

Bylaws of the Heartland Women's Network

ARTICLE 1 — NAME

1. Heartland Women's Network

The name of this network shall be Heartland Women's Network.

ARTICLE 2 — MISSION STATEMENT

1. Mission Statement

Heartland Women's Network (HWN) is designed to provide the structure women in the Heartland need in order to grow professionally and personally. Working together makes each of us more powerful, resilient, and self-sufficient. While we may have different professional and personal goals, we all share certain challenges. HWN will serve as your advocate and will help you with career development, difficult transitions and success strategies.

ARTICLE 3 — OBJECTIVE AND GOVERNING INSTRUMENTS

1. Objective

The objectives of HWN are:

- a. Improve skills of the members.
- b. Promote the professional image of women.
- c. Provide a network of women for the exchange of ideas and support.

2. Non-profit/Charity Network: Community Involvement

Each year HWN's governing board, will select and vote on a Non-profit/Charity to partner with and support. A portion of the member dues (refer to Bylaws Article 4.4) will be donated to the non-profit/charity. HWN will develop programs, throughout the year, to support this entity.

3. Prohibited Activities

The HWN network is not to be used for any partisan political or controversial purposes. HWN only supports issues that relate to women in the work force. If you have a question about an issue as it relates to your network, contact a Heartland Women's Network board member.

4. Governing Instrument

HWN shall be governed by its bylaws.

ARTICLE 4 — MEMBERSHIP AND DUES

1. Membership Network: Founding Members

The founder of HWN is its Director. In the event this position is vacated, a successor shall be recommended by the Executive Committee and approved by the Board of Directors. The Director may hold office and serve on a committee. The Director and Finance Chair will be a designated signee on the accounts of HWN.

2. Membership Criteria

To apply, applicants must:

- a. Complete a network membership application with signature.
- b. Have attended at least one meeting.
- c. Agree to become an active participant in HWN.

Each member's participation will be reviewed by the Membership Committee on a yearly basis.

To retain membership status, each member should:

- d. Attend regular meetings.
- e. Participate on a committee.
- f. Contribute professionally to HWN.
- g. Comply with the organization's bylaws.

3. Member Responsibilities

Members shall:

- a. Pay all just debts and financial obligations to HWN and to network members promptly.
- b. Observe the highest ethical standards.
- c. Comply with the bylaws and all standing rules.

4. Member Benefits

- a. Member Spotlight
- b. Receive an email of business cards of meeting attendees
- c. Discounts to lunches and events
- d. Potential Recommendation Letters
- e. Involvement with the community
- f. Sponsorships to promote your business

5. Annual Dues

Application Fee

Local Dues	\$45.00
Non-profit/Charity contribution	<u>5.00</u>
TOTAL	\$50.00

Membership Renewals

1st Term – January through June (membership dues billed in January)

2nd Term – July through December (membership dues billed in July)

6. Attendance

Members are expected to attend the monthly meetings to maintain active membership status. Since professional women do travel and many have families, a minimum attendance criterion will not be established. Attendance may be a factor when running for an office or committee chair.

ARTICLE 5 — COMPOSITION AND AUTHORITY OF THE PLANNING BOARD

1. **Composition and Authority of the Executive Committee**

- a. The Executive Committee shall consist of the Director, Finance Chair, Secretary, and Membership Chair of the Planning Board.
- b. The authority of HWN and the government and management of the affairs of HWN shall be vested in the Planning Board. All powers, duties, and functions of HWN shall be exercised, performed or controlled by the Board of Directors in compliance with the bylaws of HWN. The term of a board member will be one year. The Board of Directors consists of:
 - Director
 - Events/Program Chair
 - Membership Chair
 - Sales & Sponsorships Chair
 - Finance Chair
 - Creative & Web Chair
 - Social Media, Marketing & Secretary Chair
- c. The governing body of the organization shall be the Board of Directors. The Board of Directors shall have supervision, control, and direction of the management and property of HWN. The Board of Directors shall determine HWN policies, including supervising the disbursement of funds. The Board of Directors may adopt, by majority vote, rules and regulations for the conduct of its business and the business of HWN.
- d. The Board of Directors may delegate certain aspects of its authority to selected committees. Committees may not take any actions that are inconsistent with the bylaws of HWN.

Either at the request of a board member or by volunteering, a member of HWN may become a member of one of our committees.

- a) Membership
- b) Events
- c) Sponsorship
- d) Creative/Website
- e) Social Media/Marketing

The committee members are welcome to attend board meetings, but will not be voting parties. They will each receive an email copy of the board meeting minutes. Their suggestions and ideas will be reviewed and considered by the Board. They may meet to discuss ideas to implement for HWN and will be overseen by the board Chair that coordinates their committee.

- e. The Board of Directors may create as advisors persons whose advice, assistance, and support may be deemed helpful in determining policies and formulating programs to carry out the purposes and functions of HWN (e.g., financial, career planning).

i. **Director**

The Director shall exercise general supervision of all operations and personnel of HWN. The Director may also serve as a member, with the right to vote, on any committee of HWN. The Director will meet with each new member and welcome them to the organization.

The Director may grant requests, give statements, and file reports required by various officials or agencies. The Director shall perform such other duties and have such other authority powers as the Director, Executive Committee, and members may from time to time prescribe. The Director will advise the council on charity initiatives.

ii. **Events/Program Chair**

Choose meeting and seminar topics, find speakers, make arrangements with local businesses. Organize space within venue for events – setup and décor issues. Plan the distribution of the door prizes and create raffle and incentive for raffle items. Order souvenirs, give-a-ways and develop the flow of the meetings and events. Liaison for vendor and outside communications – send emails regarding set up times, dimensions for tables, internet access and electricity as well as ordering/providing food and drinks at meetings.

The Events/Program Chair will be responsible for all presenter communication, coordinating event schedules, ordering speaker lunches, purchasing presenter gift cards, ordering member lunches, greeting the presenter, sending a Thank You letter to the presenter after the lunch, and oversee Events Committee. Once a presenter is chosen, the Events/Program Chair will secure a speaker headshot, bio and topic bullet points.

iii. **Membership Chair**

Maintain member records—including local expiration dates and special local membership drives. Respond to inquiries about the benefits of joining. The Membership Chair is also responsible for sending new members network information packets in a timely manner. During an event, the Membership Chair is responsible for checking in and tracking members and guests along with providing and/or collecting membership applications and information at the door. The Membership Chair is in charge of obtaining Member Spotlight selection and promotion coordination. Other responsibilities include overseeing the Membership Committee.

iv. **Sales & Sponsorships Chair**

Generate sponsorship dollars for HWN. Create joint ventures with other organizations or businesses in the community. Obtain discounts with local merchants and collect items for inclusion in the membership welcome bags. Develop, maintain and utilize media contacts. Create ways to promote HWN in the community. Other responsibilities include overseeing the Sponsorship Committee.

v. **Finance Chair**

The Finance Chair shall have the custody of HWN's funds and shall keep full and accurate accounts of receipts and disbursements of HWN and shall deposit all monies and other valuables in the name of and to the credit of HWN. She shall disburse the funds of HWN. She

shall have the authority to sign checks and to prepare financial statements at such intervals as the Executive Board shall direct. She shall perform such other duties and have such other authorities and powers as the Planning Board or President may prescribe. During an event, the Finance Chair is responsible for checking in and tracking member and guest payments along with new membership dues at the door.

The Finance Chair is responsible for filing all non-profit paperwork and maintaining it in good status with the state and federal government. The Finance Chair is responsible for paying any non-profit fees and keeping HWN's status current. The deadline each year is May 15th. The Finance Chair will invoice new members and pay bills through EventBrite. The Finance Chair will prepare and present a monthly financial report, an annual report for board review. In addition, the Finance Chair will bring monthly bank statements to board meetings to get them approved by the board.

vi. **Creative & Web Chair**

Maintain branding, update the website, design and produce other marketing pieces for special programs or events which HWN sponsors. Proofread and edit all network documents before distribution. Other responsibilities may include overseeing the Creative/Web Committee.

vii. **Social Media, Marketing & Secretary Chair**

Maintains all social media accounts and posts current updates, pertinent information and relevant stories. She manages Constant Contact communication to members.

Must attend all regular and Planning Board meetings and record all votes, actions, and minutes of all proceedings in a book to be kept for that purpose. She is responsible for giving notice of all meetings from the Board. All minutes from the Board meetings shall be emailed to Board members within seven days of the meeting. Other responsibilities may include overseeing the Social Media/Marketing Committee.

2. Vacancies

A vacancy in any office may be filled for the unexpired term by a member elected by a majority vote of the Planning Board.

3. Board Member Voting Tie or Tie-Breaker

In the event of a board member voting tie, we will the Board will present the topic at the next Board meeting and discuss. Board will vote to determine tie breaker.

4. Board Member Benefits

A vacancy in any office may be filled for the unexpired term by a member elected by a majority vote of the Planning Board.

- a. Free Membership
- b. Sponsorship on the HWN website

ARTICLE 6 — MEETINGS

1. Meetings

The meetings of HWN shall be held on the third Tuesday of the month. The Executive Committee will choose those meeting dates and will provide adequate notification to the membership.

2. Annual Meeting and Notice

The annual meeting of HWN shall be held in the month of November. Elections of officers will be held at the annual meeting. The installation of officers will occur in December. Members may be physically present to vote or vote via proxy for the election of the new officers at the annual meeting. Notice of the time and place of the annual meeting shall be given to members via an October email.

3. Vote Required for Action

All matters voted upon at annual, regular, and Executive Committee meetings shall be determined by majority vote of eligible voting members present.

4. Board of Director Meetings

The Board of Directors shall meet at least once a month and is subject to change. The meetings

shall be held at a location determined by the Director, and notice shall be given to the Board of Directors at least five days in advance of the meeting. Webex meetings and conference calls will be an alternative option for board members to attend the monthly meetings. If a board member is absent 3 consecutive meetings, they will be asked to resign. Note: special circumstances such as death in the family, etc. will not count as an absence.

5. Guests

Guests may attend a maximum of 2 regular meetings without applying for membership in HWN. Nonmembers are not allowed to attend Board or committee meetings.

ARTICLE 7 — FINANCIAL MATTERS

1. Financial Records

HWN shall keep correct and complete books and records of accounts using generally accepted accounting principles.

2. Distribution of Assets upon Liquidation

Upon cessation of operations of HWN for whatever reason, the Board shall promptly proceed to gather HWN assets; collect any monies owed to HWN, and pay the debts of HWN (including monies owed to members). At such time as HWN has paid its debts and settled its obligations or established reserves for or otherwise made provision to pay such debts and obligations, the assets of HWN shall thereupon be distributed equally to selected charities or services chosen by the Director.

3. Sponsorships

Sponsorship opportunities are available for members. An updated list of sponsorship opportunities will be kept on our website: heartlandwomensnetwork.com.

ARTICLE 8 — MISCELLANEOUS

1. Books and Records

HWN shall keep correct and complete books and records of its activities and shall also keep minutes of proceedings of the Board and regular meetings. HWN shall keep a register or database containing the names and addresses and membership status of all members, and other matters pertaining to membership.

2. Network Standards

a. Financial Obligation

All memberships are subject to review at renewal. If a member has not met her financial obligations to HWN, that individual will be dropped from membership. Former members wishing to rejoin HWN may apply to the Board for reinstatement. How do they become a member?

- a) Complete membership application
- b) Treasure will handle local dues and forward
- c) Treasurer will add to membership list and notify membership chair
- d) Membership chair will send HWN welcome package to new member
- e) At this point the member will be eligible for the reduced meeting rate
- f) All this should be handled before the next member meeting

b. Professional and Ethical Standards

Members are expected to conduct themselves in a professional manner, whether at meetings or within general activities of business. Any member found in noncompliance may be subject to suspension or termination of membership.

c. Non-discrimination Policy

The Heartland Women's Network does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of board members and members, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our board, membership, volunteers, vendors and guests.

3. Social Media Practices/Guidelines

Do's

- Post content that aligns with Heartland Women's Network mission, "To provide the structure women in the Heartland need in order to grow professionally and personally. Working together makes each of us more powerful, resilient, and self-sufficient. While we may have different professional and personal goals, we all share certain challenges. HWN will serve as your

advocate and will help you with career development, difficult transitions and success strategies.”

- Post content relating to women in the community.
- Post content regarding our events, sponsorships and partnerships.
- Post content regarding our monthly Member Spotlight.

Twitter Dos:

- Use #heartlandwomen
- Use name format #FirstLast for speakers & member profile
- Use #MainTopic for example: #LegalPlanning, #BusinessGrowth, #Charity, etc.

Don'ts

- Post content regarding politics or religion.
- Post content that is discriminatory or unethical.
- Post an exorbitant amount of photos with alcohol...a small amount at an event is fine.
- Post photos of HWN board members, members or guests that are unprofessional or unflattering.

Facebook Don'ts:

- Tag people in photos on Facebook.
- Post job postings/advertisings unless approved by board.

ARTICLE 9 — ELECTIONS

1. Election and Term of Office for Board of Directors

The Board of Directors of HWN, except for the Director, shall be elected by a majority of the members present at the annual meeting. Each elected officer shall continue in that office for a term of 1 year or until her earlier death, resignation, retirement, disqualification or removal has occurred.

2. Nominating Procedures

The Director and Finance Chair will serve as the nominating committee. The slate will be presented to the general membership by e-mail prior to the annual meeting.

3. Time of Election

Elections will normally take place at the annual meeting.

ARTICLE 10 — PROCEDURE FOR AMENDING BYLAWS

1. Procedure for Amending Bylaws

Requests for amendment to the bylaws may be presented by any member to the Board. A completed draft of proposed amendments will be submitted by the Board to the general membership. Proposed amendments will be published for subsequent review by the general membership. Any proposed amendment(s) must be passed by a simple majority of the members present at an annual meeting. After the first year of operation, a bylaw review will be done to determine additional needs.