

BYLAWS OF THE EPISCOPAL CHURCH WOMEN OF THE EPISCOPAL CHURCH

OCTOBER 14, 2021 DRAFT

Proposed changes to the bylaws follow.

Please note that items in red are to be struck, while items in green are additions or changes.
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ARTICLE I NAME

The name of this organization shall be the Episcopal Church Women of The Episcopal Church ("Episcopal Church Women").

ARTICLE II PURPOSE

The purpose of this organization shall be to empower the women of The Episcopal Church ("Episcopal Church" or "Church") to carry on Christ's work throughout the world.

ARTICLE III **MEMBERSHIP**

All women, by virtue of their membership in The Episcopal Church, are members of the Episcopal Church Women.

ARTICLE IV OVERSIGHT BY THE EPISCOPAL CHURCH

Officers and members of the National Board as well as adoption of amendments to these bylaws are subject to confirmation by the Presiding Bishop or the Executive Council of the Episcopal Church.

ARTICLE V OFFICERS

Section 1. Designation

The officers shall be President, ~~First~~ Vice-President, ~~Second Vice-President~~, Secretary, and Treasurer. They shall serve as the Executive Committee of the National Board.

Section 2. Duties

A. The President shall:

1. preside at all meetings and the Triennial Meeting;
2. serve as the denominational representative for the Episcopal Church Women;
3. serve on the Episcopal Church Women/United Thank Offering Joint Committee.

B. The ~~First~~ Vice-President shall be responsible for the coordination of the Triennial Meeting.

~~C. The Second Vice President shall be responsible for information and communication and shall serve as Chairman of the Communication Committee.~~

D. The Secretary shall be responsible for all official records including the minutes of all meetings of the organization.

E. The Treasurer shall be responsible for maintaining the financial records of the organization and shall serve as Chairman of the Finance Committee.

Section 3. Term of Office

Officers shall serve for a term of three (3) years or until their successors are elected. Officers' terms shall begin at the close of the Triennial Meeting at which they are elected.

No person may serve more than two consecutive terms in any office. No person shall serve more than three consecutive terms on the National Board.

Section 4. Vacancies

With the exception of the President, vacancies in all offices elected at the Triennial Meeting shall be filled by the National Board. ~~Vacancies for Provincial representatives shall be filled in accordance with that Province's bylaws.~~

In the event of the death or resignation of the President, the Vice (-)President shall assume that office immediately upon notice of that event. In the event of a disability of the President which would prevent her from fulfilling the duties of that office, she may be removed from office by a majority vote of the remaining members of the National Board.

ARTICLE VI THE NATIONAL BOARD

Section 1. Composition

- A. The ~~five~~ **four** elected officers.
- B. One representative from each Province elected by the Province.
- C. Two Members-at-Large elected by ballot at the Triennial Meeting.
- D. One member from the Executive Council, appointed by the Presiding Bishop.

Section 2. Duties

- A. The Board shall carry out the purpose of the organization.
- B. The Board shall plan and present the Triennial Meeting.
- C. The Board shall be responsible for managing all funds of the organization within guidelines of the Domestic and Foreign Missionary Society. It shall adopt an annual budget(s) and report all income and expenses to the Triennial Meeting.

Section 3. Meetings

The National Board shall meet at least twice during the calendar year with the times and places to be set by the Executive Committee. Members of the Board or any committee thereof may participate in any meeting of the Board or Committee by means of conference telephone or electronic equipment by which all persons participating in the meeting can hear each other. Such participation in a meeting shall constitute presence in person at the meeting.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1. Composition

The elected officers of the Episcopal Church Women shall constitute the Executive Committee of the Episcopal Church Women.

Section 2. Duties

The Executive Committee shall be authorized to transact business between the meetings of the Board. A written report shall be sent to the full Board within thirty (30) days of any action taken by the Executive Committee.

ARTICLE VIII ELECTIONS

Section 1. Nominations

There shall be a Nominating Committee which shall consist of one representative from each Province. The names of the members of the Nominating Committee shall be publicized officially at least seven (7) months prior to the Triennial Meeting. The Nominating Committee shall make nominations for all positions set forth in Article VI, Section 1, A and C of these Bylaws. Nominations shall be received by the Nominating Committee no later than five (5) months prior to the Triennial Meeting.

Section 2. Eligibility

Each nominee for officer shall have attended at least one Triennial Meeting as delegate or alternate and shall have the recommendation of one of the following: her Bishop, Diocesan President/Chair, Provincial President/Chair, or, if no Diocesan Episcopal Church Women organization exists, an established Episcopal Women's organization functioning within at least five (5) provinces. Nominees for President and ~~First~~ Vice-President and ~~Second Vice-President~~ shall have served one term on the National Board.

Section 3. Election

Election shall be by ballot at the Triennial Meeting; a majority vote shall elect. In the event that there are three or more nominees for any office and no nominee receives a majority of votes, on each succeeding ballot the name of the nominee receiving the fewest number of votes shall be removed until one nominee receives a majority vote.

ARTICLE IX THE TRIENNIAL MEETING

Section 1. Time and Place

The Triennial Meeting shall be held at the same time and place as General Convention.

Section 2. Purpose

The purpose of the Triennial Meeting shall be to provide a forum for education, training and worship. It shall elect officers and member-at-large and conduct such other business as shall be necessary.

Section 3. Voting Members

Voting members of the Triennial Meeting shall be:

- A. Certified delegates from each diocese, not to exceed four;
- B. Current Episcopal Church Women National Board members;
- C. Province Presidents/Coordinators;
- D. Representatives from established Episcopal women's organizations functioning within at least five (5) provinces, not to exceed two representatives from each organization;
- E. The members of the United Thank Offering Committee.

Section 4. Quorum

Delegates representing a majority of the dioceses registered shall constitute a quorum.

ARTICLE X COMMITTEES

The Finance and Communication Committees and such other committees, as Standing, Special, and Convention together with their chairpersons, shall be appointed by the President, in consultation with the National Board, to carry out the business of the organization. Membership on committees may come from within or outside of the National Board.

ARTICLE XI PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not

inconsistent with ~~(the Constitution and Canons of the Episcopal Church,)~~ these Bylaws and any special rules of order adopted by this organization.

~~(DISCIPLINARY PROCEDURES)~~

Disciplinary action, including dismissal from Board positions, shall be in accordance with ~~(the Constitution and Canons of the Episcopal Church and)~~ those provisions in Disciplinary Procedures in *Robert's Rules of Order Newly Revised* current edition.

ARTICLE XII

AMENDMENT OF BYLAWS

These Bylaws may be amended by a two-thirds vote of those present and voting at any Triennial Meeting, providing written notice has been given to all delegates at least ninety (90) days prior to the Triennial Meeting. Amendments to these Bylaws are subject to ratification by the Presiding Bishop or the Executive Council of the Episcopal Church.

(Amended at the 49th Triennial Meeting, July 9, 2018)