

HISTORY

The GFWC Billings Junior Woman's Club was organized February 11, 1933. In 1934, the Billings Junior Woman's Club (BJWC) joined the Montana Federation of Woman's Clubs; then in 1935, the General Federation of Women's Clubs. The General Federation of Women's Clubs is an international organization of community-based volunteer women's clubs. It is also the largest and oldest nondenominational women's organization in the world, having over 100,000 members. GFWC Billings Junior Woman's Club was incorporated under the laws of the State of Montana on October 1, 1958, exclusively charitable as defined by Section 501 (c) 4 of the IRS code.

PREAMBLE

The GFWC Billings Junior Woman's Club of Billings shall strive through the organization and its individual members to promote: an active interest in good government, civic affairs, educational support, philanthropy, moral values, and cultural development. BJWC shall encourage members to serve their community while promoting good fellowship within BJWC.

GFWC BILLINGS JUNIOR WOMAN'S CLUB BYLAWS

ARTICLE I – NAME

The name of the organization shall be GFWC Billings Junior Woman's Club, hereafter referred to as BJWC.

ARTICLE II - OBJECT AND PURPOSE

The object of BJWC is to operate exclusively as a not-for-profit organization and to promote social welfare as listed under Section 501(c)4 of the Internal Revenue Code.

The primary purpose of the GFWC Billings Junior Woman's Club is to make a positive impact within our community, our state, our country, and our world. The club is organized to foster an environment for women to work cohesively with others for the betterment of the aforementioned. We are committed to volunteer service, personal growth, and development of lasting friendships.

ARTICLE III - MEMBERSHIP

Section 3.1 - Eligibility

Any person, age 18 or older, and in agreement with the object and purpose as stated above, shall be eligible for membership.

Section 3.2 – Types of Membership

Active membership shall be the only type of membership and members shall participate in programs of GFWC. All members of BJWC shall be members of GFWC Billings Junior Woman's Club Children's Foundation.

Section 3.3 - Membership Procedures

1. To become a member of GFWC/BJWC requires:
 - a. A written membership form.
 - b. Payment of dues in the amount specified in Article IV Section 4.2 Dues.
 - c. New members to attend an orientation conducted by the membership chairman.
 - d. New members to be initiated by the membership chairman.

3.4 – Confidentiality

Member information shall be kept confidential and not be disclosed to any third parties.

3.5 – Transfers

Transfer from another GFWC organization to BJWC may be granted upon presenting a letter of transfer, filing a membership form, payment of dues, and acceptance of BJWC’s object and purpose.

3.6 – Resignations

Any member may resign by submitting in writing her intent to the Executive Committee.

Section 3.7 – Removal

1. A member shall be removed by following Robert’s Rules of Order, Newly Revised.
2. A member is removed from membership if dues are not paid by November 1.

Section 3.8 - Reinstatement

Any member who has resigned in good standing may apply in writing to the Executive Committee for reinstatement. Such a letter would be accompanied with payment of current dues.

ARTICLE IV – DUES AND FINANCES

Section 4.1- Fiscal Year

The fiscal year shall be from June 1 thru May 31. The accounts of BJWC shall be kept in accordance with sound accounting practices and shall have a compilation annually by a Certified Public Accountant. The Board of Directors may decide, at their discretion, to an audit of the books.

Section 4.2 – Dues

1. Dues shall be paid annually, in May, in the amount of thirty-five dollars (\$35.00).
2. The membership chairman shall notify members by June 30 of delinquent dues.
3. Members whose dues are not paid by July 31 shall be removed from membership.
4. New members joining after January 31 will not be required to pay dues again until the end of the following fiscal year.

Section 4.3 - Contributions

Financial contributions from members to projects approved by the Board of Directors shall be sent to the treasurer by check.

Section 4.4 – Investments

All monies held by BJWC shall be placed in accredited financial institutions selected by the Board of Directors. The entire membership shall be apprised of the selection and shall be charged with the responsibility of directing the treasurer on investing funds in accordance with BJWC objectives. The financial institutions will report directly to the Treasurer and President.

Section 4.5 – Disbursements

Disbursement of funds of BJWC shall be by check, and made by the reimbursee’s submission of a “Request for Funding” form signed by the committee and / or project chairman responsible for a budget.

Section 4.6 - Expenditures

All purchases in excess of committee budgets shall be approved by a majority vote of the general membership.

Section 4.7 – Monies

Any monies given to the treasurer shall be by check.

Section 4.8 – Investments

Funds may not be invested in any new accounts unless approved by two-thirds of the members present and voting.

Section 4.9 – Accounts

Any two of the following executive officers may endorse, deposit, withdraw, borrow money or enter into a contract: President, President-elect, or Treasurer. Any indebtedness incurred by the Executive Committee as authorized in these bylaws shall be binding on the corporation in accordance with the bylaws.

Section 4.10 – Bonding

The offices of President, President–elect, and Treasurer shall be bonded in the amount determined by the Executive Committee.

Section 4.11 - Disbursements/Dissolution

Upon the Dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code, or corresponding section of any future federal tax code or shall be distributed to the federal government, or to a state or local government, for public purpose.

ARTICLE V – OFFICERS

Section 5.1 – Elected Officers

The Elected Officers of BJWC shall be President, President-elect, Secretary, and Treasurer.

No person may hold more than one office. No officer shall receive any salary or other compensation for services rendered to the club.

Section 5.2 - Appointed Positions

The Appointed Positions of BJWC shall be member-at-large and parliamentary advisor. These positions are appointed by the President. No person may hold more than one office. No officer shall receive any salary or other compensation for services rendered to the club.

Section 5.3 - Eligibility

Eligibility for all offices shall include active membership in GFWC BJWC. Eligibility for the office of President shall include service on the Executive Committee for a minimum of two (2) years. Eligibility for the office of President Elect, Secretary and Treasurer shall include service on the Board of Directors for a minimum of two (2) years.

Section 5.4 - Term

The term of office shall be two years or until such a time as a successor assumes office. Officers shall serve beginning June 1, following the meeting at which the officers are elected or when appointed.

Section 5.5 - Nominations and Elections

The Nomination Committee shall present a slate of candidates for the offices of President-elect, Secretary and Treasurer, at the meeting in February of even numbered years. Additional nominations may be made at the March general meeting.

Offices of President-elect, Treasurer, and Secretary shall be elected by a majority of the members present and voting at the March annual meeting of even numbered years. All officers assume a two-year term. The office of Treasurer is limited to two consecutive terms. The term of office begins June 1st of even numbered years. Special elections may be held in order to fill a vacant position.

Section 5.6 - Duties of Officers

PRESIDENT

The President shall:

1. Be the official representative of BJWC.
2. Preside at all meetings of BJWC and the Children's Foundation.
3. Be an ex-officio member of all committees except Nominations.
4. Serve as a member of the Budget and Finance Committee.
5. Serve as Chairman of the Executive Committee, Board of Directors, and Children's Foundation Board.
6. Appoint a member-at-large and parliamentary advisor for her term of office.
7. Serve on the Board of Directors of GFWC of Montana and attend all GFWC of MT meetings.
8. Report for her administration.

PRESIDENT-ELECT.

The President-elect shall:

1. In the absence of the President perform the duties of the President.
2. Perform such other duties as may be assigned to her.
3. Preside at one of the general meetings.
4. Serve as a member of the Budget and Finance Committee.
5. Serve as co-chairman of the Membership Committee and Nominations Committee with other members appointed by the President, to be concurrent with her term of office.

The Membership Committee shall:

1. As their duty, recruit prospective members.
2. Promote good fellowship within the club by providing social functions.
3. Maintain membership.
4. Provide orientation and initiation to each new member.
5. Perform other duties as assigned.
6. Submit a monthly report and an end-of-the-year written report for each committee.
7. Keep accurate records of their budget and volunteer hours and turn it over to their successors at the close of the administration.

The Nominations Committee shall:

1. Prepare a slate of qualified candidates for election to the elected offices of BJWC.
2. Present the slate of candidates at the March meeting in even numbered years.

SECRETARY

The Secretary shall:

1. Record all minutes and shall keep essential records.
2. Provide copies of the minutes two weeks prior to the monthly meeting for the president's review.

TREASURER

The Treasurer shall:

1. Be the custodian of all funds.
2. Deposit all dues and assessments and receive all monies.
3. Make payments in accordance with the budget.
4. Make payments of expenses not provided for in the budget only upon order of at least two-thirds (2/3) of the members present at a general meeting.
5. Keep full and accurate accounts and shall prepare financial statements for the general meetings.
6. Turn over to her successor all books and financial records.
7. Prepare the records for the Executive Committee and for compilation by a Certified Public.
8. Be chairman of the Budget and Finance Committee

The Budget and Finance Committee shall:

1. Be composed of the Treasurer, Past Treasurer, President, President-elect, Past President, and Member-at-Large.
2. Prepare a budget and submit it with recommendations to the Executive Committee for presentation to the Board of Directors at the special meeting in June.
3. Keep accurate records and turn it over to their successors at the close of the administration.

MEMBER-AT-LARGE

The Member-at-large shall:

1. Serve on the Budget and Finance Committee.
2. Be co-chairman of the Membership Committee.
3. In the event of an absent officer, other than President, assume the duties of that office for that meeting.
4. In the event of a vacancy in officers except President, fill that office until such times as an election is held.

PARLIAMENTARY ADVISOR

1. The Parliamentary Advisor shall have all rights and privileges of any other member.
2. The Bylaws Committee shall be composed of members appointed by the president and advised by the parliamentary advisor.

The Bylaws Committee shall:

1. Review the bylaws on even year with each new administration. Officers of the GFWC Billings Junior Woman's Club, certify the bylaws. Present the review at the September meeting.
2. Each year provide an end-of-the-year report with rationale. Report submitted to the Executive Committee.
3. Submit the proposed bylaws amendments to the Executive Committee for review.
4. May also submit proposed Standing Rules amendments to the Executive Committee for consideration.
5. Submit proposed amendments to the Bylaws and Standing Rules for consideration at any BJWC meeting, provided previous notice had been given.

ARTICLE VI – MEETINGS

Section 6.1 - Regular Meeting

Regular meetings of the general membership shall be on the third Tuesday of each month, September through May except when otherwise ordered by the club or the executive committee. There will be no December meeting.

Section 6.2 - Annual Meeting

The Annual meeting of BJWC shall be the third Tuesday of March. The minutes from this meeting are to be put on file with the incorporation papers.

****INFORMATION PURPOSE:** This portion is in the bylaws because the club is incorporated and a 501 (c) 4.

Montana Code Annotated 2021 TITLE 35. CORPORATIONS, PARTNERSHIPS, AND ASSOCIATIONS
CHAPTER 2. NONPROFIT CORPORATIONS

Part 5. Members -- Delegates – Voting

Annual And Regular Meetings

35-2-526. Annual and regular meetings. (1) A corporation with members shall hold a membership meeting annually at a time stated in or fixed in accordance with the bylaws.

Section 6.3 - Special Meeting

Special meetings shall be called by the President, Board of Directors, Executive Committee, or upon written request of ten members of BJWC.

Section 6.4 - Cell Phones

Cell phones shall be turned off or set on vibrate during the meeting. Members should excuse themselves for any cell phone use.

Section 6.5 - Notice of Meetings

1. Notice of the annual and general meetings shall be given by the Calling/Communication Committee selected by the President.
2. Notice of regular, special and annual meetings shall be given at least three (3) days in advance.

Section 6.6 - Quorum

The quorum for the meetings of BJWC shall be ten (10) members.

Section 6.7 - Electronic Meetings

Except as otherwise provided in these bylaws, meetings of BJWC shall be conducted through use of Internet meeting services designated by the President that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings shall be subject to all rules adopted by the membership, to govern them, which may include any reasonable limitations on, and requirements for, members' participation. Any such rules adopted shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of BJWC. An anonymous vote conducted through the designated Internet meeting service shall be deemed a ballot vote, fulfilling any requirement in the bylaws or rules that a vote be conducted by ballot.

ARTICLE VII – EXECUTIVE COMMITTEE

Section 7.1 – Composition

The Executive Committee of BJWC shall be President, President-elect, Secretary, Treasurer, Member-at-Large, Parliamentary Advisor, and Immediate past president.

Section 7.2 – Duties

1. It shall be responsible for the general meetings and shall hold meetings as deemed necessary.
2. Transact the business of BJWC between meetings of the Board of Directors.
3. Review and approve the budget recommended by the Treasurer.
4. Create and dissolve special committees.
5. Declare vacancies in office.

Section 7.3 – Meetings

The Executive Committee shall meet at least yearly, at the call of the President or upon request of any three members of the Board of Directors. Electronic meetings may be held as stated in Section 6.7.

Section 7.4 – Quorum

The quorum for the meetings of the Executive Committee shall be five (5) members.

ARTICLE VIII - BOARD OF DIRECTORS

Section 8.1 – Composition

The Board of Directors consists of:

A) The elected officers of BJWC.

B) Appointed Positions: Community Service Program (CSP) and Advancement Plans Chairmen (AP), Immediate Past President, Member at Large, and Parliamentary Advisor.

The President of BJWC by virtue of the office shall be Chairman of the Board of Directors. The secretary will take minutes of the meeting and provide copies of the minutes to the Board of Directors.

Section 8.2 - Duties

The Board of Directors shall be responsible for the business and funds of BJWC. It shall present all proposed major business transactions to the membership for ratification.

Section 8.3 - Meetings

The Board of Directors shall hold two (2) meetings per year and others as deemed necessary by the President. One (1) meeting shall be held in June in order to approve the following year budget. Electronic meetings may be held as stated in Section 6.7.

Section 8.4 - Quorum

The quorum for the meetings of the Board of Directors shall be eight (8) members.

ARTICLE IX – COMMUNITY SERVICE PROGRAMS AND ADVANCEMENT PLANS

Section 9.1 - Definition

BJWC Community Service Programs (CSP) and Advancement Plans (AP) will follow those of GFWC.

Section 9.2 - Size and term

Each CSP and AP will be composed of a chairman appointed by the President with no fewer than three (3) members and serve for the 2-year administration or until successors are appointed.

Each CSP and AP will be given a budget. CSP and AP Chairmen may appoint project chairmen within the CSP and AP.

Section 9.3 - Duties

Each CSP and AP Chairman shall:

- a) Be responsible for the implementation of the designated programs consulting with the President to plan, outline, and promote programs of work and study;
- b) Submit a monthly written report 3 days prior to each regular club meeting;
- c) Submit an end-of-the-year written report;
- d) Keep accurate records of their budget and volunteer hours and turn it over to their successors at the close of the administration.
- e) Present a budget to be approved by the Budget and Finance Committee prior to the June meeting.

ARTICLE X – COMMITTEES

Section 10.1 - Standing Committees

1. The Budget and Finance Committee (Details under Treasurer)
2. The Bylaws Committee. (Details under Parliamentary Advisor)
3. The Nominations Committee (Details under President Elect)
4. The Membership Committee (Details under President Elect)

Electronic meetings of all committees may be held as stated in Section 6.7.

ARTICLE XI - DELEGATES

Delegates and alternates to GFWC International conventions shall consist of the President and President-elect. Other delegates shall be selected with approval of the Executive Committee.

ARTICLE XII - STANDING RULES

In order to comply with the specific BJWC Bylaws, Standing Rules may be established, which shall have the same force and effects as the bylaws.

ARTICLE XIII - AMENDMENTS

Section 13.1 - Bylaws

May be amended by a two-thirds vote of members present and voting at any meeting of BJWC, provided the meeting date and proposed amendment(s) have been submitted in writing to the membership prior to the vote.

Section 13.2 - Standing Rules

May be adopted, amended, or rescinded by a two-thirds vote of those present at a regular meeting, without previous notice or by a majority vote with such notice.

ARTICLE XIV PARLIAMENTARY AUTHORITY

The proceedings of the Club shall be governed by and conducted according to Robert’s Rules of Order, Newly Revised.

We the undersigned, being all of the elected officers of the GFWC Billings Junior Woman’s, do hereby certify: That the foregoing Bylaws appearing upon the pages of this record immediately preceding constitute the Bylaws and are the official Bylaws of this club as passed, approved and adopted by the members of the Billings Junior Woman’s Club on April 19, 2022.

GFWC BJWC President _____

GFWC BJWC President Elect _____

GFWC BJWC Treasurer _____

GFWC BJWC Secretary _____

STANDING RULES

1. It shall be the responsibility of the general membership to read the by laws and standing rules.
2. Voting at Board of Directors, Executive Committee, and general meetings shall be by secret vote when the question is of such a nature that any member would hesitate to vote publicly.
3. The Executive Committee shall have authority appropriate funds of BJWC in amounts not to exceed \$500.
4. BJWC shall not make financial contributions in excess of \$250, which are not included in a committee's budget, without a majority vote of committee members.
5. Funds used within a committee shall be agreed upon by a majority of all committee members. Individual committees may raise their own funds above and beyond those budgeted as deemed necessary.
6. No committee can move their funds to another committee's project without the approval of the general membership.
7. Specific committee proposals or projects not initially outlined in the budget that request the support of the entire membership, will be presented in writing to the general membership for approval.
8. The yearly membership dues are \$35 and shall be allocated as follows: Per capita assessment for membership in General Federation of Women's Clubs, GFWC of Montana, GFWC of Montana Eastern District.
9. Each member is encouraged to be a member of one standing committee or department.
10. The newly elected President shall attend the GFWC Annual International Convention one time (preferably even years) during her administration. BJWC will reimburse the officer for costs of: registration and official meals during meeting days. Travel as approved by the BJWC Executive Committee will be paid by BJWC. The hotel room will be paid one-half (1/2) of the convention room rate for days needed to attend the convention.
 - 10a. If the president is unable to attend, the president-elect shall be the alternate, or a delegate representative may be chosen by the Executive Committee, and given the same consideration of reimbursement as the president.
11. Members of BJWC may attend the GFWC International Convention, Western States Region Conference, GFWC of Montana Fall Boards (Fall Meeting), GFWC of Montana Spring Convention, and GFWC Eastern District Convention.
 - 11a. BJWC will pay registration and official meals for these conventions, conferences, and meetings. Travel as approved by the BJWC Executive Committee will be paid by BJWC. The hotel room will be paid at one-half (1/2) the convention room rate by BJWC.
 - 11b. Members will be reimbursed after attendance at the conventions, conferences, or meetings.
 - 11c. The BJWC member chosen as GFWC of MT Leads Candidate is encouraged to attend the GFWC International Convention and BJWC will pay registration and official meals. The hotel room during convention days will be paid at one-half (1/2) the convention room rate by BJWC. Candidate will also receive the remainder of expenses of lodging and travel not covered

by GFWC International and GFWC of Montana with approval by the Executive Committee.

Amendment to Standing Rules 10 and 11 passed on 10.19.2021

11d. BJWC members holding a GFWC of MT District Office, GFWC of MT State office, Western States Region office, or official appointments including GFWC International that they are required to attend the official planning of the above. The hotel room during planning days will be paid at one-half (1/2) the room rate by BJWC. BJWC will pay for costs of: registration, official meals, travel and lodging for meetings not otherwise covered.

Amendment to Standing Rule 11d, passed. 3.17.2022

12. All reimbursement requests must be submitted to the treasurer on the correct form with receipts attached within 90 days. No reimbursements will be paid without correct documentation.

13. If necessary, and time is of the essence, committee members must be polled for vote by telephone or email to determine the actions to be taken. All such actions will be included in the next committee report.

14. Any expenses incurred by a member due to special requests or arrangements are the member's responsibility. Members requesting special arrangements may ask the Executive Board for an exemption prior to the incurred expenses.

15. The board has adopted an investment policy statement, which does not conflict with the purposes of The GFWC Billings Junior Woman's Club, these bylaws, the articles of incorporation, or any other governing document for The GFWC Billings Junior Woman's Club. Standing Rules may be adopted, amended, or rescinded by a two-thirds vote of those present at a regular meeting, without previous notice or by a majority vote with such notice.

16. Members who need to hire child care while attending a BJWC regular monthly meeting will be reimbursed \$20 for each meeting (max. \$140 per Club year per member). At the meeting attended, the member

17. Rules for Electronic Meetings (Taken from Robert's Rules of Order, Newly Revised)

1. Login information. The appointed member shall send by e-mail to every member, at least two (2) days before each meeting, the time of the meeting, the URL and codes necessary to connect to the Internet meeting service, and, as an alternative and backup to the audio connection included within the Internet service, the phone number and access code(s) the member needs to participate aurally by telephone. The appointed member shall also include a copy of, or a link to, these rules.

2. Login time. The appointed member shall schedule Internet meeting service availability to begin at least 15 minutes before the start of each meeting.

3. Signing in and out. Members shall identify themselves as required to sign in to the Internet meeting service, and shall maintain Internet and audio access throughout the meeting whenever present, but shall sign out upon any departure before adjournment.

4. Quorum calls. The presence of a quorum shall be established by audible roll call at the beginning of the meeting. Thereafter, the continued presence of a quorum shall be determined by the online list of participating members, unless any member demands a quorum count by audible roll call. Such a demand may be made following any vote for which the announced totals add to less than a quorum.

5. Technical requirements and malfunctions. Each member is responsible for his or her audio and Internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.

6. Forced disconnections. The chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

7. Assignment of the floor. To seek recognition by the chair, a member shall raise hand and wait until recognized by chair before speaking.

8. Motions submitted in writing. A member intending to make a main motion, to offer an amendment, or to propose instructions to a committee, shall, before or after being recognized, post the motion in writing to the online area designated by the appointed member for this purpose, preceded by the member's name.

9. Votes shall be taken by the anonymous voting feature of the Internet meeting service, unless a different method is ordered by the chair. When required or ordered, other permissible methods of voting are by electronic roll call or by audible roll call. The chair's announcement of the voting result shall include the number of members voting on each side of the question and the number, if any, who explicitly respond to acknowledge their presence without casting a vote. Business may also be conducted by unanimous consent. Electronic meetings may be held only if all participants can hear each other as they would in a face-to-face meeting.

Amendment to Standing Rule 17 passed. 10.19.2021