



BYLAWS

Tampa Bay Business & Professional Women, Inc.

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ARTICLE I – NAME

The name of this local organization shall be the Tampa Bay Business and Professional Women, in affiliation with the Florida Federation of Business and Professional Women's Clubs, Inc. (BPW/FL).

ARTICLE II – MISSION

Section 1. The mission of this local organization shall be to achieve equity for all women in the workplace through advocacy, education and information.

Section 2. 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.
- (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 nonsectarian, nonpartisan, 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 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 BPW/FL dues being paid only through the primary local organization.

Section 2 Membership in this local organization shall be all-inclusive for membership in:

(a) Florida Federation of Business and Professional Women's Clubs (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 ensure that the local organization bylaws are current and not in conflict with BPW/FL 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 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 official state publication.
- Section 4 Dues for each dual member shall include local dues. BPW/FL dues shall be paid only through the primary local organization. (See Appendix for current amount.)
- Section 5 An entrance fee shall be paid by each new member to cover the cost of a name badge, member pin and welcome package. (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 90 days of annual 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 and BPW/FL.
- Section 10. The dues appendix shall be considered a part of these bylaws and amendments to the dues appendix shall be subject to the requirements outlined in Article XVIII.

ARTICLE VIII – FISCAL RESPONSIBILITY

- Section 1 The fiscal year shall commence on the 1st day of May and shall end on the 30th day of April.
- Section 2 An auditor or auditing committee of two members shall be elected at the May meeting. The committee shall audit the treasurer's records within thirty (30) days after the close of the treasurer's term of office and shall report to the Board of Directors at the next regular meeting.

ARTICLE IX – OFFICERS

- Section 1 The officers shall be a president, a president-elect, a vice president of member development, a vice president of member administration, a vice president of programs, a secretary and a treasurer.
- Section 2 A term of office shall be one year.
- Section 3 Officers shall assume their duties immediately following installation at the May meeting and shall serve for one year or until their successors are duly elected.

ARTICLE X – NOMINATIONS AND ELECTIONS

- Section 1 Officers shall be elected at the local organization's annual meeting in May.
- 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 members shall be elected. The nominating committee shall present one month prior 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 president shall be filled for the unexpired term by the executive committee.
- Section 5 No member shall hold the same office for more than four 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, the board of directors, and the executive committee;
 - (b) Appoint standing and special committee chairs [and committees] with the approval of the executive committee and may also appoint a parliamentarian [and other special appointments, i.e., legal advisor];
 - (c) Serve as 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; and
 - (f) Be responsible for sending to 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.

- Section 2 The president-elect shall:
- (a) Perform the duties of the president in the absence of the president;
 - (b) Become president for the unexpired term in case of death, resignation, or incapacity of the president;
 - (c) Monitor updates and changes to the BPW/FL legislative platform and facilitate disbursement of such information to the members; and
 - (d) Serve in such capacities as assigned by the president.
- Section 3 The vice president of member development shall:
- (a) Perform the duties of the president in the absence of the president and the president elect;
 - (b) Oversee all membership development activities, including maintenance and development of member information packages; and
 - (c) Serve in such capacity as assigned by the president.
- Section 4 The vice president of member administration shall:
- (a) Perform the duties of the vice president of member development in the absence of the vice president of member development;
 - (b) Be responsible for monitoring member renewals and for reporting new member and renewing member information to BPW/FL;
 - (c) Keep a list of the names, addresses, and occupations of all members; and
 - (d) Serve in such other capacities as assigned by the president.
- Section 5 The vice president of programs shall:
- (a) Conduct the correspondence of the local organization in all matters related to programs; and
 - (b) Serve in such other capacities as assigned by the president.
- Section 6 The secretary shall:
- (a) Take and record accurate minutes of the proceedings of all meetings of the local organization, the board of directors, and the executive committee;
 - (b) Conduct the correspondence of the local organization in all matters other than those assigned to the vice president of programs; and
 - (c) Preserve in a permanent file all records and letters of value to the local organization and its officers.
- Section 7 The treasurer shall:
- (a) Have charge of all monies of the local organization and shall report thereon at all meetings;
 - (b) Collect all monies coming into the local organization from whatever source and give a proper receipt therefore;
 - (c) Pay all bills upon the written authorization of the president and/or any member of the organization designated in writing by the president to

authorize payment of bills;

- (d) Keep an itemized record, in a permanent file, of all receipts and expenditures;
- (e) Forward promptly to the BPW/FL Treasurer all monies payable to BPW/FL and forward promptly to BPW/FL dues for all new members;
- (f) Serve as ex-officio member of the finance committee; and
- (g) Deliver to the successor within 15 days after expiration of term of office, all books, records, and papers, requesting receipt therefore.

Section 8 Each officer, except for the treasurer, shall deliver to the successor immediately after retiring from office all accounts, records, books, papers, and other property belonging to the local organization. Following the annual audit by the Audit Committee, the treasurer shall deliver all accounts, records, books, papers and other property belonging to the local organization to her successor.

ARTICLE XII – MEETINGS

Section 1 Regular meetings shall be held monthly as determined by the members of the executive committee.

Section 2 The regular May meeting of each year shall be designated the annual meeting, at which time reports summarizing the year's activities shall be given.

Section 3 Special meetings may be called by the president or by any three members, provided all members are notified in writing of time, place and purpose of such meeting.

Section 4 A number of members representing in excess of 40% of the total number of current members as of the date of the meeting shall constitute a quorum.

Section 5 No member shall have more than one vote, and no voting by proxy shall be allowed.

ARTICLE XIII – BOARD OF DIRECTORS

Section 1 The elected officers and standing committee chairs shall constitute a board of directors.

Section 2 The board 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) Transact any business between meetings of the local organization and report thereon at the next business meeting of the local organization; and
- (e) Report at the annual meeting the business transacted by the board of

directors during the local organization year.

- Section 3 The board of directors shall hold a minimum of four meetings during the year, dates to be determined by the board at its first meeting.
- Section 4 Special meetings of the board may be called by the president or by one-third of the board members, provided two are elected officers.
- Section 5 At the request of the President, a vote of the Board of Directors 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.
- Section 7 No member shall have more than one vote, and no voting by proxy shall be allowed.
- Section 8. Board meetings may be attended by all members.

ARTICLE XIV – EXECUTIVE COMMITTEE

- Section 1 The elected officers of the local organization shall constitute the executive committee.
- Section 2 The executive committee shall have authority to act for the board of directors between meetings of the board and shall report thereon at the next meeting of the board.
- 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 and the board of directors.
- 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 XV – STANDING COMMITTEES

- Section 1 The standing committees of the local organization shall be finance, foundation, issues management, leadership institute, membership, public relations and public policy.
- 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 BPW/FL 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 six consecutive years on the same committee.
- Section 4 The finance committee shall be composed of a chair and two members. It shall be the duty of the finance committee to prepare an annual budget for the local organization, 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 foundation chair shall promote interest in and support of the National Business and Professional Women's Foundation and the Education Foundation of the Florida Federation of Business and Professional Women's Clubs, Inc.
- Section 6 The issues management committee shall be composed of a chair and two or more members. It shall be the duty of the issues management committee to plan and implement a well-coordinated annual program based on federation objectives. The committee shall meet immediately after appointment to consider the annual program suggested by state and develop a program, which shall involve all areas of local organization activities. The issues management chair shall present the annual program to the board of directors for approval.
- Section 7 The leadership institute committee shall be composed of a chair and a minimum of two members. It shall be the duty of the leadership institute committee to encourage personal development within the membership and organize and coordinate the individual development program. The leadership institute committee shall also oversee the women in transition program and the young careerist program.
- Section 8 The membership committee shall be composed of a chair and two or more members. It shall be the duty of the membership committee to promote, expand, stabilize, and orient the membership.
- Section 9 The public relations committee shall be composed of a chair and two or more members. It shall be the duty of the public relations committee to present programs and activities through available news media.
- Section 10 The public policy committee shall be comprised of a chair and two or more members. It shall be the duty of the public policy 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.

ARTICLE XVI – REPRESENTATION

- Section 1 The Local Organization shall have representation at the Annual BPW/FL 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 shall have more than one vote and no voting by proxy shall be allowed.

ARTICLE XVII – 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 boards of directors, and the executive committee, subject to such special rules as have been or may be adopted.

ARTICLE XVIII – AMENDMENTS

Section 1 Amendments to these bylaws may be proposed by the board of directors, the executive committee or the bylaws committee.

Section 2 All proposed amendments shall be sent in writing to every member at least ten (10) days before they are to be voted upon. Electronic communication, such as e-mail or fax, is acceptable in providing written notice.

Section 3 All proposed amendments shall be presented to the board of directors 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 at least 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 XIX – DISSOLUTION

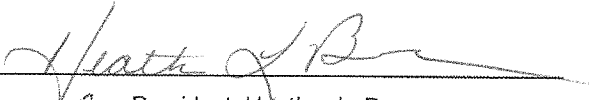
Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of this dissolution shall be distributed to an organization decided by the Board of Directors, which has qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code and state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

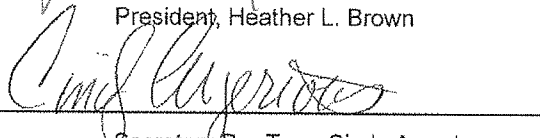
APPENDIX – DUES

Effective March 1, 2014	
Per Current Member	Annual Amount
BPW/Local Amount	\$35.00
BPW/State Amount (Includes subscription to state publication)	\$65.00
Total Amount	\$100.00
Per Student Member	
BPW/Local Amount	\$24.00
BPW/State Amount (Includes subscription to state publication)	\$26.00
Total Amount	\$50.00
Per New Member	
BPW/Local Amount	\$35.00
BPW/State Amount (Includes subscription to state publication)	\$65.00
One-Time Entrance Fee	\$10.00
Total Amount	\$110.00
Per Dual Member	
BPW/Local Amount	\$35.00
Total Amount	\$35.00

BYLAWS APPROVAL

In accordance with Article XVIII, the Bylaws of Tampa Bay Business & Professional Women were revised at the regular meeting held on February 12, 2014.

Signed: 
President, Heather L. Brown


Secretary Pro Tem, Cindy Argerious

Reviewed by State Local Organization Bylaws Chair on _____

Signed: _____
State Chair

Approved by the President, Florida Federation of Business and Professional Women's Club's Inc.

Date: _____ Signed: _____
State President