

**NJAWBO**  
New Jersey  
Association of Women Business Owners

***Essex County  
Chapter***

***Policies &  
Procedures***

*Adopted May 2008*

## **NAME**

The name of the Chapter shall be the Essex County Chapter of the New Jersey Association of Women Business Owners, Inc., (a.k.a. NJAWBO) hereinafter referred to as the "Chapter".

The Chapter shall be non-profit, non-partisan, and non-sectarian.

## **OBJECTIVES**

The objectives of the Chapter shall be:

- A. To encourage ownership of business by women;
- B. To provide a voice for women business owners, especially through local, state, and federal legislative bodies;
- C. To foster communication, training, technical assistance, and other learning opportunities specifically oriented toward the needs of women in business through programs and seminars;
- D. To foster leadership by women who own and operate businesses; and
- E. To increase the visibility of women business owners and encourage their participation in the business community.

## **MEMBERSHIP**

### **SECTION A**

Membership at the state level shall be held by individuals who support the objectives of the State. Membership must be held in one of the following categories:

- 1) Active (Voting)  
Women engaged in businesses that financially maintain offices or business facilities and work at these businesses as their major occupation and whose major earned income is derived from that business and are:
  - a) Sole proprietors;
  - b) General partners in a general partnership;
  - c) Corporate shareholders who exercise the power to make major policy decisions and are actively involved in either the overall or the day-to-day management of the firm;
  - d) Commissioned agents or brokers representing a parent company but which company does not control the means and methods by which they operate.
- 2) Associate (Non-voting)  
Individuals, who subscribe to the objectives of NJAWBO and do not qualify for Active membership.

3) Student (Non-voting)

- a) Individuals who subscribe to the objectives of NJAWBO and are currently attending a post-secondary educational institution and are not presently business owners, on an undergraduate, full-time basis, and have presented to the Membership Committee evidence of a validated registration form from that institution proving full-time status.
- b) Individuals who subscribe to the objectives of NJAWBO and are currently attending an educational institution on a post-graduate basis and are not presently business owners, and have presented to the Membership Committee evidence of a validated registration form from that institution proving full-time status.

4) Retired (Voting)

Women who are established business owners and have been a voting member of NJAWBO for at least 3 years and have retired from active participation in their business or have dissolved or sold their business(es), and continue to support the objectives of NJAWBO .

5) Honorary (Non-voting)

Individuals who subscribe to the objectives of NJAWBO may be bestowed with honorary membership. This honor shall be authorized by the State's Board of Trustees and shall be reviewed each fiscal year.

**SECTION B**

In the NJAWBO Essex Chapter:

- 1) Only Active, Associate, and Retired NJAWBO members at the chapter level shall:
  - a) Have voting privileges within the Chapter;
  - b) Hold office (elected or appointed);
  - c) Be appointed to chair Standing and Special Committees;
- 2) Student, and Honorary members shall:
  - a) Not be entitled to voting privileges within the Chapter;
  - b) Not hold office (elected or appointed);
  - c) Not be appointed to chair any committee;
- 3) Student members may serve on Special or Standing committees.
- 4) Honorary NJAWBO members shall not serve on Standing or Special committees.

**SECTION C**

NJAWBO members whose dues have not been received by the State within thirty (30) days after their anniversary date shall no longer be entitled to member benefits,

and their names shall be removed from the corporate membership roster. The Board of Trustees may establish policies for reinstatement of such NJAWBO Members.

#### **SECTION D**

Any member of a committee or officer of the Chapter, who is in direct violation of these Policies & Procedures, including, but not limited to, malfeasance, nonfeasance, and deliberate action that can be proven detrimental to the best interests of the Chapter, will be subject to disciplinary action as provided by Robert's Rules of Order.

#### **SECTION E**

No NJAWBO member may use her official title or connection with the Chapter to subscribe to any document, letter, or statement that is in conflict with these Policies & Procedures, or the policies and objectives of the Chapter.

### **DUES**

#### **SECTION A**

The State Board of Trustees shall determine the amount of annual dues for each membership category as defined in Section A. The amount may be changed but not more than once in a fiscal year.

#### **SECTION B**

Dues shall be payable with application to the State, subject to acceptance of membership within the proper category, and, thereafter, shall be payable on each member's annual anniversary date. Membership shall be for a one-year period from the date joined to the last day of the month prior to the Join Date.

#### **SECTION C**

A specific amount of each member's annual dues will be distributed to the NJAWBO member's Chapter as determined by the State's Board of Trustees.

#### **SECTION D**

Dues for Student membership shall be two-thirds of the current State's Active/Associate rate.

#### **SECTION E**

Dues for the Sustaining membership shall be two-thirds of the current State's rate for Active/Associate members.

#### **SECTION F**

No dues shall be required for honorary membership.

## **FISCAL YEAR**

The fiscal year shall commence on the first day of June and shall end on the 31st of May.

## **POLICIES AND PROCEDURES**

These are the guidelines of the Essex Chapter of NJAWBO. Changes to this document can be brought to a vote at a chapter meeting with 90 days notice.

## **OFFICERS**

### **SECTION A**

The Officers of the Chapter shall be the President, Vice President of Finance (should preferably have a financial background), Nominations Chair, and Corporate Secretary, and as many of the following as available: Vice President of Administration, Vice President of Corporate Relations, President Elect, Immediate Past President, Vice President of Hospitality, Vice President of Marketing (should preferably have a marketing background), Vice President of Member Services, Vice President of Programming, Vice President of Public Affairs (should preferably have a legal background).

### **SECTION B**

A member elected to an office at the Annual Meeting of the Chapter shall assume her duties at the beginning of the fiscal year and shall serve for one year or until her successor is duly elected.

**GENERAL POLICIES AND PROCEDURES**  
**ESSEX COUNTY BOARD OF TRUSTEES**

- 1) The Board of Trustees consists of:
  - a) President
  - b) President Elect
  - c) Vice President of Administration
  - d) Vice President of Corporate Relations
  - e) Vice President of Finance
  - f) Vice President of Hospitality
  - g) Vice President of Marketing
  - h) Vice President of Member Services
  - i) Vice President of Programming
  - j) Vice President of Public Affairs
  - k) Corporate Secretary
  - l) Standing Committee Chairs
  - m) Immediate Past President (serves as ex-officio member with vote)
  - n) Nominations Chair
  
- 2) The Board of Trustees shall:
  - a) Transact the business of the Chapter.
  - b) Hire professional and support personnel, as needed.
  - c) Ratify appointments where approval is required.
  
- 3) Meetings of the Board of Trustees shall be held monthly, when called by the President, or when called by a majority of the Board of Trustees upon written notice to every member.
  
- 4) A majority of the Board of Trustees shall constitute a quorum.
  
- 5) Proxy voting is not permitted.

**GENERAL POLICIES AND PROCEDURES**  
**FOR CHAPTER VICE PRESIDENTS**

**ALL VICE PRESIDENTS—VOTING/ELECTED POSITIONS**

- 1) Position Responsibilities:

- a) Assist the President in the implementation of the programs, policies, procedures, and objectives of the organization.
- b) Serve on the Board of Trustees under the direction of the President.
- c) Serve in such other capacities as assigned by the President.
- d) Approve expenditures related to her budget.
- e) Inform the Board of Trustees of activities and get its approval on major decisions.
- f) Serve as ex-officio member of committees to which they are assigned by the Policies & Procedures or by the President.
- g) Represent the corporation at various functions, as required.

The Vice President(s) shall:

- 1) Serve in an advisory capacity and be responsible for her Standing and Special Committees;
- 2) Serve in such capacities as assigned by the President;
- 3) Serve as ex-officio member, without vote, of her Standing committees as follows:
  - a) Vice President of Administration
    - Historian
    - Parliamentarian
    - Policies and Procedures
  - b) Vice President of Corporate Relations:
  - c) Vice President of Finance:
    - Audit
    - Budget
  - d) Vice President of Hospitality:
    - Meet & Greet
    - Sunshine
  - e) Vice President of Marketing:
    - Publications
    - Public Relations
    - Recycle Chair
    - Webmaster
  - f) Vice President of Member Services
    - Awards
    - Diversity
    - Membership
    - New Member Development

Retention

- g) Vice President of Programming
  - Education
  - Event Coordination
  - Programs
- h) Vice President of Public Affairs
  - Legislation

The Vice President of Finance should preferably have a financial background. The Vice President of Marketing should preferably have a marketing background. The Vice President of Public Affairs should preferably have a legal background.

## **BOARD OF TRUSTEES**

### **SECTION A**

The Board of Trustees shall consist of:

- 1) The elected officers, who shall serve with vote,
- 2) The Standing Committees Chairs, if any, who shall serve without vote.

### **SECTION B**

The Board of Trustees shall:

- 1) Direct the affairs of the Chapter;
- 2) Establish the policies and procedures of the Chapter;
- 3) Determine the place and date of the May Annual Meeting;
- 4) Transact any business between Annual Meetings and report thereon, at the next Annual Meeting;
- 5) Hire professional and support personnel, as needed;
- 6) Ratify appointments where approval is required;
- 7) Be responsible for having an annual audit performed by an accountant;
- 8) Fill a vacancy in an elected office as set forth in the Chapter's Policies and Procedures;

## **SECTION C**

The Board of Trustees shall hold a minimum of six (6) meetings during the fiscal year, the dates to be determined by the Board at its first meeting of the fiscal year.

## **SECTION D**

Special meetings of the Board of Trustees may be called by the President or by one-third of the members of the Board of Trustees then in office, provided two (2) are elected officers. Notice of such meetings must be given to members of the Board of Trustees in writing at least 48 hours prior to the date of the meeting.

## **SECTION E**

Each elected officer shall have one vote. The President will vote only in the event of a tie.

## **SECTION F**

A voting member of the Board of Trustees will be expelled from the Board of Trustees if she is absent from three (3) consecutive board meetings. The expulsion can be overturned by a majority vote of the board. The Secretary shall contact any voting Board member who misses two consecutive board meetings to reach out to her and to remind her of this rule.

## **SECTION G**

A majority of voting members shall constitute a quorum. Proxy voting is not permitted.

## **COMMITTEES**

### **SECTION A**

The Standing Committees of the Chapter shall be:

- 1) Audit, Awards, Budget, Diversity, Education, Event Coordination, Historian, Legislation, Meet & Greet, Membership, New Member Development, Parliamentarian, Policies and Procedures, Programs, Publications, Public Relations, Retention, Sunshine, and Webmaster.
- 2) Chairperson[s] of Standing Committees shall serve on the Board of Trustees without vote.
- 3) The duties of the Standing Committees shall be described in the Policies and Procedures of this Chapter.

### **SECTION B**

Special Committees shall be:

- 1) Created as needed and shall be disbanded on completion of the task for which they were created.
- 2) Chairperson[s] of Special Committees may attend meetings of the Board of Trustees without vote.

### **ELECTED / APPOINTED POSITIONS**

- A. A term is one year in either an elected or appointed position.
- B. The chairperson of a committee or an elected officer may not serve more than two (2) consecutive terms in the same position, unless no other qualified candidate can be found to fill that position.
- C. A member of a committee who has held, for seven (7) months or longer, an elected or appointed position, shall be deemed to have held that position for one term.
- D. A member of a committee may not simultaneously hold more than one (1) of the following elected or appointed positions: President, President Elect, Vice President, Secretary, and Chair of Nominating Committee.

### **DUTIES OF OFFICERS**

#### **PRESIDENT-VOTING/ELECTED POSITION**

The President shall be the principal officer of the Chapter. She shall:

- 1) Preside at all meetings of the Board of Trustees, and at the Annual Meeting in May. She votes only in the event of a tie.
- 2) Set the agenda for the meetings of the Board of Trustees.
- 3) Appoint standing and special chairs and create special committees as she may deem necessary, except Nominations Committee, with the approval of the Board of Trustees.
- 4) Serve as ex-officio member, without vote, of all committees unless otherwise specified except Nominations Committee.
- 5) Interpret and implement the programs, policies, procedures, and objectives of the Chapter.

- 6) Through the Vice Presidents, ensure that a coordinated program, including projects and activities, be developed for the ensuing year in accordance with the objectives and strategic plan of the Chapter.
- 7) Represent the Chapter at various functions as required.
- 8) She, or her designee, will be reimbursed for attending State Board meetings. The President can invite one other Board member, based on the State Board agenda.
- 9) Review monthly expenditures for the Chapter.

#### **PRESIDENT ELECT – VOTING/ELECTED POSITION**

- 1) The President Elect shall:
  - a) In the event of a vacancy in the Office of the President, serve as President for the unexpired term.
  - b) Represent the corporation at various functions, as required.
  - c) Act as President in President's absence or at the President's request.
  - d) Fill in as Secretary in the absence of acting secretary or at the President's request.
  - e) Will follow up on all action items that need to be executed.

#### **IMMEDIATE PAST PRESIDENT – VOTING/NON-ELECTED POSITION**

- 1) The Immediate Past President shall:
  - a) Serve on the Chapter Board, with vote.
  - b) Serve on Chapter Nominations Committee.
  - c) Serve in such capacities as assigned by the President.
  - d) Represent the chapter at various functions as required.

#### **VICE PRESIDENT OF ADMINISTRATION - VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Historian, Parliamentarian, and Policies and Procedures.
- 2) The Vice President of Administration shall:
  - a) Oversee the administration of the organization.
  - b) Oversee the updating of the Chapter Policies and Procedures.
  - c) Act as Parliamentarian, when necessary, in the absence of a separate appointment by the President.

### **VICE PRESIDENT OF CORPORATE RELATIONS – VOTING/ELECTED POSITION**

- 1) The Vice President of Corporate Relations shall:
  - a) Identify and solicit corporate sponsors and define levels of sponsorship.
  - b) Be responsible for developing a positive image for NJAWBO with potential corporate partners.
  - c) Establish long-term relationships that provide entree for NJAWBO members who want to do business with major corporations.
  - d) Act as a communications link between the Chapter and the public and private sectors.
  - e) Establish liaisons with other business organizations.
  - f) Interact and coordinate with State level Vice President of Corporate Relations and Corporate Relations Chair.

### **VICE PRESIDENT OF FINANCE - VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Audit, Budget.
- 2) Goals and Objectives:
  - a) To standardize the accounting procedures in the Chapter to insure that standard accounting procedures are followed.
  - b) To maintain an accurate and efficient accounting system that will tie into the State's for year-end tax filing.
  - c) To set up system of check disbursements insuring that all invoices are approved by the President prior to payment.
  - d) To set up standard recording system.
  - e) To set up monthly and year-end financial reporting system.
- 3) The Vice President of Finance shall:
  - a) Be custodian of all monies and property of the Association to hold, invest, or disburse within approved budget or as directed by the Board of Trustees.
  - b) Serve as ex-officio member, without vote, of committees to which she is assigned by the President.
  - c) Supervise the following activities:
    - i) Deposit of all monies, charges into the proper accounts with proper recording.
    - ii) Preparation of all disbursement checks.
    - iii) Recording of receipts and disbursements in the proper accounting records.
    - iv) Preparation of monthly financial report.

- v) Proper filing of records.
  - vi) Bank reconciliations.
  - vii) Yearly transfer of records, destruction of records over seven years old.
- 4) Approve all disbursement vouchers at the time of signing checks to see that they are within budget.
  - 5) Present the financial report at the monthly Chapter meetings with line items compared to budget.
  - 6) Deliver to the auditor, within 30 days of the close of the fiscal year, all accounts, records, books, papers, and other property needed to prepare the 990 form.
  - 7) Prepare an annual budget based on the previous years' expenses plus anticipated revenues and expenses. At the annual meeting, the membership will vote on the budget for the next fiscal year.
  - 8) Insure that once a year a committee is formed to audit the Chapter's books, preferably with accounting and legal expertise, independent from the standing Vice President of Finance.
  - 9) The Vice President of Finance should preferably have a financial background.

**VICE PRESIDENT OF HOSPITALITY – VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Meet and Greet, Sunshine
- 2) The Vice President of Hospitality shall:
  - a) Identify possible meeting locations, request menus/prices, clear meeting times, and obtain written contract.
  - b) Accept and track meeting RSVPs.
  - c) Be responsible for all meeting check-ins and prepayments in conjunction with the Vice President of Finance.
  - d) Be responsible for assigning two (2) members to collect funds at the door and submit receipts for each meeting.
  - e) At the end of each meeting, report to the Board with specific meeting numbers including number of attendees, visitors, and dollar amounts collected.

**VICE PRESIDENT OF MARKETING – VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Public Relations, Publications, Recycle Chair, and Webmaster.
- 2) Position Objectives: To publicize in print, audio, visual, and electronic media the Chapter and its activities, positions, benefits, events, demographics, and outstanding members.

- 3) The Vice President of Marketing shall:
  - a) Collect and maintain a file of print articles publicizing the Chapter.
  - b) Review contents of prospective member packet. Coordinate with the Vice President of Member Services and present to Board of Trustees for approval.
  - c) Obtain from State Public Relations Chair the up-to-date, computerized media list of daily countywide newspapers, business and women's magazines, and major radio and television stations (private, public, and cable) that she distributes annually to each Chapter.
  - d) Establish and maintain personal contact with key editorial personnel on the countywide media list.
  - e) Disseminate press releases to the various media in appropriate form.
  - f) Establish ongoing communications with State VP of Public Relations.
  - g) The Vice President of Marketing should preferably have a marketing background.

#### **VICE PRESIDENT OF MEMBER SERVICES – VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Awards, Diversity, Membership, New Member Development, and Retention.
- 2) The Vice President of Member Services shall:
  - a) Develop a retention program.
  - b) Assist members in understanding the benefits of membership and enrollment.
  - c) Review contents of new member packet. Coordinate with the Vice President of Marketing and present to Board of Trustees for approval.
  - d) Send welcoming letters to prospective and new members.
  - e) Contact members who are up for renewal of membership and to those members who do not plan to renew.
  - f) Send e-mails to current and prospective members on upcoming chapter meetings and special events.
  - g) Download monthly list of current and prospective members for President and other members of the Board as needed.
  - h) Identify and award chapter longevity and Board recognition plaques.
    - i) Longevity awards, in five year increments, will be presented to qualified candidates at the chapter's annual awards meeting.
    - ii) Recognition awards will be awarded at the chapter annual awards meeting to board members (Officers and Committee Chairs) who have completed their term in one position.

### **VICE PRESIDENT OF PROGRAMMING – VOTING/ELECTED POSITION**

- 1) Responsible for the following committees: Education, Event Coordination, and Programs.
- 2) The Vice President of Programming shall:
  - a) Develop programs of an educational nature for women business owners.
  - b) Plan Chapter programs/events which offer information and opportunities.
  - c) Assist with chapter-wide seminars and/or conferences.
  - d) Coordinate our calendar with outside organizations and other regional chapters.
  - e) Maintain contact with general membership to determine programs of interest.
  - f) Develop feedback/suggestion forum for future program development.
  - g) Outline program development.
  - h) Identify program ideas/possible speakers.
  - i) Provide Vice President of Marketing with information on programs and speakers on a timely basis.

### **VICE PRESIDENT OF PUBLIC AFFAIRS – VOTING/ELECTED POSITION**

- 1) Act as liaison for SBA, SBDC, NJBIA, NJ Chamber of Commerce, local Chambers of Commerce, and other organizations with legislative views similar to the corporation.
- 2) The Vice President of Public Affairs shall:
  - a) Recommend the Chapter's participation and/or sponsorship of specific events and affairs that benefit the Chapter.
  - b) Keep abreast of relevant government events and regulations on the federal and state level.
  - c) Spotlight legislation of interest to members: verbally at board meetings and in writing through the Chapter newsletter and/or printed handouts.
  - d) Make recommendations to the Chapter on position to take on state legislative issues.
  - e) Educate membership on legislative process.
  - f) Participate once a year in the all day event in State Capitol for members to interact with legislators.
  - g) Establish ongoing communication with NJAWBO State Vice President of Public Affairs and State Legislative Chair.
  - h) Preferably have a legal background.

### **CORPORATE SECRETARY – VOTING/ELECTED POSITION**

- 1) The Corporate Secretary shall:
  - a) Attend and take minutes at Board of Trustees meetings, and submit typed copy to the Board of Trustees within 15 days after the meeting. Committee reports should be submitted in writing whenever possible and attached to the minutes.
  - b) Attend and take minutes at the Annual Chapter Meeting and submit typewritten copies within 60 days of its adjournment to the outgoing and incoming Board of Trustees.
  - c) All motions need to be included in the minutes, with the name of the person making the motion. (The name of the person seconding is not required by Robert's Rules, but it is handy to have). If the vote on a motion is not unanimous, the breakdown of the votes should be noted, e.g., 21 for, 3 opposed, 1 abstention, motion carried.

When the vote is a close one, the Secretary should review the attendance/affiliation list to assure that only voting board members actually vote. This is done by comparing the number of voting positions represented, to the actual number of votes entered. Report any discrepancy to the President so that she can take corrective action. Refer to Chapter Policies and Procedures for list of voting positions.

- d) Be sure that the attendance sheet is passed around about one-half hour into the meeting to avoid missing latecomers.
- e) Contact any voting Board member who misses two consecutive board meetings to reach out to her and to remind her of the expulsion rule.

### **NOMINATIONS CHAIR – VOTING/ELECTED POSITION**

- 1) The Nominations CHAIR shall:
  - a) Provide the Chapter with a slate of officers for the upcoming fiscal year to manage the business of the chapter.
  - b) Solicit nominations of Chapter members through an application process.
  - c) Lead a committee to put together the best slate possible, given the constraints of the Policies & Procedures, for the upcoming year.
  - d) Send out the slate to the chapter for voting in a timely manner.
  - e) Oversee the voting process as outlined in the Policies & Procedures.
  - f) Ensure candidates who are not selected for the slate are familiarized with the rules to challenge the slate.

- 2) The Chapter Nominations Committee is composed of, but not limited to, the Chair elected at the chapter's Annual Meeting, the Immediate Past President, and up to four members at large.
- 3) If the Nominations Chair becomes vacant, the Chair shall be filled within sixty (60) days in a special written election held by the Board of Trustees.
- 4) The Nominations Chair may serve only one (1) term.
- 5) The Chair votes in the Nomination Committee only in the event of a tie.
- 6) CANDIDATE CRITERIA
  - a) The President-Elect, Vice President(s), Nominations Chair, and Corporate Secretary shall be elected by a secret, written ballot, to be tallied at the May Annual Meeting. (No proxy voting will be allowed.)
  - b) A candidate for President Elect shall have served on the Chapter Board of Trustees for at least one (1) year of the past three (3) years.
  - c) Members who hold more than one position on the Chapter Board of Trustees will have only one vote.
  - d) Only Active, Retired, and Associate dues-paying Essex Chapter members who are in current good standing and whose dues are current shall be eligible for office.
- 7) CANDIDATE DATA BLANKS
  - a) The Chair of the Chapter Nominations Committee will distribute Candidate Data Blanks to members who are interested in running for Chapter office. The Chair may solicit candidates personally, by addressing Chapter meetings and distributing candidate data blanks, and by sending data blanks to Chapter members with meeting announcements. Candidates may wish to supplement the information requested on the data blanks with copies of resumes and/or letters of recommendation.
  - b) The completed data blanks for Chapter offices should be returned to the Chair of the Chapter Nominations Committee for review by the Nominations Committee.
  - c) The Chapter Nominations Committee reviews the candidate data forms and prepares a slate of nominees. The Nominations Committee is not limited to candidate data submitted for its nominees. It may nominate any Active, Retired, and Associate current dues-paying member whose dues are current and in good standing, who it believes to be best qualified for any particular office.
- 8) PROCEDURES FOR PETITION
  - a) A current member, who petitions 15% of the chapter's voting members calculated as of January 1, must be placed on the ballot by the Nominations Committee and her candidate data must be sent out with the committee's ballot. Such petitions must be received by the Chair of the Chapter Nominations Committee within 15 days of the slate being announced.

- b) Signers can sign only once for the same office (any signer's name appearing on more than one petition for the same office will be stricken from all petitions for that office).
- c) The signature of the petitioner must appear on the petition to express her willingness to run for that office.
- d) It will be the responsibility of the Chair of the Nominations Committee to ascertain that:
  - i) the petitioner is a current dues-paying member with up-to-date dues.
  - ii) that the signatures are valid.
  - iii) that the number of signatures represents fifteen percent (15%) of the total Chapter membership as calculated on January 1.
- e) For continuity of information that will appear on the candidate data part of the ballot, it is suggested that each petitioner be asked to complete an application for elected office.

#### 9) BALLOTS/ELECTION

- a) The Nominations Committee shall distribute the slate of nominees and their manner of nomination, i.e., nominated by committee or by petition, together with candidate data, and a written ballot, to all members at least thirty (30) days before the Chapter Election, which takes place at the Chapter's May Annual Meeting.
- b) The President Elect, Vice Presidents, Nomination Chair, and Secretary shall be elected by secret, written ballot to be tallied at the Chapter Election, which takes place at the Chapter's May Annual Meeting. No proxy voting will be allowed.
- c) The Nominations Committee shall prepare the secret, written ballot in accordance with Robert's Rules. The ballot will consist of the slate as prepared by the Nominations Committee, the names of petitioners, candidate data, ballot envelope (printed in some manner to identify same), and voting instructions. Members will be instructed to check-off their choices (one for each office), to seal the ballot in the ballot envelope, to place the ballot envelope in a mailing envelope (provided by the member), to write name and return address in upper left corner of mailing envelope, and to mail to the Chair of the Nominations Committee, who will retain all unopened ballots until the Chapter Election, which takes place at the Chapter's May Annual Meeting. Without the name in the upper corner of the return mailing envelope, the ballot is invalid and will not be counted.
- d) Written ballots will be distributed in advance of the Chapter Election, which takes place at the May Annual Meeting.
- e) Members who mail their ballots should do so in time for them to be received by the chair prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting. A member who brings her ballot to the Chapter Election, which takes place at the Chapter's May Annual Meeting must follow the same secret-ballot procedure, including the mailing envelope.

- f) Additional blank ballots and envelopes will be made available at the Chapter Election, which takes place at the Chapter's May Annual Meeting, for those who do not have the original ballot they received from the Nominations Committee. Only one ballot per member will be counted.
- g) The Chair of the Nominations Committee will request from the Vice President of Member Services a list of current dues-paying members as of January 1 and count them for voting purposes. This will give the Chair ample time to verify the number of members who qualify and provide a check-off list for ballots as they are received.
- h) At least three (3) talliers, who may be members, will be appointed by the Chair of the Nominations Committee. It will be the responsibility of the talliers to confirm voting eligibility of members and to open and tally the ballots.
- i) A plurality vote shall constitute an election. Proxy voting is not permitted.

10) NOMINATIONS CHAIR CALENDAR

- a) Dates will vary each year because the calendar changes. The Chair of the Chapter Nominations Committee will fill in the appropriate dates and update the board at the January meeting.
- b) Candidate data blanks mailed to Chapter current dues-paying members 120 days prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting.
- c) Candidate data blanks returned to Chair of the Chapter Nominations Committee 90 days prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting.
- d) Members are notified of slate 75 days prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting.
- e) Petition candidate data blanks returned to Chair of the Chapter Nominations Committee 60 days prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting.
- f) Ballot (including petition candidates) mailed 45 days prior to the Chapter Election, which takes place at the Chapter's May Annual Meeting.

Due to the confusion over the nominations/election timeline as detailed in these Policies & Procedures, we have included an example of what a typical year's timeline should be (based on the 2007 calendar):

<b>Task</b>	<b>Referring Paragraph</b>	<b>Days before election</b>	<b>2007 dates</b>
Candidate blanks sent out	9 (b)	120 days	January 15, 2007
Blanks due back	9 (c)	90 days	February 14, 2007

Slate announced	9 (d)	75 days	March 1, 2007
Petitions due back	9 (e) and 7 (a)	60 days	March 16, 2007
Ballots distributed	9 (f) and 8 (a)	45 days	March 31, 2007
Election	Various	0	May 15, 2007

#### 11) VACANCY IN AN ELECTED OFFICE

- a) A vacancy in the Office of the President shall be filled by the President Elect for the unexpired term.
- b) Should the Nominations Chair become vacant, a chair pro tem will preside until the new chair is appointed and approved by the Board of Trustees.
- c) The Nominations Chair shall appoint, with the approval of her committee, a chair pro tem for the Nominations Committee.
- d) The Board will appoint and approve by plurality vote a vacancy in any elected office.
- e) The President shall delegate the duties (except those of Nominations Chair) to other officers on a pro tem basis until the vacant office is filled.
- f) Plurality vote, i.e., the candidate who receives the most votes, shall constitute an election.

#### **GENERAL POLICIES AND PROCEDURES FOR VOTING AND NON-VOTING MEMBERS OF BOARD OF TRUSTEES**

- 1) The Board of Trustees shall consist of the elected officers and the Chairs of the Standing Committees.
- 2) A majority of voting members shall constitute a quorum.
- 3) The Board of Trustees shall:
  - a) Direct the affairs of the Chapter.
  - b) Establish the policies and procedures of the Chapter.
  - c) Determine the place and date of the May Annual Meeting (Chapter Election).
  - d) Transact any business since the last Annual Meeting, and report thereon, at the next Annual Meeting.
  - e) Insure that once a year a committee is formed to audit the Chapter's books, preferably with accounting and legal expertise, independent from the standing Vice President of Finance.

- f) Hold a minimum of six (6) meetings during the fiscal year, the dates to be determined by the Board at its first meeting of the fiscal year.
  - g) Solicit committee members with succession planning in mind.
  - h) Provide successor with all pertinent files, especially information regarding pending matters, and train as needed.
  - i) Interact with and coordinate with the equivalent position on state level.
- 4) Special meetings of the Board may be called by the President or by one-third of the Board members, provided two (2) are elected officers.
  - 5) Mileage will be reimbursed for Chapter elected officers and Chapter chairs when they are representing the Chapter at state board meetings or at the State's Annual Meeting at the request of the Board. No other travel expenses will be reimbursed.
  - 6) A disbursement voucher is to be used by all members for reimbursement of expenses. Submit, to the appropriate Chapter Vice President, one copy of the voucher with receipt(s), invoice(s), etc., attached. Committee expenses can only be requested by the committee chair and must be authorized by the Vice President responsible for that area prior to submission to the Chapter Vice President of Finance. **NO VOUCHER WILL BE PROCESSED WITHOUT ACCOMPANYING INVOICE AND APPROVAL.**