

**BY-LAWS of the
KENOSHA WOMEN'S NETWORK**
Updated September 2019

ARTICLE I - NAME AND PURPOSE

Section 1: Name

The name of this organization shall be the Kenosha Women's Network, Inc.

Section 2: Purpose

It shall be the purpose of this organization:

- to empower its membership to strengthen themselves by providing opportunities to learn, grow, and serve the community.
- to listen to speakers and receive education on relevant topics within the community.
- to give back to non profit organizations supporting women and children in Kenosha County.

Section 3: Nondiscrimination clause

Kenosha Women's Network, Inc. shall not discriminate on the basis of gender, national origin, race, religion, sexual orientation, handicap, profession, or age.

ARTICLE II - WISCONSIN NONSTOCK CORPORATION STATUS

Section 1: Status

This organization shall be non-stock, nonsectarian, nonpartisan, and nonprofit.

Section 2: Dissolution

A quorum of the membership must vote for dissolution of the Organization.

In the event of dissolution, any remaining assets of the organization shall be distributed under Section 501(c) (3) of the Internal Revenue Code of 2003, as amended.

ARTICLE III - MEMBERSHIP

Section 1: Eligibility

Any person or business shall be eligible for membership in this organization upon submission of a membership application and payment of the required dues. A business membership will consist of up to three representatives per business.

Any member may be eligible to continue membership in this organization provided that the member has paid the required dues and has adhered to the by-laws.

Each new member or business membership, upon payment of dues, has admission into Kenosha Women's Network, Inc.

Section 2: Voting for Board of Directors

Membership of Kenosha Women's Network, Inc. shall elect members of the Board of Directors each November via majority vote.

ARTICLE IV - FISCAL YEAR

Section 1: Fiscal Year

The fiscal year of this organization shall be from Jan 1. through Dec 31.

Section 2: Annual Dues

The annual dues shall be payable on or before March 1 of each year.

ARTICLE V – EXECUTIVE COMMITTEE

Section 1: Executive Committee

- The Executive Committee of this organization shall be a: President, Vice President, Secretary, Treasurer, and Immediate Past President.
- The Executive Committee shall serve for staggered two year terms. An officer shall serve no more than two elected consecutive terms.
- Each officer shall be elected by a majority of the membership present and voting at the Annual Meeting. At the discretion of the board of directors, the officer positions may be co-chaired. Whenever a vacancy shall occur in any such office, the board of directors shall, as soon as possible, appoint a replacement for such officer to serve the duration of the term of the office. The Board of Directors shall appoint the chairpersons of each of the committees.

Section 2: Officers' Duties

- a) President:
The President shall preside at meetings of the Organization. The President shall be the primary spokesperson for the Organization.
- b) Vice President:
The Vice President shall, in the absence of the President, perform the duties of the President. The Vice President shall be responsible for the operations of the organization, including the planning and execution of programs and speakers for the meetings. The Vice President shall serve as the chair of the membership committee.
- c) Secretary:
The Secretary shall keep accurate and permanent minutes of all meetings of the Organization. The Secretary shall keep a file of all relevant correspondence of the Kenosha Women's Network, Inc. and perform all other duties incident to the office of

Secretary. The Secretary will also chair the mini-grant ad hoc committee. The Secretary shall serve as the chair of the communications committee.

d) Treasurer:

The Treasurer shall have charge and custody of all books of account of the Organization and shall perform all duties incident to the office of Treasurer including drafting the annual budget. The Treasurer is responsible to file IRS and mandatory state reports. The Board of Directors shall review the books and records of the organization on at least an annual basis. The Treasurer shall serve as the chair of the events committee.

e) Immediate Past President:

The Immediate Past President serves as an advisor to President and the Board of Directors.

f) If any of the above noted Officers are unable to perform their Officer duties, they shall seek the assistance and guidance of the Executive Committee to fulfill their obligations.

g) Prior to the January membership meeting, each Officer shall deliver to the successor Officers all records, files and related documents.

ARTICLE VI – BOARD OF DIRECTORS

Section 1: Board of Directors

The Board of Directors should consist of the Executive Committee and four to nine additional members. The maximum number of members on the Board of Directors shall be fourteen.

The Board of Directors shall create such ad hoc committees, in addition to the standing committees, as may be necessary to carry out the objectives of the Organization. Such committees shall dissolve 60 days after completion of their purpose, unless extended by the Board of Directors.

Each member of the Board of Directors shall have one vote. In the event of a tie vote, the motion shall fail.

The Board of Directors may only transact business if a quorum is present. A quorum is at least one-half plus one of the members of the Board of Directors.

Board members must attend 75% of meetings.

ARTICLE VII – STANDING COMMITTEES AND COMMITTEE CHAIRPERSONS

Section I: Standing Committees

The following shall be the standing committees of the organization:

- Events/Fund Development
- Communications

- Membership

Each committee have three members of the Board of Directors. Other members of the Organization may also serve on the standing committees. Additional standing committees may be established as needed by the Board of Directors.

ARTICLE VIII – MEETINGS

Section 1: Annual Organization Meeting

The Annual Meeting of the membership of the organization shall be held in November of each year.

Section 2: Special Meetings

Special meetings of the Board of Directors may be called by at least two members of the Board of Directors.

Section 3: Voting

Board of Directors meetings shall be held using synchronous communication.

ARTICLE IX - RULES OF ORDER

The meeting of the Board of Directors and Annual Meeting of Kenosha Women's Network, Inc. shall be conducted in harmony with Robert's Rules of Order, Revised, so long as they do not conflict with these by-laws.

ARTICLE X - AMENDMENTS

These by-laws shall be reviewed every September. The by-laws of this organization may be altered or amended by a majority vote of the Board of Directors. A copy of the proposed amendment shall be sent to the Board of Directors at least 10 days before such meeting and can be sent electronically.