

BYLAWS

Business and Professional Women of St. Petersburg-Pinellas

Effective October 15, 2015

**Amended and Restated
BYLAWS
Of Business and Professional Women of St. Petersburg-Pinellas**

ARTICLE I - NAME

The name of this local organization shall be the Business and Professional Women of St. Petersburg-Pinellas (known as BPW/St. Petersburg-Pinellas) in affiliation with the Florida Federation of Business and Professional Women's Clubs, Inc. (BPW/FL).

ARTICLE II – MISSION

The mission of this local organization shall be to achieve equity for all women in the workplace through advocacy, education and information.

The objectives of this local organization shall be:

- (a) To elevate the standards for women in business and in the professions;
- (b) To promote the interests of business and professional women;
- (c) To bring about a spirit of cooperation among business and professional women of Florida; and
- (d) To extend opportunities to business and professional women through education along lines of industrial, scientific and vocational activities.

ARTICLE III - EMBLEM

The emblem shall be in the form of a circle in which the symbols of the Nike, Scroll, Torch Wand, and Ship of Commerce are imposed above the initials NFBPWC.

ARTICLE IV - POLICIES

SECTION 1. This local organization shall be non-sectarian, non-partisan and nonprofit.

SECTION 2. The mission, objectives and policies and procedures of BPW/FL as applicable shall in every case also be the mission, objectives and policies and procedures of this local organization.

ARTICLE V - MEMBERSHIP

SECTION 1. Membership shall be held by individuals who support the mission and objectives of BPW/FL.

Membership categories shall be:

- (a) Member

Membership shall be open to all individuals

- (b) Student

Individuals enrolled in a college or a university, or any other accredited educational institution above the high school level.

- (c) Dual

A member may hold dual local organization membership, paying local dues to both local organizations, with state dues being paid only through the primary local organization.

SECTION 2. Membership in this local organization shall be all inclusive for membership in:

- (a) The Florida Federation of Business and Professional Women’s Clubs, Inc. (BPW/FL).
- (b) The Education Foundation of the Florida Federation of Business and Professional Women’s Clubs (EFFFBPWC).

- SECTION 3. A member in good standing may request transfer from one local organization to another.
- SECTION 4. A local organization may not refuse to accept the transfer of a member in good standing.
- SECTION 5. The only criteria for membership shall be per Article V, Section 1, and the payment of appropriate dues.

ARTICLE VI - LOCAL ORGANIZATION REQUIREMENTS

- SECTION 1. This local organization, to remain in good standing:
 - (a) Shall maintain a membership of at least five (5) members and/or student members;
 - (b) Shall not be an integral part of any other national organization; and
 - (c) Shall insure that the local organization bylaws are current and not in conflict with state bylaws and policies.
- SECTION 2. Should membership fall below five (5) members and/or student members, this local organization shall be dropped from BPW/FL at the end of the second fiscal year.

ARTICLE VII - DUES

- SECTION 1. Dues are payable upon application for membership and renewable annually on the first day of the following month.
- SECTION 2. Member
Annual dues for each member shall include local and BPW/FL dues as specified in the current respective bylaws. (See Appendix for current amount.) State dues shall include a subscription to *The Florida Business Woman*, the official state publication.
- SECTION 3. Student
Annual dues for each student shall include local and BPW/FL dues as specified in the current respective bylaws. (See Appendix for current amount.) State dues shall include a subscription to *The Florida Business Woman*, the official state publication.
- SECTION 4. Dues for each dual member shall include local dues. State dues shall be paid through the primary local organization. (See Appendix for current amount)
- SECTION 5. An entrance fee shall be paid by each new member. (See Appendix for current amount.)
- SECTION 6. A continuing member is one whose dues are paid in the same local organization through the close of the previous fiscal year.
- SECTION 7. A member is in good standing only when local organization and BPW/FL dues are paid.
- SECTION 8. Any member who does not pay dues within sixty (60) days of renewal date shall be removed from the local organization roster.
- SECTION 9. A person who has been removed from the local organization roster for nonpayment of dues may be reinstated upon payment of all delinquent dues for local organization, state and national.

ARTICLE VIII - FISCAL RESPONSIBILITY

- SECTION 1. The fiscal year shall commence on the first day of May and shall end on the thirtieth day of April.
- SECTION 2. An auditor or auditing committee of three (3) members shall be elected at the first meeting in April. The committees 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 organization at the next meeting.

ARTICLE IX - OFFICERS

- SECTION 1. The officers shall be a president, a president-elect, a first vice president, a second vice president, a secretary and a treasurer.
- SECTION 2. A term of office shall be one year.
- SECTION 3. Officers shall assume their duties immediately following the last April meeting and shall serve for one year or until their successors are duly installed.

ARTICLE X - NOMINATIONS AND ELECTIONS

- SECTION 1. Officers shall be elected at the local organization's first meeting in April.
- SECTION 2. To be eligible to serve as an officer, a member must:
- (a) Be in good standing and
 - (b) Officially and publicly support the BPW/FL legislative platform.
- SECTION 3. At a business meeting preceding the annual meeting a Nominating committee of at least three (3) members shall be elected. The Nominating committee shall present to the annual meeting a slate of one or more nominees for each office. Nominations may also be made from the floor.
- SECTION 4. Vacancies in office shall be handled as follows:
- (a) In the event of death, resignation or incapacity of the president, the president-elect shall become the president for the unexpired portion of the term.
 - (b) Vacancies in offices other than the president shall be filled for the unexpired term by the Executive Committee.
- SECTION 5. No member shall hold the same office for more than two (2) consecutive terms.
- SECTION 6. Six months or more shall be considered a term of office in determining eligibility for re-election.

ARTICLE XI - DUTIES OF OFFICERS

- SECTION 1. The president shall be the principal officer of the local organization and shall:
- (a) Preside at all meetings of the local organization and the Executive Committee;
 - (b) Appoint standing and special committee chairs with the approval of the Executive Committee and may also appoint a parliamentarian;
 - (c) Serve as an ex-officio member of all committees except the Nominating committee;
 - (d) Bring to the attention of the local organization all pertinent information from BPW/FL;
 - (e) Authorize all expenditures in accordance with financial policies of the local organization;
 - (f) Be responsible for sending to the State Business Manager:
 - 1) The names and addresses of all officers and chairs immediately following their election or appointment;
 - 2) An immediate report of all changes affecting the above items.
 - (g) Serve, by virtue of her office, as a member of the Board of Directors of BPW/FL; and
 - (h) Appoint an alternate when unable to attend state meetings and provide the alternate with a letter to present to the credentials chair designating the alternate as the president's representative.
- SECTION 2. The president-elect shall:
- (a) Act as representative of the president when requested;

- (b) Become president after the president's term has expired;
- (c) Become president for the unexpired term in case of death, resignation, or incapacity of the president;
- (d) Serve as ex-officio member, without vote, of all committees except the Nominating committee;
- (e) Be responsible for assisting in the orientation of all new members, and;
- (f) Serve in such capacities as assigned by the president.

SECTION 3. The first vice president shall:

- (a) Perform the duties of the president in the absence of the president and president-elect;
- (b) Plan and implement a well-coordinated annual program based on federation objectives, considering the annual program suggested by state federations, ensuring that all areas of local organization activities are involved and that the annual program is submitted to the executive committee for approval; and
- (c) Serve in such capacities as assigned by the president.

SECTION 4. The second vice president shall:

- (a) Perform the duties of the president in the absence of the president, president-elect and the first vice president;
- (b) Become chair of the Membership committee; and
- (c) Serve in such capacities as assigned by the president.

SECTION 5. The secretary shall:

- (a) Take and record accurate minutes of the proceedings of all meetings of the local organization and the Executive Committee, providing those minutes to the president within ten (10) days of the meeting;
- (b) Conduct the correspondence of the local organization; and
- (c) Preserve in a permanent file all official records and correspondence of the local organization.

SECTION 6. The treasurer shall:

- (a) Have charge of all monies of the local organization and shall report thereon at all meetings of the Executive Committee and quarterly to the membership;
- (b) Collect all monies coming into the organization from whatever source and give a proper receipt therefor;
- (c) Keep a list of the names, addresses and occupations of all members;
- (d) Pay all bills upon the written authority of the president;
- (e) Keep an itemized record, in a permanent file, of all receipts and expenditures;
- (f) Forward promptly to the BPW/FL Treasurer all dues and monies payable to BPW/FL; forward BPW/FL dues promptly for all new members; also forward a copy of all new member registrations to the BPW/FL Business office.
- (g) Serve as an ex-officio member of the Finance committee; and
- (h) Deliver to their successor within fifteen (15) days after expiration of term of office all books, records and papers, requesting receipt therefor.

SECTION 7. Each officer, except the treasurer, shall deliver to their successor immediately after retiring from office all accounts, records, books, papers and other property belonging to the local organization.

SECTION 8. The annual written reports of all officers of the local organization shall be made in duplicate, one copy for the president and one copy to remain with the papers of the office.

ARTICLE XII - MEETINGS

SECTION 1. Regular meetings shall be held on the first and third Thursdays of the month, unless otherwise ordered by the local organization or the Executive Committee.

- SECTION 2. The first regular April meeting of each year shall be designated the annual meeting, at which time reports summarizing the year's activities shall be given. New officers will be installed at the last meeting in April.
- SECTION 3. Special meetings may be called by the president or by any five members, provided all members are notified of time, place and purpose of such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.
- SECTION 4. One-fourth of the members shall constitute a quorum.
- SECTION 5. No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIII - EXECUTIVE COMMITTEE

- SECTION 1. The elected officers of the local organization shall constitute the Executive Committee.
- SECTION 2. The Executive Committee shall:
- (a) Supervise the affairs of the local organization;
 - (b) Make recommendations for the local organization's growth and prosperity;
 - (c) Make recommendations to the local organization regarding proposed amendments to the bylaws;
 - (d) Approve regular meeting minutes, which will be posted for electronic review by all members;
 - (e) Transact any business between meetings of the local organization and report thereon at the next meeting of the local organization; and
 - (f) Report at the annual meeting the business transacted by the Executive Committee during the local organization year.
- SECTION 3. The Executive Committee shall meet on call by the president, or by any two members of the committee for the consideration of special matters between regular meetings of the local organization.
- SECTION 4. Standing and special committee appointments made by the president shall be subject to the approval of the Executive Committee.
- SECTION 5. At the request of the President, a vote of the Executive Committee may be taken by mail, facsimile (fax) or email. Such vote shall have the force and effect of a vote taken at face-to-face meetings. The Secretary's records shall contain an accurate record of all such votes.
- SECTION 6. A majority of the voting members shall constitute a quorum for a meeting of the Executive Committee.
- SECTION 7. No member shall have more than one vote and no voting by proxy shall be allowed.

ARTICLE XIV - STANDING COMMITTEES

- SECTION 1. The standing committees of the local organization shall be Finance, Individual Development, Legislation, Membership, Philanthropy, Public Relations, and Young Careerist.
- SECTION 2. To be eligible to serve as a chair or as a member of a standing committee, a member must:
- (a) Be in good standing and
 - (b) Officially and publicly support the state legislative platform.
- SECTION 3. Committee chairs and members shall be appointed for a term of one year and may be reappointed. No person shall serve more than three consecutive years on the same committee.
- SECTION 4. The Finance committee shall be composed of a chair and at least two (2) members.
- It shall be the duty of the Finance committee to prepare an annual budget for the local organization no later than the first regular October meeting of each year, to have general supervision of all expenditures, and to assist the local organization in developing a sound financial policy. The Finance chair shall be a member ex-officio, without vote, of all committees which disburse money.
- SECTION 5. The Individual Development committee shall be composed of a chair and at least two (2) members.

It shall be the duty of the Individual Development committee to organize and coordinate an Individual Development program for the membership.

SECTION 6. The Legislation committee shall be composed of a chair and at least two (2) members.

It shall be the duty of the Legislation committee to carry out the legislative programs adopted by BPW/FL. The committee shall study local legislative needs in order to make recommendations to the local organization.

SECTION 7. The Membership committee shall be composed of a chair and at least two (2) members.

It shall be the duty of the Membership committee to promote, expand, stabilize and orient the membership.

SECTION 8. The Philanthropy Chair shall promote interest in and support of the BPW Foundation, the Education Foundation of the Florida Federation of Business and Professional Women's Clubs, Inc., the Pinellas County Education Foundation and any other organizations supported by the local organization.

SECTION 9. The Public Relations committee shall be composed of a chair and at least two (2) members.

It shall be the duty of the Public Relations committee to present state and local programs and activities through available news media.

SECTION 10. The Young Careerist committee shall be composed of a chair and at least two (2) members.

It shall be the duty of the Young Careerist committee to encourage recruitment of young people ages 21-35 into the membership, organize and coordinate the Young Careerist Program and promote activities that involve the participation of young people ages 21-35.

ARTICLE XV – REPRESENTATION

SECTION 1. This local organization shall have representation at the Annual State Conference of The Florida Federation of Business and Professional Women's Clubs, Inc. as follows:

The voting body at the Annual State Conference shall be any individual who has paid a full conference registration fee and is a member in good standing.

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

ARTICLE XVI – PARLIAMENTARY PROCEDURE

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

ARTICLE XVII – AMENDMENTS

SECTION 1. Amendments to these bylaws may be proposed by the Executive Committee or a bylaws committee.

SECTION 2. All proposed amendments shall be distributed to every member at least ten (10) days before they are to be voted upon.

SECTION 3. All proposed amendments shall be presented to the Executive Committee prior to presentation to the local organization.

SECTION 4. These bylaws may be amended by a two-thirds vote of the members present and voting at any regular meeting.

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

SECTION 6. Any amendment to these bylaws necessitated by amendments to BPW/FL Bylaws shall be effected by this local organization's executive committee and reported to the membership in writing within sixty (60) days

following the adoption of such amendments by BPW/FL. Any conflict shall be resolved in accordance with BPW/FL policy and procedure.

ARTICLE XVIII – DISSOLUTION

Upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of this dissolution shall be distributed to an organization decided by the Board of Directors, which has qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code and state regulations. None of the assets will be distributed to any member, officer or trustee of this organization.

Note: Underlined portions of these bylaws are mandatory by the state organization.

APPENDIX – DUES

MEMBER (Affiliated with a Local Organization)	Annual Amount
BPW Local Organization Amount	\$55.00
BPW/FL Amount <i>(Includes subscription to FL Business Woman)</i>	\$65.00
TOTAL ANNUAL AMOUNT	\$120.00

RETIRED MEMBER (Affiliated with a Local Organization)	Annual Amount
BPW Local Organization Amount	\$30.00
BPW/FL Amount <i>(Includes subscription to FL Business Woman)</i>	\$65.00
TOTAL ANNUAL AMOUNT	\$95.00

STUDENT MEMBER (Affiliated with a Local Organization)	Annual Amount
BPW Local Organization Amount	\$19.00
BPW/FL Amount <i>(Includes subscription to FL Business Woman)</i>	\$26.00
TOTAL ANNUAL AMOUNT	\$45.00

DUAL MEMBER	Annual Amount
BPW Local Organization Amount	\$20.00
TOTAL ANNUAL AMOUNT	\$20.00

\$20.00 ENTRANCE FEE FOR ALL NEW MEMBERS