The four members shall be elected, together with two alternates, at the meeting of the Junior Conference Board in the odd-numbered year. Only elected members or their alternates may serve.
- (iii) Each district may have no more than one member on the committee, and no committee member may serve twice in succession.
- (iv) The quorum for any meeting of the Nominating Committee shall be three.
- (v) The chairman of the committee shall submit a written report to the State Office by February 1 of the even-numbered year for inclusion in the Call to Convention. This report shall include the resumes of all candidates nominated for office. The committee shall also report at the Junior Conference Annual Business Meeting in the even-numbered year.

##### **B. Nominations.**

- (i) Clubs and Districts may propose a candidate for office by submitting a letter to the Nominating Committee and enclosing the resume of the proposed candidate. Letters should be addressed to the committee chairman and postmarked no later than December 1 of the odd-numbered year.
- (ii) No club may nominate more than one member for elected office. Districts may nominate more than one candidate, provided the candidates are from different clubs.

##### **C. Nominations from the floor.**

- (i) Nominations may be made from the floor for any office except the Director of Junior Clubs.
- (ii) To be eligible for nomination from the floor, a member must have submitted or resubmitted her qualifications to the Chairman of the Nominating Committee at least 15 days prior to the convention at which the election will be held.
- (iii) No member may be nominated for office without her consent.

- D. Elections.** Election of officers shall be biennially and shall be by ballot. When only one candidate is nominated for each office, the election may be by voice vote. The majority of votes of those present and voting shall constitute an election. No proxy vote shall be permitted.

### **Section 5. Dues and Finance.**

- A. The fiscal year shall be June 1 to May 31.
- B. In addition to paying State and District per capita dues, Junior Clubs shall pay annual dues of \$2.00 per member to the Junior Conference. The number of club members for which Junior Conference dues are paid must be equal to the number of members for whom State and District dues were paid.
- C. Dues should be mailed, together with a copy of the club roster, to the Junior Conference Treasurer no later than June 1. Dues are delinquent if not received by December 1.
- D. No club or its individual members shall be eligible for awards if payment of per capita State, District, and Junior Conference dues is not made by December 1.

### **Section 6. Junior Conference Board.**

- A. The Junior Conference Board shall transact the business of the Junior Conference between the Annual Business Meetings.
- B. The voting body of the Junior Conference Board shall be composed of the members of the Junior Conference Executive Committee, all past State Directors of Junior Clubs, the Chairmen of Junior Conference Standing and Special Committees, any member of the Junior Conference serving as a Chairman of a State Standing or Special Committee or Community Service Program, all District Junior Directors, all Junior Conference Club Presidents or their alternates, and the State President.
- C. The Junior Conference Board shall hold its meetings at a time and place designated by the Director of Junior Clubs, with the approval of the State President. No meeting shall conflict with any scheduled meeting of the State Executive Committee or State Board.
- D. The quorum for meetings of the Junior Conference Board shall be fifteen (15) members.

### **Section 7. Annual Business Meeting.**

- A. The Junior Conference shall hold an Annual Business Meeting at the State Convention, with the time and place to be approved by the State President and announced in the Call to Convention.
- B. The voting body of the Annual Business Meeting shall be composed of the Junior Conference Executive Committee, the Junior Conference Board, and Junior Club delegates to the State Convention. No proxy votes shall be allowed.

### **Section 8. The Junior Conference Executive Committee**

- A. The Junior Conference Executive Committee shall be composed of the elected Junior Conference officers, the immediate Past Director of Junior Clubs, the

Corresponding Secretary, the Parliamentarian (or Parliamentary Advisor), two (2) members-at-large, and all District Junior Directors.

B. The Committee shall meet at the call of the Director of Junior Clubs or by written request of three (3) members and shall transact both routine and emergency business that arises between regular meetings of the Junior Conference Board.

C. The quorum for a Committee meeting shall be eight (8) members.

D.

## **Section 9. Junior Conference Committees.**

### **A. Standing Committees.**

(i) Awards. There shall be a Junior Conference Awards Chairman who shall serve on the State Awards Committee. She shall be responsible for the distribution and location of all Junior Conference Awards during her term as Chairman. She shall deliver to her successor not later than June 1 of the even-numbered year all records concerning Junior Conference Awards, as well as any awards that are in her possession.

(ii) Credentials. There shall be a Junior Conference Credentials Chairman who shall serve on the State Credentials Committee.

(iii) Membership. There shall be a Junior Conference Membership Committee composed of the Junior Conference First Vice President/Director-elect of Junior Clubs, who shall serve as Chairman, and the District Junior Directors.

**B. Special Committees.** Other committees necessary to the work of the Junior Conference may be created by the Director of Junior Clubs or Junior Executive Committee. Appointments to these committees shall be made by the Director of Junior Clubs with the approval of the Junior Executive Committee.

## **Section 10. Standing Rules.**

A. The Junior Conference may adopt any standing rules necessary to carry out the work of the Junior Conference. Such standing rules shall be proposed by the Junior Conference Executive Committee and approved by the Junior Conference.

B. No standing rule may conflict with the Bylaws or Standing Rules of GFWC Georgia.

C. All standing rules adopted by the Junior Conference shall be submitted to the State Parliamentarian (or Parliamentary Advisor) for approval and placed on file at the State office.

## **ARTICLE XXII JUNIORETTES CLUBS**

**Section 1.** Definition: Clubs whose membership is composed entirely of middle school/junior, and high school age young women shall be classified as Juniette Clubs. Such clubs shall hold active membership and shall participate in the regular programs of the GFWC Georgia.



- Section 2.** Each Juniorette Club shall be sponsored by a club (General or Junior) holding active membership in the GFWC Georgia. One member of the sponsoring club shall act as an advisor and attend all Juniorette meetings and activities without a vote.
- Section 3.** Juniorette Clubs shall pay annual dues as designated in the Bylaws of the General Federation of Women’s Clubs and per capita dues to State and District.
- Section 4.** Each Juniorette Club shall have one vote at all State and District Meetings.
- Section 5.** Junioresettes shall compete in the General Clubs Category for Award.

**ARTICLE XXIII  
ELLA F. WHITE MEMORIAL ENDOWMENT FUND**

- Section 1.** The GFWC Georgia owns the Ella F. White Memorial Endowment Fund.
- Section 2.** The principal of said Ella F. White Memorial Endowment Fund shall be preserved unimpaired and the net income only shall be used for operational funds of the State Headquarters.
- Section 3.** The Fiscal Year shall be from June 1 to May 31<sup>st</sup> of each year, the same as the State Financial Year.
- Section 4.** The Fund shall be under the direction of the Ella F. White Memorial Endowment Fund Committee. The Committee shall be composed of five (5) Trustees nominated and elected by the State Executive Committee of the GFWC Georgia and ratified by the State Board of the GFWC Georgia. The President of the GFWC Georgia shall appoint one of the elected trustees as chairman for a term of two (2) years to run concurrently with the term of the State President. Trustees shall serve staggered terms of five (5) years and may not succeed themselves. The Secretary shall be elected by the Trustees following the State Board meeting for a two (2) year term. In case of a vacancy on the committee the State President of the GFWC Georgia, with the approval of the State Executive Committee, shall appoint a member of the GFWC Georgia to fill an unexpired term. Members filling an unexpired term of one (1) year or less may be elected to serve a regular term. The First Vice President/President-elect, Treasurer, and the Director of Junior Clubs of the GFWC Georgia shall serve as ex-officio members of this committee. The State president shall serve on the committee as a voting member.

- Section 5.** The financial agent of the GFWC Georgia in holding, managing, investing, and reinvesting the assets of the Ella F. White Memorial Endowment Fund, shall be appointed by the State Executive Committee of the GFWC Georgia at any regular meeting, or called meeting of the State Executive Committee of the GFWC Georgia.
- Section 6.** This committee shall meet at least twice a year at the Call of the Chairman with at least two weeks notice. Minutes shall be taken by the Secretary and kept on file at State Headquarters.
- Section 7.** Only Committee members may attend the meetings of the Ella F. White Memorial Endowment Fund Committee.

#### **ARTICLE XXIV LIPSCOMB SOCIETY**

- Section 1.** The Lipscomb Society was established in 2010 to help with the preservation of the Mary Ann Lipscomb Cottage located on the Tallulah Falls School Campus at 900 School Road, Tallulah Falls, Georgia.
- Section 2.** The Lipscomb Cottage is the State Headquarters of the GFWC Georgia and has been granted a life estate and is perpetually leased to the GFWC Georgia by Tallulah Falls School, Inc. for as long as the GFWC Georgia is in existence.
- Section 3.** There shall be a Lipscomb Society Committee composed of a least three (3) members of the GFWC Georgia who will be appointed by the State President. One of these Committee members will be the Lipscomb Society Chairman.
- Section 4.** Members, Clubs, and Districts of the GFWC Georgia are encouraged to make contributions annually. There are three levels of contributions:

Level One: \$900.00  
Level Two: \$90.00  
Level Three: \$9.00

Members who contribute will be recognized at Annual State Convention.

- Section 5.** Lipscomb Society monies spent must have the approval of the State President and at least two (2) members of the Committee. A report of all monies received and spent shall be given at the State Executive Board Meetings by the Lipscomb Society Chairman.
- Section 6.** The funds shall be in a separate account and managed by the State President and the Lipscomb Society Chairman.

**Section 7.** The funds shall be used for interior décor and furnishings and as specified in Section 8 of this Article.

**Section 8.** The Lipscomb Society Committee may host no more than two events annually at the Lipscomb Cottage on behalf of GFWC Georgia. These events shall be voted on by the Committee and approved by the State President. The Committee may spend up to \$1,000 in Lipscomb Society funds annually on these events.

## **ARTICLE XXV STATE OFFICE**

**Section 1.** The GFWC Georgia shall maintain State Headquarters which shall be under the direction of the State President.

**Section 2.** The Administrative Assistant works under the direction of the State President and is charged with the responsibility of carrying on the routine work of the GFWC Georgia. The Administrative Assistant does not determine policy nor represents the GFWC Georgia at meetings. She shall be employed and terminated by the State Executive Committee upon recommendation of the State President. The Administrative Assistant shall serve under a Work Policy Agreement and shall be subject to an annual review.

**Section 3.** The Administrative Assistant shall make deposits. Deposit slips shall be made in duplicate; one for the bank and one for the office files. A stamp will be used for the endorsement. Money will be expended by the State Treasurer as authorized by the budget and approved by the State President.

**Section 4.** At the close of an Administration, the State Treasurer, working with the immediate past State President, shall be responsible for paying annual State Convention expenses. Following any Annual State Convention, the State Treasurer shall prepare a report of the expenses of the State Convention for the State Executive Committee meeting in the Fall.

**Section 5.** The Administrative Assistant and the State Treasurer shall make records ready for an audit made at the close of each fiscal year.

**Section 6.** Permanent mailing addresses for funds shall be in the State Headquarters.

**Section 7.** Operating funds of the GFWC Georgia shall be placed in a federally insured bank approved by the State Executive Committee. The State

President and State Treasurer shall account for all funds collected, raised, and expended by the GFWC Georgia.

## **ARTICLE XXVI ETHICAL STANDARDS**

- Section 1.** Ethical Standards GFWC Georgia requires its State Officers, State Executive Committee, and Members to observe high standards of ethical conduct in the execution of their duties and responsibilities.
- Section 2.** Confidentiality. State Officers, State Executive Committee, and Members shall not disclose confidential or proprietary information belonging to GFWC Georgia or obtained through their affiliation with the organization, other than to persons who have a legitimate or legal need for such information.
- Section 3.** Conflict of Interest. State Officers, State Executive Committee, and Members shall act in the best interest of GFWC Georgia. They shall be disqualified from acting when they have any actual or potential conflict of interest that may impede or be perceived as impeding their capacity to act in good faith in the best interest of GFWC Georgia.
- a. Presumption of Conflict. A conflict of interest shall be presumed when:
1. An Officer or member of the State Executive Committee, or
  2. Any individual acting in that capacity for a member or Constituent Division; or
  3. A member of their immediate family has a close affiliation or interest in an affected organization or company or could expect financial gain or loss from a matter being considered by GFWC Georgia.
- Section 4.** Indemnification. GFWC Georgia shall indemnify, to the fullest extent permitted by law, any current or former State Officer or member of the State Executive Committee, or liability for resulting from acts taken on behalf of GFWC Georgia in their official capacity. An individual shall be entitled to indemnity only to the extent that their conduct was authorized by GFWC Georgia. The State Executive Committee shall take action as may be necessary to authorize an appropriate amount of indemnification, after consulting with the legal counsel.

## **ARTICLE XXVII AMENDMENTS**

These bylaws may be amended at the Annual State Convention by a two-thirds (2/3) vote of those voting delegates present and voting provided a copy is appended to the Call for State Convention. Proposed amendments may be submitted to the State

Bylaws Committee before December 1 and mailed to the State Bylaws Chairman for the Committee's consideration. Without such previous action and notice, no amendment shall be adopted without a unanimous vote of the State Convention. Amendments shall take effect at the close of the State Convention or at a time designated by State Convention action.

### **ARTICLE XXVIII PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the GFWC Georgia in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the GFWC Georgia may adopt.

### **ARTICLE XXIX DISSOLUTION**

If ever the GFWC Georgia disbands, after all liabilities and obligations have been met, monies left in the Treasury shall be donated equally between the Tallulah Falls School, Inc. Scholarship Fund for Georgia students and the General Federation of Women's Clubs 1734 Society.

### **STATE STANDING RULES**

1. Membership: (transfer)  
A club member transferring within the State of Georgia during the club year whose assessments have been paid to the District and State should not be required by the new club to pay these fees a second time. Procedure in assessing any further monies from the transferring member shall be left to the discretion of the local club. She should not be reported to the State

Headquarters as a new member until the following year. Any member may live in one District and belong to a Club in another District.

2. Meetings:

In the event a conflict exists between a local club function and a scheduled District or State Meeting, it is the responsibility of the local club to adjust the club's schedule accordingly.

3. Achievement Goal Sheet:

A committee composed of the State President, First Vice President/President-elect, as chairman, the Director of Junior Clubs, and the State and Junior Conference Treasurers shall judge and verify figures with the office records. Any discrepancies shall be reported to the District President.

4. Awards:

- a. There shall be awards presented on the State level in each Community Service Program.
- b. Every award must have a first presentation date and a retirement date listed. The retirement date is not to exceed ten (10) years.
- c. If, at the time of retirement, the award is the only one in that community service program, the Awards Committee may consider re-establishing it as an award for the community service program.
- d. If the donor of an award is deceased and family members are unknown, or if the donor is a club which has disbanded the award shall be donated to Tallulah Falls School.
- e. The procedure for establishing a new award shall be as follows:
  1. The person, Club or District desiring to establish a State Award should furnish the State Awards Chairman in writing by April 1 with the following information: (a) name of award; (b) purpose of award; (c) kind of award (silver, certificate, money); (d) retirement date; (e) engraving rules; (f) basis for judging; (g) person or persons responsible for judging; (h) all silver awards shall be non-footed silver trays not to exceed 22 inches in length.
  2. The State Awards Chairman will analyze the proposed new award and submit a recommendation to the State Executive Committee at the pre-convention or post-convention meeting.
  3. An award to be presented at any convention must be approved by the State Executive Committee, who may accept the award subject to some suggested changes.
  4. Before any silver award is accepted for presentation, it is the donor's responsibility to have the name of the award and the date presented engraved on the award.
- f. All awards shall be judged as outlined in the State Yearbook and Georgia Clubwoman Newsletter, and judges shall follow rules as set forth under each individual award. All reports become the property of the GFWC Georgia and will be used by incoming officers and chairmen.

- g. The State Awards Committee shall be composed of the State Awards Chairman, the Junior Conference Awards Chairman, the State President with the First Vice President/President-Elect, Second Vice President, and the Director of Junior Clubs as ex-officio members.
5. One District will host the Annual State Convention. The Annual State Convention location will be determined by the State President taking in consideration the district that is hosting.
6. Rules Governing Resolutions:
- a. All resolutions proposed shall be in the hands of the Chairman of the State Resolutions Committee not less than sixty (60) days prior to the meeting of the State Board of the Annual State Convention.
  - b. All resolutions to be considered at a State Board or the Annual State Convention shall be incorporated in the Call to the State Board meeting or the Call to State Convention.
  - c. Emergency resolutions shall be presented to the Resolutions Committee and receive the endorsement of the President of the GFWC Georgia as an "Emergency." Emergency Resolutions are those whose subject matter has arisen since the preparation of the Call, or those which are governed by a definite time value and which are worthless if action is delayed.
  - d. Regular resolutions shall require a majority vote and emergency resolutions shall require a two thirds (2/3) vote.
  - e. Each resolution shall be typewritten on one side of the paper. Four copies shall be presented to the Chairman. Each resolution shall bear the signature of the person presenting it and the date.
  - f. No resolution will be received by the State Resolutions Committee unless it is presented by a member of the GFWC Georgia and is endorsed by the Community Service Program or Committee under which it functions.
  - g. Resolutions of other organizations will not be accepted by the Resolutions Committee.
  - h. Resolutions previously adopted by the GFWC Georgia may be reaffirmed.
  - i. Copies of all Resolutions passed at the State Board Meetings or the Annual State Convention of the GFWC Georgia shall be sent immediately by the State Resolutions Chairman to the General Federation of Women's Clubs.
7. Tallulah Falls School:
- a. GFWC Georgia is the founder and sole member of Tallulah Falls School, Inc. ("TFS").
  - b. No more than eleven (11) current or former members of GFWC Georgia may serve as members of the Tallulah Falls School Board of Trustees at any one time. In accordance with the Bylaws of TFS, any current or former member of GFWC Georgia wishing to serve on the Board of Trustees should send her resume to the TFS Chairman of the Committee on

- Trustees no later than the third Friday in July of each year in which the Board of Trustees is accepting nominations.
- c. No person may serve simultaneously on both the GFWC Georgia State Executive Committee and the TFS Board of Trustees
  - d. The President and the Director of Junior Clubs of GFWC Georgia shall serve as ex officio members of the TFS Board of Trustees, without a vote.
  - e. The First Vice President/President Elect, the First Vice President of the Junior Conference, all District Presidents, and the TFS State Chairman of GFWC Georgia shall serve on the Committee of Associates of Tallulah Falls School, ex officio.
8. The State Budget and Finance Committee will select and approve an Accounting firm to handle payroll and taxes for our Office Assistant. One designated member of this firm will be on the Payroll Account as well as the State President, First Vice President and Treasurer. This firm will handle direct deposit of paychecks and also taxes for GFWC Georgia's Office Assistant. The firm will also prepare the GFWC Georgia and Federal tax returns.
  9. The GFWC Georgia Federation of Women's Clubs President can apply for a credit card to be used solely for GFWC Georgia Federation business. The Office Manager will be given a credit card with a small portion of this credit and this card is to be used solely for GFWC Georgia Federation business.
  10. There shall be a Policy Manual, which shall be part of the State Yearbook. The State Executive Committee shall approve all entries and deletions.
  11. Standing Rules can be adopted by the majority vote at any business meeting without previous notice.

### **JUNIOR CONFERENCE STANDING RULES**

1. Membership:
  - a. The age limit for the GFWC Georgia Junior Club members shall be left to the discretion of the individual club.
  - b. All past GFWC Georgia Directors of Junior Clubs who continue membership in the GFWC Georgia shall be invited to attend all Junior Conference Board Meetings with no voting privileges.
  - c. Membership transfer forms are available from the Junior Conference First Vice President/Director of Junior-Elect for members in good standing who wish to transfer to other clubs in Georgia or other State Federations.
2. Budget:
  - a. The Junior Conference Treasurer shall be responsible for securing the official past Junior Director's pin. The Treasurer shall make proper allowance for this item in the budget.



- b. An appropriate award shall be presented each year to the winners of the Irene J. Watts Outstanding Clubwoman Award and the Outstanding Citizen Award. They shall be retained permanently by the winners. The Treasurer shall make proper allowance for those two items in the budget.
3. Awards:
    - a. The reporting and judging procedures for the Irene J. Watts Outstanding Clubwoman Award and the Outstanding Citizen Award are listed in the Policy Manual.
    - b. The complete judging procedure for the Gertrude Harris Club Award is listed in the Policy Manual.
  4. Director of Junior Clubs' Pin: The official Director of Junior Clubs' pin shall be presented to each incoming Director of Junior Clubs at Installation during the Junior Conference Annual Business Meeting and Luncheon.

### **DISTRICT STANDING RULES**

1. There shall be two meetings yearly, one the Fall District Meeting, the other the Annual District Meeting held in the Spring.
2. The date of the Fall District Meeting shall be determined by the President, the District President, and the hostess club and cannot be changed without the approval of the President.
3. The date for the Annual District Meeting held in the Spring shall be \_\_\_\_\_.
4. District dues as determined by the District are payable to the District Treasurer. Dues are due June 1 and delinquent after December 1st. No club is eligible for awards if payment of per capita State and District dues is not postmarked on or before December 1st. The number of members for whom dues are paid to State and District must be the same.
5. The District Treasurer shall send to State Headquarters a list of clubs, how many members dues were paid and if they were received on time to the district.
6. The District Treasurer shall send to State Headquarters the one dollar per member for the GFWC Georgia Annual State Convention Fund by January 15.
7. To be eligible for a District Award, a club must pay all dues by the deadline set in rule number 4 of the District Standing Rules.
8. The expenses of the District President shall be \_\_\_\_\_.

9. A District President's pin shall be ordered by the \_\_\_\_\_ for the incoming District President.
10. A past President's guard shall be ordered by \_\_\_\_\_ for the outgoing District President.
11. A retiring District President shall not be expected to serve automatically in any designated position.
12. Flowers for the District President, visiting State Officers and/or guest speakers shall be optional with the hostess club.
13. State Officers other than the President and Director of Junior Clubs attending District meetings pay their own expenses.
14. The District may adopt any projects it chooses in accordance with the State designated plan of work.
15. Awards in the \_\_\_\_\_ District are as follows:
16. The selection of judges shall be in accord with suggestions from the State Second Vice President.
17. The quorum of the Fall District and Annual District Meeting meeting shall be 25 members with 10% of the District Clubs represented.
18. The voting body of the Annual District Meeting in the spring shall be as stated in Article XIV, Section 8: B of the State Bylaws.
19. Individual Club Presidents shall send to the District President, State President, and GFWC Headquarters a report of accomplishments of her club using the GFWC report form. Deadline is February 15. The District President shall make a synopsis of the Club Presidents' reports and shall mail to the State President and First Vice President/President-Elect before March 1.
20. The District President, at the beginning of her administration, should set up a schedule to visit with each club in her District at least once during the two years. The clubs should help her plan her schedule by offering several regular meeting dates and allowing her to choose the one best for her.
21. A club should take care to choose projects located within its own District boundaries unless it is cooperating with a club in the District where the project is located.

22. At the Fall District Meeting in the odd year, the District shall elect a delegate and alternate to the State Nominating Committee. Please refer to Article VII, Section 1 of the State Bylaws.
23. Each District shall take its turn to host the annual State Convention. This will be determined by the rotation set by the State Executive Committee for ~~two~~ one District to host each State Convention. The location of the State Convention shall be determined by the State President taking in consideration the district that ~~are~~ is hosting.
24. District Presidents shall mail or electronically send District newsletters and CALLS to District meetings to all Club Presidents, Past District Presidents and any Life Director who is a member of the district.

## **POLICIES**

1. The official list of Club Presidents (membership list) is available only when authorized by the State President for use of a State Board Member in her work. The District President shall have jurisdiction over the District list of clubs and shall exercise all necessary precautions in the use of this list, when needed for her District work.
2. The master list of clubs belonging to the GFWC Georgia shall not be used for the purpose of advertising or solicitation.
3. The name of the GFWC Georgia may not be used to endorse any product, tour, lecture, event, or organization unless approved by the State Executive Committee.
4. The official seal of the GFWC Georgia may not be used unless authorized by the State Executive Committee.
5. No solicitation of funds from members may be made unless authorized by the State Executive Committee.
6. All changes or additions in awards must be approved by the GFWC Georgia State Executive Committee.
7. All members having State Budget appropriations must submit signed statements at the end of each year with copies to the State President, Treasurer, and Administrative Assistant.
8. Three (3) copies of all reports should be made by State Board Members except the local club presidents: one (1) copy goes to the Recording Secretary, one (1) to the State President, and one (1) kept on file.
9. All State Board Members are expected to turn over to their successors all files and pertinent material acquired during the term of office or chairmanship (Article XIII, Section 4).
10. Any item to appear on the State President's Agenda for a State Executive Committee Meeting, State Board Meeting, or State Convention must be sent in writing to the State President at least thirty (30) days before the date of the meeting.

11. There must be three (3) copies made of any motion to be presented at a meeting or convention, one (1) each for the presiding officer, the recording secretary, and for the committee affected.
12. Resolutions – See Standing Rule 6.
13. A copy of any statewide mailing that goes to all clubs must be approved by the State President and sent to State Headquarters.
14. Dual Membership is the term used when one member of the GFWC Georgia chooses to be a member of more than one GFWC Georgia in the same district or in different districts. To be considered as a dual member, dues must be paid to each club which in turn would pay to the district and state and all membership requirements of each club must be met. At district and/or state meetings, an individual holding dual membership may only represent one club at such meeting. This club representation would be declared at the time of registration.
15. All Life Directors will receive the Georgia Clubwoman Newsletter.
16. The GFWC Georgia Work Policy Agreement and the Responsibilities of the Administrative Assistant as approved by the GFWC Georgia State Executive Committee will be on file at the State Headquarters.
17. The GFWC Georgia First Vice President/President-Elect shall be in charge of purchasing the gift for the outgoing State President.

#### **POLICY FOR STATE NOMINATING COMMITTEE**

1. State Nominating Committee shall be composed of one member or alternate elected by each of the Districts at their Fall District Meeting in the odd year. The persons elected as members of the State Nominating Committee must have attended at least two (2) State meetings of the present Administration and had experience as a Club President or a member of a State or District Board.
2. This Committee shall nominate all the elective State Officers except the President and the Director of Junior Clubs.
3. No member of the State Nominating Committee shall serve twice in succession. If elected delegate or alternate did not serve, the delegate or alternate may be elected the next term. Only the one who served is ineligible to be nominated twice in succession.
4. Only the elected members or alternates may serve at the meetings of the State Nominating Committee.
5. The Parliamentarian (or Parliamentary Advisor) shall serve as chairman.
6. The quorum at any meeting of the State Nominating Committee shall be five.
7. Nominations may be made from the floor except for the President and the Director of Junior Clubs. Members shall not be nominated from the floor unless their qualifications have been sent and/or resubmitted to the Chairman of the State Nominating Committee at least fifteen (15) days prior to the State convention; and provided the consent of the nominee shall first have been obtained.
8. The Chairman of the State Nominating Committee shall send a report with qualifications of nominees for State Elective Officers to the clubs with the official call to State Convention in the election year.

9. Clubs or Districts may make recommendations to the State Nominating Committee. The recommendations including qualifications, shall be sent to the chairman of the State Nominating Committee not later than December 1 of the odd year for consideration by this committee.
10. A nominee cannot serve at the same time on these levels: Elected State Officer, Elected Junior Conference Officer, District President, or District First Vice President.
11. There shall not be more than one elected officer from any one district with the exception of Director of Junior Clubs and State Treasurer.

### **POLICY FOR NOMINATIONS FOR GENERAL FEDERTION OF WOMAN'S CLUB OFFICER AND/OR SOUTHERN REGION OFFICER**

1. Clubs and/or Districts shall send a nominee's resume to the State Parliamentarian/Parliamentary Advisor by December 1 of the odd year.
2. State Parliamentarian/Parliamentary Advisor shall prepare a report for the State Executive Committee with the qualifications of the nominee(s).
3. The State Executive Committee shall vote on the nominee(s) at the Winter Board meeting.
4. The General Federation of Women's Clubs or Southern Region candidate for office shall be ratified by voting delegates at the odd year annual State Convention.
5. Parliamentarian/Parliamentary Advisor shall forward the resume to General Federation of Women's Clubs or General Federation of Women's Clubs Southern Region.

### **POLICY FOR FEDERATING NEW CLUBS**

1. Contact the State Membership Chairman and/or Co-Chairman for any guidance.
2. Each club must be sponsored by an existing club in good standing.
3. As soon as the club organizes, apply to the State Headquarters for a pre-application form. When this has been completed and returned to the State Headquarters, a meeting will be set up for a member of the State Membership Committee to visit with your group. After this meeting, an application form will be given if there seems to be no conflict with GFWC Georgia and General Federation of Women's Clubs Bylaws.
4. The application form, made in triplicate, must be completed and sent with a copy of Bylaws, list of officers, list of charter members, and a check covering dues to State Headquarters.
5. Club will be notified of acceptance and Federation privileges will be granted when the State Membership Committee approves the application.
6. The State President and District President shall be notified.
7. A Charter shall be presented to the club by GFWC Georgia at the next State Convention.

## **POLICY FOR ELLA F. WHITE MEMORIAL ENDOWMENT FUND**

1. All money received by the State Headquarters and marked for the Ella F. White Memorial Endowment Fund will be placed in the General Fund and a check for this money will be written out to be used by the Trustees for investment.
2. Two percent (2%) of net State dues shall be paid to the Ella F. White Memorial Endowment fund.
3. All monies requested for transfer from the Ella F. White Memorial Endowment Fund for use by the GFWC Georgia State Federation, must be approved by the Ella F. White Memorial Endowment Fund committee Chairman, the GFWC Georgia State President, and one additional member of the Ella F. White Memorial Endowment Fund Committee. Annual transfer of funds exceeding \$32,000.00 must be approved by the GFWC Georgia State Executive Committee. Allowable transfers of funds are limited to the net income of the Ella F. White Memorial Endowment Fund.

## **POLICY FOR SELECTING IRENE J. WATTS OUTSTANDING CLUBWOMAN AND OUTSTANDING CITIZEN AWARD**

1. The Junior Conference Awards Chairman and a committee of two other Junior Club members, as appointed by the Director of Junior Clubs, select five GFWC Georgia members, two of whom may be Junior Conference Clubwomen, for each award from as many Districts to act as judges for each of the awards.
2. The Junior Awards Chairman presents these five names for each award at the Junior Conference Board Meeting for ratification and approval by the Board.
3. The Junior Conference Board votes upon three (3) judges and two (2) alternates as presented for each award at the Board meeting.
4. All three (3) judges for each award meet together at a time and place selected by the Junior Conference Awards Chairman for the selection of the award winners.

## **POLICY FOR SUGGESTED PROCEDURES**

1. CHAIN OF COMMUNICATION: Club Chairman to District Chairman; District Chairman to State Chairman; State Chairman to National Chairman (and reverse).
2. Clubs are urged to elect officers at such a time that will allow the new President to attend the GFWC Georgia State Convention. The outgoing President should accept any awards presented at State convention.
3. For better coordination with state and national plans of work, clubs are urged to elect officers each odd year for a two (2) year term to run concurrently with term of State Officers.
4. Clubs are asked to study carefully the TREASURER'S WORKSHEET, observing all the rules.
5. All clubs should send name of new President and all officers, their addresses, and phone numbers after election to the State Headquarters by June 1.

6. All club officers and chairmen are urged to keep notebooks, and to record all pertinent information relative to the duties assigned. All mailings, copies of correspondence and reports, useful clippings, and all other material that will be helpful should be included. These files should be passed along to the succeeding officers and chairmen to promote continuity.
7. Clubs are requested to check ALL important dates with the State Headquarters Administrative Assistant so as to avoid conflict with other dates already set up, such as District, State, and National meetings.
8. Secretary's minutes should be brief and accurate, recording action taken. It is no longer considered good form to use "Respectfully submitted" in closing (Ref. Robert's Rules pages 391, line 27-29).
9. Rules of protocol should be observed with special care when National, State, or District Officers and Chairmen will be present at a meeting. Consult authoritative sources when planning seating, introductions, etc. (unless you have been given other instructions).
10. One (1) copy of the current yearbook shall be given to each local club president (as listed on file in State Headquarters), one (1) copy to members of the State Board, and to certain designated Regional and National Officers and Life Directors. Some additional copies are available for purchase. Copy of yearbook should be included in President's file to be passed on to successor.
11. The GFWC Clubwoman subscription sent to each club president belongs to the club and should be shared with members, brought to meetings, and have attention called to various articles of interest.

### **POLICY FOR PROGRAM**

When planning a club or district program, workshop or seminar, careful consideration should be given to asking State and/or District Officers and Chairmen to speak whose responsibilities include the featured subject matter. For example, the Second Vice President should speak on reporting, program, and project initiation; Conservation Chairman speak on Conservation; Ella F. White Memorial Endowment Fund Chairman speak on the Ella F. White Memorial Endowment Fund, etc.

### **POLICY FOR AWARDS**

1. To be eligible for General Federation of Women's Clubs awards, a club must have paid GFWC Georgia per capita dues.