

**MID-CONTINENT REGION
FEDERALLY EMPLOYED WOMEN
BYLAWS**

As of April 25, 2009

Article I – Name

The name of this organization shall be the Mid-Continent Region (IRS EIN No. 52-1491386), Federally Employed Women, hereinafter referred to as Mid-Continent Region, FEW, and shall be maintained as an entity of the National organization of FEW.

Article II – Purpose

The primary purpose of this organization shall be in accordance with National Bylaws and to coordinate the activities of the chapters within the region, Mid-Continent Region, states to include Iowa, Nebraska, Missouri, Kansas and the Mid-America Chapter of Illinois.

Article III – Membership

Section 1. The membership of this organization shall consist of the FEW chapters within the Mid-Continent Region.

Section 2. New chapters established in this region shall follow the guidelines outlined in Article IV of the Bylaws of the National organization, with the charter application fee paid from the Regional Treasury.

Article IV – Board of Directors

Section 1. The activities of this organization shall be governed by a Board of Directors, which shall consist of the following, members participating in the Mid-Continent Region, in accordance with the guidelines set by the National organization: Elected officers - Regional Manager, Regional Representative(s), Regional Treasurer, Regional Secretary, and the Immediate Past Regional Manager; Elected committee chairs of the following committees – Bylaws; Policies, Procedures and Long Range Planning; and Nominations/Elections, as well as any other appointed standing committee chairs and the region’s Chapter Presidents. Each shall be allowed to cast one vote.

Section 2. These officers shall perform the duties normally associated with their titles and as described in the Mid-Continent Regional Policy and Procedures Manual, the policies and procedures applicable to this organization.

Section 3. Candidates for elected offices must have been members of a chapter within the organization for at least one year and be members in good standing prior to their nomination for office. Candidates must be members in good standing, having chapter, regional, and national dues paid in full. All members in good standing of the Region are eligible to be elected to Regional office after meeting service criteria.

Section 4. Candidates for the office of Regional Manager or Regional Representative must have been members of the Regional Board of Directors for at least one year as of the August 1st following the election and must remain current in membership during length of term.

Section 5. No member shall hold a regional and national voting position at the national level, or more than one national office with voting privileges, at the same time.

Section 6. Officers shall assume office upon installation at the Regional Board meeting held in conjunction with the National Training Program (NTP) or August 1st if no NTP, and shall serve a term of two years or until their successors are elected.

Section 7. No officer shall serve in the same office for more than two consecutive terms. Any officer filling an unexpired term of six months or less shall be eligible for election for the two full consecutive terms.

Section 8. An officer or standing committee chair who has failed to perform the duties of their office shall be required to resign, at the request of the majority of the Board of Directors, and their office declared vacant.

Section 9. The Executive Committee shall fill vacancies on the Board of Directors within 30 days, except in the event of the resignation, death or incapacity of the Regional Manager. The Regional Representative receiving the majority of votes at the preceding election shall assume the duties and responsibilities of the Regional Manager for the duration of the unexpired term.

Article V – Meetings

Section 1. The Board of Directors shall meet at least two times during each program year (to coincide with National's program year), and at the call of the Regional Manager. One meeting shall be held in the spring; one may be held in conjunction with the annual NTP to install new officers, and, one shall be held in the fall. These meetings may be in conjunction with a Regional Training Program (RTP). The Board of Directors' meetings are open to members of the Mid-Continent Region.

Section 2. The Board of Directors shall manage the affairs, set policy, and control the funds and property of the organization.

Section 3. The quorum for regular and called meetings shall consist of a simple majority of all board members present that include the Regional Manager and one other officer.

Section 4. Voting members of the board may designate a proxy, when unable to attend a meeting. Such designation shall be in writing and submitted to the Secretary of the Board of Directors at the meeting.

Article VI - Executive Committee

Section 1. The Executive Committee shall consist of the elected regional officers, the immediate past regional manager and the standing committee chairs.

Section 2. The Executive Committee shall be the administrative arm of this organization and shall have the power and authority to act between meetings of the Board of Directors. All such acts shall be reported promptly to the Board of Directors.

Section 3. The Executive Committee shall meet at the call of the Regional Manager, either by telephone, mail, email or in session.

Section 4. Meetings held via telephone shall be via conference call with the quorum set at 80% of the committee members. All votes in conference call meetings shall be by roll call, with a 2/3 vote required for approval of business items.

Section 5. Meetings held via mail will consist of correspondence with the quorum set at reply by 80% of the committee members. All votes via mail will consist of ballots returned to the Regional Manager within 10 days, with the proviso that unreturned ballots will be counted in the affirmative, and a 2/3 vote necessary for approval of business items.

Article VII – Committees

Section 1. The standing committees of this organization shall be Finance, Publicity, Awards, Legislative, Diversity and any others necessary to accomplish its purpose.

Section 2. The membership of each committee may consist of members from the region area, appointed by the Regional Manager.

Section 3. All standing committees' files shall be transferred to the successors within 30 days after the change of committee.

Section 4. All standing committees shall perform the duties normally associated with their titles and as described in the Mid-Continent Regional Policy and Procedures Manual, the policies and procedures applicable to this organization.

Section 5. In addition, standing committees may have added responsibilities, as directed by the Regional Manager, and approved by the Executive Committee.

Section 6. The Regional Manager may appoint such special committees or consultants as may be necessary, such as parliamentarian, special studies task team or Past Regional Manager's Advisory Council.

Article VIII - Nominations and Elections

Section 1. A Nominations/Elections Committee consisting of three elected members shall handle nominations. The member garnering the highest number of votes shall act as the Chair.

Section 2. The committee shall solicit nominations by March 1st for elected officers and elected committee chairs stated in Article IV, Section 1. Ballots distributed by March 20th, ballots returned by April 10th.

Section 3. Elections shall be by majority vote.

Section 4. The committee will tally the votes and notify Chapter Presidents, Regional Manager, and the successful candidates of the results in writing by May 15th. If necessary, ballots will be tallied at the spring board meeting by members appointed by the Executive Committee. The committee chair or designated committee members shall notify all the candidates of the results within 24 hours, followed by a written notification to the elected candidates.

Article IX – Finances

Section 1. The activities of this organization shall be financed through Regional assessment on Chapters in the amount of \$2.00 per member based on the membership as of August 31st, proceeds from RTPs and other fund raising activities as approved by the Board of Directors.

Section 2. The fiscal year for this organization shall coincide with that of the National organization, from 1 October to 30 September.

Section 3. Regional assessment on Chapters of this organization shall be paid to the Regional Treasurer no later than October 1st.

Section 4. Registration fees for attendees at RTPs shall be set by the Regional Manager, after consultation with the host chapter.

Section 5. There shall be a special interest-bearing checking account for each RTP for the sole purpose of depositing conference receipts and disbursing conference obligations. Signatories for this account shall be the RTP Chair, the Regional Treasurer and the Regional Manager.

Section 6. The Regional Manager and elected officers shall receive complimentary training registration at RTPs if not funded by their agency/department. The payment of other travel-related expenses will be made as voted upon at the previous Regional Board Meeting, subject to constraints.

Section 7. At the National Training Program, the Incoming Regional Manager and Representative shall receive hotel reimbursement at 1/2 double occupancy, government rate, subject to budgetary constraints.

Section 8. Each outgoing Regional Manager must ensure the treasury is left solvent, meaning a sum at least equal to the unpaid bills or obligations for which their administration is responsible. Any surplus remains in the treasury.

Article X – Amendments

Section 1. All proposed Bylaws amendment changes shall be forwarded in writing, to the Regional Bylaws Chair at least 60 days prior to the Board meeting.

Section 2. A copy of all proposed amendments shall be mailed or emailed from the Regional Bylaws Chair to each board member, including the parliamentarian, at least 45 days prior to the board meeting. These bylaws may be amended by a 2/3 vote of the Board of Directors present at a regional board meeting, a quorum being present, providing members have received 30 day notice..

Section 3. No article or section of these bylaws shall conflict with those of the National organization.

Section 4. If any amendments to the National organization's bylaws make a corresponding amendment to these bylaws necessary, or causes them to be in conflict with the National organization's rules, these bylaws shall be deemed to be amended automatically according to the amendments adopted by the National organization. Such changes shall be brought to the attention of the Board of Directors and be reflected in the next publication of the bylaws.

Article XI – Misappropriation/Dissolution Clauses

Section 1. Misappropriation: The Region shall use its funds only to accomplish the objective in these bylaws. No part of these funds shall be misappropriated or be distributed to any officer or member for their own personal use or for their immediate family, unless as a reimbursement for a previously-approved budgetary item.

Section 2. Dissolution: Any funds remaining, should the Region dissolve or consolidate with another region, shall be split on a per capita basis after all Regional expenses have been paid. All chapters must receive written notice of a dissolution meeting. The split amounts will be transferred to the gaining region(s).

Article XII - Parliamentary Authority

This organization shall be governed by the most current edition of Robert's Rules, to the extent that they are applicable and are not inconsistent with these bylaws or those of the National organization.

Bylaws Committee

Paula Leach, Chair

Adopted: October 5, 1991

Amended: October 16, 1993; March 25, 1995; June 1, 2001; April 17, 2005; March 17, 2006; and October 7, 2007.

Revised by National Bylaws Chair to add National bylaws changes April 8, 2008.

Amended: April 25, 2009.