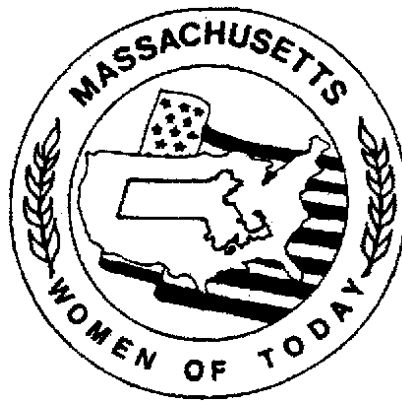


CONSTITUTION
MASSACHUSETTS WOMEN OF TODAY, INC.



May 9, 2010
With revisions as of 5/1/10 state meeting
Louise Orum/Lucy Kelliher
Review committee



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CONSTITUTION MASSACHUSETTS WOMEN OF TODAY, INC.

ARTICLE I NAME AND ORGANIZATION

- Section 1 The name of this organization shall be Massachusetts Women of Today, Inc.
- Section 2 The principal office of this organization shall be at the residence of the current Massachusetts Women of Today, Inc. President.
- Section 3 Until Massachusetts Women of Today, Inc. has permanent headquarters, all permanent records shall be kept with the current Massachusetts Women of Today, Inc. President.
- Section 4 Massachusetts Women of Today, Inc. is a non-profit corporation formerly known as Massachusetts Jaycee-ettes, Inc. and Massachusetts Jaycee Women, Inc. that is incorporated in the Commonwealth of Massachusetts. The organization changed its name to Massachusetts Women of Today, Inc. on January 10, 1986.

ARTICLE II PURPOSE AND CREED

- Section 1 The purpose of this organization shall be:
- a. To provide an opportunity for individual development, leadership training and community service.
 - b. To encourage and foster the establishment and growth of Women of Today chapters.
 - c. To promote civic, educational, and recreational activities to the benefit of its membership.
- Section 2 This organization will be non-partisan and non-sectarian. It shall wholly abstain from any political affiliation or endorsement of candidates for political office and be dedicated solely to performing functions affecting the civic, education, recreational, and social interests of community, state, and nation.
- Section 3 The Creed of this organization shall be:
- We, the United States Women of Today,
Are dedicated to serving our community and nation,
Are committed to strengthening our individual talents,
And stand united in our friendship and belief in the future.

ARTICLE III MEMBERSHIP

- Section 1 The membership of this organization shall consist of local Women of Today chapters whose members may include at the option of the local chapters any community member with a minimum age of eighteen (18) who supports the purpose of the Women of Today.
- Section 2 This organization is a charter member of the United States Women of Today.



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Section 3 Addition of the following clause shall be inserted in the Constitution and by-laws of each member chapter: "This organization is a member of Massachusetts Women of Today, Inc. and the United States Women of Today, and shall be subject to the by-laws and policies of those organizations insofar as they affect and prescribe the activities of the [local] Women of Today."

ARTICLE IV GOVERNMENT

Section 1 The government of this organization shall be vested in an Executive Committee and the Board of Directors.

ARTICLE V AMENDMENTS

Section 1 This Constitution and its by-laws may be amended or repealed at any meeting of the organization upon the vote of two thirds of the accredited representatives present, provided that notice has been submitted to the Secretary in writing and a copy of same has been sent to the Executive Committee, the Board of Directors, all local chapter members, and at-large members not less than thirty (30) days prior to said meeting.

Section 2 Policies may be amended by a simple majority of voting members in attendance at any meeting of the Board of Directors or the General Membership without prior notification.

BY-LAWS MASSACHUSETTS WOMEN OF TODAY, INC.

ARTICLE I MEMBERSHIP

Section 1 Active membership in this organization shall be as provided in the Constitution.

Section 2 A minimum of five (5) paid members is required to constitute a local Women of Today organization. An application for membership to Massachusetts Women of Today, Inc. shall be reviewed and approved by the Executive Committee.

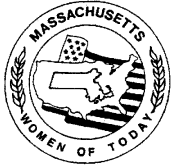
Section 3 Local Women of Today organizations shall be considered chapters in good standing as provided in the by-laws –Article II , Section 3.

Section 4 Any outstanding Women of Today, and/or deserving community member is eligible for Honorary membership upon a two-thirds (2/3) majority vote of the Executive Committee. An honorary member shall have no voting privileges and may not hold office in this organization unless also qualified as a regular member.

Section 5 Life membership in this organization confers on the recipient the highest award attainable as a Massachusetts Woman of Today. Life Membership shall be conferred by a two-thirds vote of the Board of Directors. A Life member shall have voting privileges.

Section 6 Any state or local member shall be in good standing unless she/he

- a. Owes outstanding debts, including, but not limited to dues, to Massachusetts Women of Today, Inc..
- b. Acts in a detrimental way to Massachusetts Women of Today, Inc..



- c. Enters into any contract for Massachusetts Women of Today, Inc. without proper, written clearance from Massachusetts Women of Today, Inc. Executive Committee.

Section 7 At-large members are defined as members of Massachusetts Women of Today, Inc. who are not affiliated with a specific chapter.

ARTICLE II DUES

Section 1 State dues shall be payable annually to the Membership VP on the anniversary date of the membership.

Section 2 An annual chapter fee shall be payable to the State Treasurer before July 1st, excluding those chapters formed during the third trimester of the previous fiscal year.

Section 3 Any chapter with outstanding debts owed to Massachusetts Women of Today, Inc. will be considered delinquent and its representatives will not be allowed to vote at any state meeting until debts have been paid. The chapter will lose its charter after a period of ninety (90) days from date of delinquency.

ARTICLE III GOVERNMENT

Section 1 The government of this organization shall be vested in the Massachusetts Women of Today, Inc. Executive Committee (hereinafter referred to as the Executive Committee), the Massachusetts Women of Today, Inc. Board of Directors (hereinafter referred to as the Board of Directors), and the membership through the voting delegates from each chapter.

Section 2 Executive Committee

- a. The Executive Committee shall consist of the following elected officers: President, Programming Vice President, Membership Vice President, Secretary, Treasurer, and Chairman of the Board all of whom shall be voting members.

Section 3 Board of Directors

- a. The Board of Directors shall consist of the Executive Committee, the Chapter Presidents, or designees, and the Program Managers, all of whom will be voting members.
- b. The Board of Directors shall meet at an orientation meeting within eight (8) weeks from the date of National Year End Convention.
- c. The Board of Directors shall meet at the discretion of the President at a time and place selected by the President with the approval of a simple majority of the Executive Committee.
- d. A simple majority of the voting members present shall be necessary to carry a motion.
- e. Special meetings of the Board of Directors to be held in a centrally located place may be called by the President or whenever one third (1/3) of the chapters so petition, provided fifteen (15) days notice in writing is sent to each chapter stating the purposes of such special meeting. No other business may be voted on.



- Section 4 State Membership Meetings
- a. State Membership meetings shall be held in the months of October and February.
 - b. The State Year End Convention shall be held in May.
 - c. All meetings shall be held at a time and place selected by the President with the approval of a simple majority of the Executive Committee.
 - d. A quorum at the meeting shall consist of delegates representing one-third (1/3) of the chapters in good standing

Section 5 The Immediate Past President shall serve as the Chairman of the Board.

ARTICLE IV REPRESENTATION

- Section 1 a. Each chapter in good standing shall be entitled to votes at State meetings based on chapter size as of the last trimester update immediately prior to the State meeting. Each chapter must have its delegates present to cast its authorized votes. Delegates must be accredited by the Treasurer. Votes are as follows:

<u>Chapter Membership</u>	<u>Number of Votes</u>
1-10	1
11-20	2
21-40	3
41-60	4
61 and up	5

Section 2 Delegates shall be officers or active members in good standing in the chapters that they represent, and shall be selected by each chapter in such manner as they may choose.

Section 3 A member of the Executive Committee shall have one (1) vote provided she/he is present. She/he votes as an officer or as a chapter delegate, but not as both. Positions that are held by more than one person at the time of the vote shall have a single combined vote.

Section 4 A Program Manager shall have one (1) vote provided she/he is present. She/he shall vote as a Program Manager or as a chapter delegate, but not as both. In the event that a Program Manager position is shared between more than one individual, only one vote may be cast.

Section 5 A State Life Member shall have one (1) vote provided she/he is present.

Section 6 An At-Large Member shall have one (1) vote provided she/he is present.

Section 7 The presiding officer shall cast her/his vote only in case of an unbreakable tie.

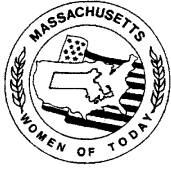


ARTICLE V DUTIES OF OFFICERS

- Section 1 The President shall preside at all state meetings, shall be the official of the organization, and shall be the custodian of its records.
- Section 2 The Programming Vice President shall assist the President and be in charge of the Internal and External areas. She/he shall oversee the internal and external matters, including coordination of the external program bidding process every three years. She/he shall be responsible to officiate in all capacities of the President in the event the President is unable to continue in her/his duties. She/he shall perform such other duties as are usual to the office, or as may be required by the President.
- Section 3 The Membership Vice President shall assist the President, collect all dues, and be in charge of membership records and the Extensions committee. She/he shall perform such other duties as are usual to the office, or as may be required by the President.
- Section 4 The Secretary/Newsletter Editor is the recording officer to the organization and shall publish State newsletters. She/he shall perform other duties as are usual to the office or as may be required by the President.
- a. In the event that the Newsletter Editor position is filled by an individual other than the Secretary, only the Secretary shall serve on the Executive Committee and retain the voting privileges of the position.
- Section 5 The Treasurer shall pay all obligations, record all deposits, and account to the Board of Directors for all the finances of the organization. She/he is responsible for filing the Massachusetts Annual Report of Officers, the Massachusetts Form PC financial statement, and other forms that may be required by state law. She/he shall perform such other duties as are usual to the office, or as may be required by the President.
- Section 6 The Chairman of the Board will serve as the Parliamentarian and shall advise the President on parliamentary law and procedure.
- Section 7 All officers will provide training and assistance to their replacement.
- Section 8 All officers will establish communication with their respective chapter counterparts.

ARTICLE VI PROGRAM MANAGERS

- Section 1 There shall be one (1) three-year External Program for Massachusetts Women of Today, Inc..
- a. External programs shall be reviewed at the February State meeting prior to their expiration. One proposal will be accepted by the voting delegates at the following Annual Convention to become effective on June 1 of the same year.
- Section 2 Massachusetts Women of Today, Inc. will support all United States Women of Today External programs.
- Section 3 There shall be eight (8) Internal Programs of Massachusetts Women of Today, Inc.:



- a. Individual Development (Personal Enrichment/STEP)
- b. Awards
- c. State Charity
- d. National Charity
- e. Web Development
- f. Publicity/Historian
- g. Fellowship Director/FOW
- h. Newsletter Editor (to the extent the Newsletter Editor is not the Secretary)

Section 4 A program manager for each external area and each internal area as defined in the policies shall be elected by the voting delegates at the State Year End Convention.

ARTICLE VII ELIGIBILITY AND TENURE

Section 1 A person must have served as a board member of a local chapter in good standing for a minimum of nine (9) months before holding an elected state office.

Section 2 A candidate for State President and Programming Vice President must have served on the State Board of Directors for a minimum of nine (9) months.

Section 3 The term of office shall begin on June 1, following the elections at the State Year End Convention. The term shall last one year.

Section 4 Officers may fill a given position for a maximum of two (2) consecutive years.

Section 5 If an office has not been filled by the close of State Year End Convention, the President will fill the vacancy by appointment with the approval of a majority of the Executive Committee.

Section 6 In case of the incapacitation, resignation, or death of an officer:

- a. The office of the President shall be filled by the Programming Vice President.
- b. In the event the Programming Vice President declines, the Executive Committee will solicit a replacement for President to become effective upon a simple majority vote of the Board of Directors.
- c. All other officers shall be appointed by the President with the approval of the Executive Committee.

Section 7 The decision as to the incapacitation of an officer shall be left to the discretion of the Executive Committee.

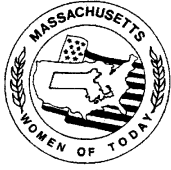
ARTICLE VIII NOMINATIONS AND ELECTIONS

Section 1 The Chairman of the Board shall chair a Nominating Committee.

- a. The committee will consist of a minimum of three members and shall meet at the discretion of the Chairman of the Board.
- b. It shall be the charge of the nominating Committee to select from the members in good standing at least one complete slate of officers and Program Managers willing to accept the nominations.
- c. The members of the Nominating Committee shall be eligible for office.

Section 2

- a. At the February State meeting, those members seeking the offices of President, Programming Vice President, Membership Vice President, Secretary, and Treasurer



may announce their candidacy. No candidate shall campaign outside her/his own local chapter until after April 1st. Nominations will be made from the floor at the State Year End Convention in May.

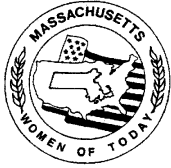
- b. The President, Programming Vice President, Membership Vice President, Secretary, Treasurer, and Program Managers shall be elected at the State Year End Convention in May.
 1. The Membership Vice President shall call the roll of chapters and announce the maximum number of eligible delegates and votes.
 2. A simple majority vote of the accredited delegates in attendance shall elect officers for the ensuing year. A majority shall be defined as more than one-half (1/2) of the total accredited votes on the convention floor at the time of the balloting.
 3. In case of a tie for an elective office, the presiding officer shall cast his/her vote.
- c. Secret ballot shall be the method of voting for contested office.
- d. In lieu of balloting, the Membership Vice President may cast one vote for the slate of uncontested positions.

ARTICLE IX ORDER OF BUSINESS

- Section 1 The order of business for the State Membership meetings and the State Year End Convention shall be determined by the President.
- Section 2 The order of business for all meetings may be changed by a majority vote of the delegates present.
- Section 3 Robert's Rules of Order, Newly Revised Edition shall govern all deliberations of the organization except as otherwise provided for in these By-laws.

ARTICLE X FINANCE

- Section 1 The fiscal year of this organization shall be June 1st to May 31st.
- Section 2 All funds shall be made payable to Massachusetts Women of Today, Inc..
- Section 3 a. A proposed budget shall be prepared by the President, Treasurer and past Treasurer for review by the Board of Directors at the first State Executive Board meeting.
b. The budget shall be voted on at the November State meeting by the membership.
- Section 4 No member of this organization shall contract for any debt or execute any contract in the name of Massachusetts Women of Today, Inc. without first receiving proper authorization from the Executive Committee.
- Section 5 The Treasurer shall make all transactions and disbursements through a local bank of her/his choice.
- Section 6 All accounts require one signature. The President and Treasurer shall be authorized on the accounts.
- Section 7 All expense vouchers submitted for payment must be approved by both the Massachusetts Women of Today, Inc. President and the Massachusetts Women of Today, Inc. Treasurer.



Section 8 All receipts and vouchers must be submitted no later than one week following the date of the State Year End Convention.

Section 9 Books must be balanced and closed by June 15th of each year.

POLICIES
MASSACHUSETTS WOMEN OF TODAY, INC.

POLICY 1 MEMBERSHIP

Section 1 New Chapters

- a. Charter applications may be approved by the Massachusetts Women of Today, Inc. President subject to ratification of the Executive Committee.

Section 2 Membership in Massachusetts Women of Today, Inc. may be terminated by a chapter submitting to the Executive Committee an official letter of intent and the chapter charter.

Section 3 Dues

- a. The annual state dues of this organization shall be nine (\$9) dollars per member and shall be payable on the anniversary date of the member.
- b. An annual chapter fee of fifteen (15) dollars per chapter shall be payable before July 1st to the State Treasurer, excluding those chapters formed during the third trimester of the previous fiscal year.
- c. Dues for Life Members of Massachusetts Women of Today, Inc. shall be paid as follows: life member pays local dues, no state dues, national dues paid by the State.
- d. Dues for Honorary regular members of Massachusetts Women of Today, Inc. shall be as follows: Honorary members pay local chapter dues, no state dues, national dues are paid by State.
- e. At-Large members shall pay dues of fifteen (15) dollars (State and National) directly to the State.

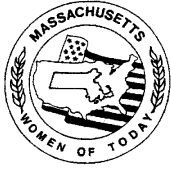
Section 4 The following people are Life Members: Phyllis Dougherty, Martha Higgins, Carrie Lutz, Eileen Murray, Karen Reid.

Section 5 The following people are Honorary members: none.

POLICY II PROGRAM MANAGERS

Section 1 The following areas shall have a Program Manager:

- a. Individual Development (Personal Enrichment/STEP)
- b. Awards
- c. State Charity
- d. National Charity
- e. Web Development
- f. Publicity/Historian
- g. Fellowship Director/FOW
- h. Newsletter Editor (to the extent the Newsletter Editor is not the Secretary)



Section 2

The duties of the Program Managers are as follows:

- a. Individual Development – promote National individual development programs and emphasis months. Organize state competitions and promote national competitions. Provide names of certified members to National.
- b. Awards – compile chapter awards nominations. Prepare Awards for distribution at the State meetings and convention. Assist President with awards and gifts as necessary.
- c. State Charity – promote the State charity through the provision of education materials to the chapters. Track funds raised and donated. Promote an emphasis month.
- d. National Charity - promote the National charity through the provision of education materials to the chapters. Track funds raised and donated. Promote the emphasis months.
- e. Web Development – maintain the State website, assist local chapters in website development, and promote website emphasis months.
- f. Publicity/Historian – promote National publicity programs and emphasis months, serve as State Historian and maintain scrapbooks for the State, take photographs, write and submit articles publicizing the activities and accomplishments of State and National programs.
- g. Fellowship Director/Focus on Women – promote National Fellowship and Focus on Women Certifications and emphasis months. Provide an invocation and benediction at State meetings and other appropriate times. Provide names of certified individuals to National. Organize state competitions and promote national competitions, and send notes of encouragement to individual members as needed.
- h. Newsletter Editor – Coordinate publication of The Calliope approximately three or four times per year.

Section 3

State Charity Bid Process

- a. All charity names and contacts shall be submitted to the Programming Vice President no later than December 1st of the renewal year. She/he will then ask for a formal proposal to be submitted by each charity.
- b. The Programming Vice President will announce the eligible charities at the November State meeting.
- c. All proposals will be presented to the membership at the February State meeting. Potential charities failing to present at the February State meeting shall be removed from consideration at the discretion of the President and Programming Vice President.
- d. No member of the Women of Today may present the bid.
- e. Materials regarding the charities and education regarding the voting process will be provided to the chapters no later than March of the voting year.
- f. Voting to select the State Charity will take place at the Annual Convention and will be decided by a simple majority vote of the accredited voting delegates present.

POLICY III NOMINATIONS AND ELECTIONS

- a. At the February State meeting, the Chairman of the Board shall read the section of the Bylaws pertaining to election procedure.
- b. At the Annual Convention when nominations are closed, each candidate may state her/his qualifications for office in five (5) minutes or less.



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POLICY IV STATE MEMBERSHIP MEETINGS

- a. All Women of Today shall register in advance at the State meetings and State Year End Convention. A meeting fee of three (3) dollars will be charged.
- b. The State President and Chairman of the Board shall be exempt from any fee charged at State meetings within the State.
- c. At State meetings, the hostess chapter shall have the privilege of planning the entertainment and program, except the business sessions, which shall be determined by the President. Hostess chapters are responsible for mailings to chapters and to the Executive Committee.

POLICY V CONSTITUTION

- a. A current copy of local chapter constitution and by-laws shall be submitted to the Chairman of the Board. An updated constitution and by-laws shall be submitted upon revision.
- b. The Constitution and by-laws of Massachusetts Women of Today, Inc. shall be reviewed at least every three (3) years by a committee led by the Chairman of the Board and revised as needed.

POLICY VI STATE PROJECTS

- a. Proposed state projects shall be submitted to the Executive Committee for review prior to the Board of Directors meetings.