



Model Chapter Bylaws
In conformity with NYSW, Inc. Bylaws approved 6//08/2024
Note: Notes and explanatory comments are suggestions only

The underlined provisions in these by-laws of the New York State Women, Inc. (**insert name of Local chapter**) are mandatory to ensure this Local Chapter is in conformity with the NYS Women, Inc. bylaws.

ARTICLE I: NAME

The name of this Local Chapter shall be New York State Women, Inc. insert name (hereafter called the Local Chapter).

Note: The Local Chapter's name should be the name of the community or be of geographic/historic interest or have some identifiable meaning to those who are not members.

ARTICLE II: MISSION/VISION

The mission of this Local Chapter shall be to connect and build women personally, professionally and politically. The vision of NYSW, Inc. shall be to empower women to use their voices to create positive change.

ARTICLE III. EMBLEM

Insert Logo

Note: the Local Chapter Logos are available on the NYSW, Inc. website > after login, click on LOGOs

ARTICLE IV: POLICIES

SECTION 1: This Local Chapter shall be nonsectarian, nonpartisan and nonprofit

SECTION 2: The mission, objectives and policies and procedures of this Local Chapter shall in every case also be the mission, objectives and policies and procedures of the State organization.

ARTICLE V: MEMBERSHIP/DUES

SECTION 1: Membership shall be held by individuals who support the mission and objectives of NYSW, Inc. and make payment of appropriate dues. (see appendix for current amount)

Membership categories shall be:

- (a) Member of Local (MOL) Membership shall be open to all individuals who are a member of a local chapter
- (b) Student of Local (SOL) Individuals enrolled in college or university or any accredited educational institution who are also a member of a local chapter.
- (c) Member-at-large: Individuals who support the mission and objectives of NYS inc. who are not affiliated with a local chapter and
 - 1) Are a member of the Staten Organization, or
 - 2) Are a members of the State Organization and a Region

SECTION 2: Dues are payable upon application for membership and renewable annually

SECTION 3: A member, to be in good standing, is one who has paid Local Chapter, Region and State dues

A member in good standing may:

- (a) Request transfer from one Local Chapter to another Local Chapter
- (b) Not be refused acceptance to transfer to another Local Chapter
- (c) Be an associate (or dual) member of another Local Chapter

SECTION 4: Membership dues are Non-Refundable regardless of how payment was made—cash, check, credit card, or Pay-Pal.

ARTICLE VI. LOCAL CHAPTER REQUIREMENTS

SECTION 1: To remain in good standing, this Local Chapter shall:

- (a) Maintain a membership of at least five (5) members and/or student members
- (b) Submit the Local Chapter's bylaws not in conflict with the State bylaws and policies
- (c) Be, or is in the process of becoming, incorporated in the State of New York as a non-profit corporation

SECTION 2: Should membership fall below five (5) members and/or student members, this Local Chapter shall be dropped from the state organization at the end of the second fiscal year

SECTION 3: The Local Chapter shall

- (a) Submit the Local Chapter bylaws for approval by a person designated by the state president
- (b) Submit proposed amendments to the bylaws, with the exception of mandatory changes, to the state bylaws chair for review and approval

ARTICLE VII. FISCAL YEAR

SECTION 1: The fiscal year shall commence on the 1st day of July and shall end on the 30th day of June.

SECTION 2: An audit or auditing committee of ____ members shall be elected at the ____ (specify month) meeting. The committee shall audit the treasurer's records within ten (10) days after the close of the treasurer's term of office and shall report to the Local Chapter at the next regular meeting.

ARTICLE VIII. REGION

Membership in this Local Chapter shall be all inclusive for membership in New York State Women, Inc. and NYSW, Inc. Region (insert Region #)_____.

ARTICLE IX. OFFICERS

SECTION 1: The officers shall be a president, president-elect, vice presidents (name them by title) secretary and treasurer.

Note: Some Local Chapters have a 1st & 2nd Vice President as well as a recording and corresponding secretary

SECTION 2: Officers shall assume their duties immediately following the _____

(specify month or meeting) and shall serve for one – two years or until their successors are duly elected.

SECTION 3: Vacancies in office shall be filled as follows:

- (a) In the event of death, resignation or incapacity of the president, the president-elect shall become president for the unexpired portion or the term.
- (b) A vacancy in the office of president-elect shall remain unfilled until an election is held at the next meeting
- (c) Vacancies in the offices other than president and president-elect shall be filled for the unexpired term by appointment of the president with approval of the executive committee

ARTICLE X. NOMINATIONS

SECTION 1. At the business meeting in _____(specify month) a Nominating Committee of at least three (3) members shall be elected.

SECTION 2. The Nominating Committee, at the annual meeting, shall present one or more nominees for each office.

SECTION 3. Nominations may also be made from the floor. All nominees must have consented to serve if elected.

SECTION 4. No member can be a candidate for more than one office.

ARTICLE XI. ELECTIONS

SECTION 1. Officers shall be elected by ballot at the Local Chapter's annual meeting
Note: it is suggested that Local Chapter's officers be elected prior to the NYSW, Inc Annual Conference.

SECTION 2. A plurality of all votes cast for a given office shall constitute an election

ARTICLE XII. ELIGIBILITY

SECTION 1. To be eligible to serve as an officer or standing chair, a member must be a member in good standing and officially publicly support the state legislative and advocacy platforms.

SECTION 2. Term of Office

- (a) A term of office shall be one - two years
- (b) The President, President-elect and Vice President(s) are eligible to serve for not more than two (2) consecutive terms.
- (c) The Recording Secretary and Treasurer shall be eligible to and may serve more than one consecutive term in the same office.
- (d) Committee chairs shall be appointed for a term of one (1) year and may be reappointed. No person may serve more than three (3) consecutive years on the same committee.
- (e) Six (6) months or more of service shall be considered a term of office in determining eligibility for re-election.

ARTICLE XIII. DUTIES OF OFFICERS

Note: detailed duties should be listed in a Local Chapter's Duties & Responsibilities Manual or can be found in the Manual of Instructions

SECTION 1. The president shall be the principal officer of the Local Chapter and shall:
(a) preside at regular business meetings, board of directors and executive committee meetings and shall be an ex-officio of all committees except the nominating committee.
(b) appoint a parliamentarian, chair and vice chairs of standing and special committees with the approval of the executive committee.

SECTION 2. The president-elect shall act as representative of the president as requested;
(a) Perform the duties of the president in the temporary absence or illness of the president and,
(b) Become president for the unexpired term in case of death, resignation or incapacity of the president

SECTION 3. The first vice and second vice presidents shall serve as liaison for the chairs as requested by the president and:
(a) Shall serve in such other capacities as assigned by the president.
(b) Perform the duties of the president in the absence of the president or president-elect.

SECTION 4. The secretary shall take, record and transcribe accurate minutes of all meetings.

SECTION 5. The Treasurer shall:
(a) Be responsible for all monies of the Local Chapter
(b) Deliver to the successor within _____ days expiration term of office, all books, records and papers.

ARTICLE XIV. BOARD OF DIRECTORS

SECTION 1. The elected officers and standing committee chairs shall constitute a Board of Directors.

SECTION 2. The Board of Directors shall transact business between meetings of the Local Chapter. A report of any recommendations shall be given at the next regular business meeting.

SECTION 3. A minimum of _____ meetings of the Board of Directors shall be held each year.

SECTION 4. Special meetings of the Board of Directors may be called by the president or by one-third of the board provided that two (2) are elected officers

SECTION 5. A majority of the members of the Board of Directors shall constitute a quorum.

SECTION 6. No member shall have more than one vote and no voting by proxy shall be allowed.

SECTION 7. At the written request of the President, a vote may be taken of the Board of

Directors by mail or electronic/technical means. A majority vote shall have the force and effect of a vote taken at a Board of Directors Meeting.

ARTICLE XV. EXECUTIVE COMMITTEE

SECTION 1. The elected officers of the Local Chapter shall constitute the executive committee.

SECTION 2. The executive committee shall have the authority to act for the Board of Directors between meetings of the Board and shall report thereon at the next board meeting.

SECTION 3. Approve the appointment of the parliamentary, standing and special committee chairs.

SECTION 4. The executive committee shall meet on call by the president, or by any two (2) members of the committee for the consideration of special matters between regular meetings of the Local Chapter and the Board of Directors.

- (a) A majority of the members of the executive committee shall constitute a quorum
- (b) No member shall have more than one vote and no voting by proxy shall be allowed
- (c) At the written request of the President, a vote may be taken by mail or Electronic/technical means. A majority vote shall have the force and effect as a vote taken at an Executive Committee meeting.

ARTICLE XVI. STANDING COMMITTEES

Note: 1) detailed duties should be listed in a Local Chapter's Duties & Responsibilities Manual or can be found in the Manual of Instructions

2) there may be additional standing committees, as the Local Chapter requires

The Standing Committees of the Local Chapter shall be advocacy, bylaws, communications, finance, membership and personal and professional development.

ARTICLE XVII. MEETINGS

Notes: 1) The Local Chapter shall decide on the frequency and time of meetings

2) The minutes of the Annual Meeting, as per NYS non-profit-corporate-law, shall include the date and shall state that it is the Chapter's Annual Meeting.

3) A number determined for a quorum is normally $\frac{1}{4}$ of the members or the average number that can be depended on to attend any meeting

SECTION 1: There shall be a minimum of _____ regular meetings a year.

SECTION 2: The regular _____ (specify month) meeting shall be designated the Annual Meeting at which elections shall take place and committee reports summarizing the years activities shall be given.

SECTION 3: Special meetings may be called by the president providing prior notice is given and the purpose of the call to special meeting.

SECTION 4: A quorum shall consist of _____ members

SECTION 5: No member shall have more than one vote and no voting by proxy shall be allowed.

SECTION 6: At the written request of the President, a vote may be taken by mail or electronic/technical means. A majority vote shall have the force and effect of a vote taken at a regular meeting.

ARTICLE XVIII. STATE CONFERENCE

SECTION 1. Any member is eligible to vote at the annual conference of NYSWI providing they have paid the full registration fee and is a member in good standing.

SECTION 2. No individual shall have more than one vote and no voting by proxy shall be allowed.

ARTICLE XIX. PARLIAMENTARY PROCEDURE

The rules of parliamentary procedure comprised in the current edition of Robert's Rules of Order Newly Revised shall govern all procedures of the Local Chapter, Board of Directors, and the Executive Committee, subject to such special rules as have been or may be adopted.

ARTICLE XX. AMENDMENTS

SECTION 1. Amendments to these bylaws may be proposed by the board of directors, the executive committee or by the bylaws committee.

SECTION 2. All proposed amendments shall be presented to the board of directors prior to presentation to the Local Chapter's members.

SECTION 3. All proposed amendments shall be sent in writing to every member at least ten (10) days before they are to be voted on.

SECTION 4. These bylaws may be amended by a two-thirds vote of the members present

SECTION 5. The final adoption by the Local Chapter of amendments to or revisions of these bylaws shall be contingent upon the approval of the state president.

SECTION 6. When an amendment is adopted to state bylaws which affects Local Chapter bylaws, the Local Chapter shall automatically amend its bylaws to conform. The model local chapter bylaws are amended as well. Any conflict shall be resolved in accordance with state federation policy and procedures.

ARTICLE XXI. DISSOLUTION

Upon dissolution of this Local Chapter all its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501 (c) (3) of the Internal Revenue code, or to the federal government or to a state or local government, for a public purpose and none of the assets shall be distributed to any member, officer or trustee of the Local Chapter.

APPENDIX

ANNUAL DUES

Per Active Member

Effective insert date

Total Amount

\$ insert amount

NYSW, Inc.

\$ 35.00

Region

\$ insert amount

Local Chapter

\$ insert amount

Per Student Member

Total Amount

\$ insert amount

NYSW, Inc.

\$ 15.00

Region

\$ insert amount

Local Chapter

\$ insert amount

Per Associate / Dual Member

Insert Local chapter name

\$ insert amount

Membership Dues are Non-Refundable regardless how payment was made – cash, check, credit card or PayPal