

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS
A California Corporation

PAULETTE M. MEADOWS and JOAN REED certify:

1. That they are the President and Recording Secretary, respectively, of GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS, a CALIFORNIA corporation.
2. The Executive Board is the name given collectively to the people who act in the capacity of directors of said corporation.
3. At a meeting of the Executive Board of said corporation, duly held in San Diego, California, on May 12, 2005, the following resolution was adopted: "RESOLVED: That the Articles of Incorporation of this corporation be amended to read in full as follows:

ARTICLES OF INCORPORATION
OF
GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS

I

The name of this corporation shall be "GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS."

II

The specific and primary purposes for which this corporation is formed are: To carry out exclusively charitable, educational, and service programs within the meaning of section 501(c)(3) of the Internal Revenue Code, with special emphasis on carrying out an educational program for women.

III

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

IV

The county in this state where the principal office for the transaction of the business of this corporation is in San Bernardino County.

V

This corporation shall have perpetual existence.

VI

The Executive Board is the name given collectively to the people who act in the capacity of directors of said corporation.

The names and residences of the people who are listed as directors in the original Articles of Incorporation of the corporation are:

Name:

BERTHA LOVEJOY GAMBLE (Mrs. Herbert A.)
ADELE ARMSTRONG (Mrs. A.B.)

Residence:

Los Angeles, California
Fowler, California

ADELIA T. SCHLOSS (Mrs. Aaron)
 JANNIE T. ANDERSON (Mrs. W.H.)
 ANNA M. MUMFORD (Miss)
 NELLIE F. DORMODY (Mrs. L.J.)
 ORPHA WOODS FOSTER (Mrs. E.P.)
 LIZZY K. KING (Mrs. Percy S.)
 HELEN M. KNIGHT (Mrs. Edward Dexter)
 ISOBEL S. CHAPPELL (Mrs. G.E.)
 ALICE A. FREDERICKS (Mrs. Frank)
 KATHERINE SMITH (Mrs.)
 MINNIE R. FITZGERALD (Mrs. W.A.)
 NETTIE SMITH JONES (Mrs. Mattison B.)
 ELIZABETH T. ARNOLD (Mrs. Charles C.)
 ROSE V.S. BERRY (Mrs.)
 LOUISE B. DEAL (M.D.)
 ANNA A. GARNER (Mrs. M.D.)
 FLORENCE D. SCHONEMAN (Mrs.)
 MARGUERITE OGDEN (Miss)
 KATE CHURCH (Mrs. M.D.)
 MARY S. GIBSON (Mrs. Frank A.)
 MARY J. HAIN (Mrs. S.D.)
 MARY PUTNAM HENCK (Mrs. Joseph E.)
 CAROLINE R. KELLOGG (Miss)
 FRANCES CARLTON HARMON (Mrs.)
 ALBA PADGHAM (Mrs.)
 LOUISE HARVEY CLARKE (M.D.)
 JESSICA LEE BRIGGS (Miss)
 MARY B. RITTER (M.D.)

Berkeley, California
 Los Angeles, California
 South Pasadena, California
 Placerville, California
 Ventura, California
 Napa, California
 San Francisco, California
 Grass Valley, California
 San Francisco, California
 Richmond, California
 Fresno, California
 Glendale, California
 Riverside, California
 Berkeley, California
 San Francisco, California
 San Bernardino, California
 San Bernardino, California
 Oakland, California
 Nevada City, California
 Los Angeles, California
 Coalinga, California
 Hemet, California
 Los Angeles, California
 Los Angeles, California
 Santa Ana, California
 Riverside, California
 San Francisco, California
 La Jolla, California

VII

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the methods of collection thereof, shall be as set forth in the bylaws.

VIII

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for nonprofit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, which is organized and operated exclusively for charitable purposes, and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which this corporation's principal office is located, upon petition therefore by the Attorney General or by any person concerned in the liquidation.

4. That the members have adopted said amendment by resolution at a meeting held at San Diego, California, on May 12, 2005; that the wording of the amended Articles of Incorporation is set forth in the resolution of the Executive Board, in Paragraph 3 above.

5. That the number of members who voted affirmatively for the adoption of said resolution is 271, and the number of members constitute a quorum is: ten percent of the registered delegates, together with three officers.

Paulette Meadows, President
Joan Reed, Recording Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing Certificate are true and correct.

Executed in San Diego, California, on the Twelfth day of May 2005.

PAULETTE MEADOWS (Signature)
JOAN REED (Signature)

GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS
BYLAWS

ARTICLE I
NAME

The legal name of this Corporation is the GFWC California Federation of Women's Clubs (CFWC), hereinafter in these Bylaws referred to as CFWC and is a member of General Federation of Women's Clubs, International (GFWC).

ARTICLE II
OBJECT

The specific and primary purposes for which this corporation is formed are to carry out exclusively charitable, educational, and service programs within the meaning of section 501(c)(3) of the Internal Revenue Code. The EIN number of this organization is 95-2009211.

ARTICLE III
CLUB MEMBERSHIP

SECTION 3.1. Eligibility. Organizations whose work is germane to the objects of the General Federation of Women's Clubs are eligible for membership in the GFWC California Federation of Women's Clubs.

SECTION 3.2. Requirements. To become a member of the CFWC a club must:

- A. Be composed of ten (10) or more dues paying members who hold membership in:
 - 1. GFWC, CFWC, and a District of the CFWC, or
 - 2. Clubs not in a District but paying per capita dues to GFWC and CFWC.
- B. Show by its bylaws that the organization requires no sectarian or partisan political test for membership; that it is not a secret society; that it does not tolerate, either by practice or teaching, any violation of state or national laws; and that its bylaws do not conflict with the bylaws of the GFWC or the GFWC California Federation of Women's Clubs.

SECTION 3.3. Types of Members. Club Membership in the CFWC shall be Active, Juniorette, Undesignated, and Affiliate as follows:

- A. Active membership shall be Clubs whose members pay per capita dues to GFWC, CFWC, and a District.
- B. Juniorettes are Clubs whose membership is composed entirely of middle school/junior high and high school age students whose members have paid GFWC, CFWC, and District dues. These Clubs are sponsored by Women's Clubs or a District and have an advisor from a CFWC general club.
- C. Undesignated are Clubs with statewide membership and shall not be counted in the membership of any District. GFWC and CFWC dues shall be paid to the CFWC Financial Secretary. Membership does not qualify for office or committee membership in GFWC, WSR (Western States Region), or CFWC.
- D. Affiliate Groups are those (e.g., Past Presidents, Parliamentary Law, and Alumnae) with one representative vote at CFWC Convention. Members shall also have membership in a dues-paying Federated club. Affiliate groups shall pay an annual fee to CFWC and are not included in the CFWC membership count to GFWC.

SECTION 3.4. Club Membership Application. Application for club membership shall be made to the District Membership Chairman.

- A. The Club
 - 1. GFWC shall precede the name of the club applying for membership.
 - 2. Application form signed by the Club President and Recording Secretary must be accompanied by
 - a. Check payable to District, for per capita GFWC, CFWC, and District dues
 - b. Names and addresses of all members
 - c. Contact information for the Club President, Recording Secretary and Treasurer
 - d. Two (2) copies of the bylaws (or electronic copies)
- B. The District Membership Chairman, after reviewing all application documents shall:
 - 1. Send an application packet and documents (listed in A above) to the District President with a notation that the Application Form and dues check was sent to the District Treasurer
 - 2. Forward a copy of the Application Form and Club's bylaws, which have been approved by the District Parliamentarian, to the CFWC Parliamentarian for approval
 - 3. Present check from the District Treasurer, payable to CFWC, for per capita GFWC and CFWC dues and a copy of the new club documents to the District Officers. A majority of members present and voting at a regular District meeting shall accept the Club into membership
 - 4. Forward the application, dues check, bylaws, and roster information to the appropriate Area Vice President who will confirm the packet is complete and present the Club for acceptance at the next CFWC Executive Board meeting.
- C. Following acceptance into membership
 - 1. CFWC President shall notify the Club and the District President of the club's acceptance.
 - 2. CFWC Second Vice-President (Membership Chairman) and the Area Vice President will send the new club welcoming information and procedures for receipt of their Club Charter.
 - 3. CFWC Membership Chairman shall present a copy of the signed membership Application and dues check for GFWC and CFWC to the CFWC Financial Secretary.
 - 4. CFWC Membership Chairman shall file a signed copy of the application at CFWC Record Storage.

SECTION 3.5. Application for Affiliate Group Status.

- A. Only groups whose object is Past Presidents, Parliamentary Law, Alumnae, or Emeritus may request affiliate status.
- B. To request affiliate status a group shall submit an Affiliate Group Application Form to the District Membership Chairman signed by Club President and Recording Secretary with a copy for the District President and Area Vice President for their information.
- C. The CFWC Second Vice President shall present the application to the Executive Committee for recommendation to the Executive Board, and the CFWC Second Vice President shall notify the club in writing of the Executive Board action.
- D. Each group granted affiliate status will pay an annual fee of thirty dollars (\$30.00) to CFWC for twenty-five (25) or fewer members and an additional fee of fifteen dollars (\$15.00) for twenty-six (26) or more members.
- E. Members will not be included in the District or CFWC membership count.

SECTION 3.6. Delinquency, Withdrawal and Reinstatement.

- A. Delinquency Clubs whose membership dues are delinquent June 15 shall

1. Be sent a reminder letter
 2. Be encouraged to pay all delinquent dues prior to July 31
 3. Be informed that after July 31 their club information shall not be included in the yearbook
 4. Copies of the notification letter shall be distributed to the appropriate district president and a list of all delinquent clubs be given to the CFWC President and CFWC Second Vice President
- B. Proposed Withdrawal. Members considering withdrawal of their club from GFWC and CFWC membership, in good standing, shall:
1. Send written notice to all members of the club, at least sixty (60) days but no more than ninety (90) days before a vote is to be taken, that a discussion will be held on a proposed resignation from GFWC and CFWC at a specific regular business meeting of the club
 2. Send a copy of the notice to the CFWC president, second vice president, area vice president, district president, and the district membership chairman extending an invitation at least sixty (60) days before the vote is taken, to attend one or more meetings of the club. The invited officer will address the assembly for a minimum of twenty (20) minutes; and,
 3. Follow proper procedures and IRS Regulations, for a club having an IRS 501(c)(3) or (c)(4) status or procedures for those with IRS 501(c)(3) under the CFWC group exemption.
- C. Retention of Charter. Ten (10) or more members, by ballot vote, who wish to continue to exist as a Charter Club of the GFWC and CFWC may retain their Charter, Club name, and all assets and property of the club obtained since the club's original Charter date. A representative of the members who voted to retain their affiliation with CFWC shall re-affirm their membership by sending a list of current members and any officer, with an update of all contact information, within thirty (30) days to the CFWC Membership Chairman who will notify the CFWC Executive Committee.
- D. Resignation Procedures. Resignation in writing, from a club, signed by the President and Recording Secretary must specify that:
1. Notices in writing concerning the withdrawal had been sent to all members
 2. The vote was by ballot giving the number of votes in favor of withdrawing; and number of votes against withdrawing (must be 10 to sustain the club)
 3. The club wishing to withdraw in good standing must certify that:
 - a. Current dues had been paid; and this information shall reach the district president and area vice president before the completion of the next club information form.
 - B. The charter issued to the club by CFWC is returned to the second vice president for deposit at CFWC record storage or a statement that it has been lost or destroyed.
- E. Following Acceptance of Withdrawal. Once a club's withdrawal from membership has been accepted by the CFWC Board, the Director of Finance will notify IRS that the club no longer qualifies for group 501(c)(3) status. A statement of disbursement of assets shall be sent by the withdrawing club to the CFWC Director of Finance by certified mail.
- F. Dissolution/Disband. A club upon deciding to dissolve shall follow the rules of withdrawal and upon dissolution must disburse all funds and other assets, after payment of all bills, in accordance with the rules of 501(c)(3) pertaining to nonprofit organizations. Certified copies of a statement of the dissolution and disbursal of funds shall be sent by the club to the CFWC Director of Finance and by first class mail to the CFWC President and Second Vice President.

SECTION 3.7. Change of Club Name.

- A. GFWC shall precede the name of the club by applying for a change of name.
- B. Club wishing to change its name shall, upon favorable vote of the Club, notify the District President, who shall report Club and District action to the Area Vice President and CFWC Second Vice President, together with reworded bylaws and the original Club Charter for CFWC Executive Committee action.
- C. The Area Vice President shall be responsible for checking the proposed application and to recommend that the name of the town in which such club is located be included in the name of the club and check for similar club names.
- D. Following action by the Executive Board, the Charter will be issued carrying the new name and original date of Federating. An incorporated club will find it helpful to obtain legal advice to conform to State of California requirements.

SECTION 3.8 Method of Reinstatement.

- A. A club having been dropped by for non-payment of dues, desiring to rejoin Federation shall pay a one-time fee of twenty-five dollars (\$25.00) to CFWC and pay GFWC and CFWC current year dues. This fee shall be divided one-half to CFWC and one-half (1/2) to the District of which the Club is a member.
- B. A reinstated club desiring to be included in the CFWC Group IRS 501(c)(3) shall apply as stated in Article VIII, Section 8.2.

ARTICLE IV

MEMBERS

SECTION 4.1 CFWC shall have two (2) categories of membership

- A. Members of Active Clubs whose work is germane to the General Federation of Women's Clubs. The dues paying members of Active Clubs are members of CFWC with all pertinent privileges.
- B. Members of Juniorette Clubs sponsored by Active Clubs or Districts. Membership is composed entirely of middle school/junior high and high school age students.
- C. Membership in multiple clubs shall be optional but per capita dues must be paid to each constituent group.

SECTION 4.2 Ethical Standards. CFWC requires its officers, Board of Directors, members to observe high standards of ethical conduct in the execution of their duties and responsibilities, as required by law and as specified in these Bylaws and Standing Rules.

ARTICLE V

PAST STATE PRESIDENTS

SECTION 5.1 State Presidents, at the close of the last session of their service as President, shall be perpetually known thereafter as Past State Presidents.

- A. They shall be members of the Executive Board with the privilege of attending the Board Meetings and Conventions, with the right to make motions, debate, and vote.
- B. They are eligible to be a candidate for GFWC office or appointment to a GFWC chairmanship or committee. Eligibility also extends to service in appointed or elected positions at CFWC.
- C. At the request of the CFWC President, they may travel on itinerary as requested.
- D. CFWC Past State Presidents shall be guests at one meal function at CFWC Convention.

ARTICLE VI
OFFICERS AND DUTIES

SECTION 6.1. Officers. The officers of the CFWC shall be:

- A. Elected: President, First Vice-President, Second Vice-President, Recording Secretary, Director of Finance, Treasurer, Financial Secretary, and four Area Vice-Presidents.
- B. Appointed: Corresponding Secretary and Parliamentarian
- C. The elected and appointed officers shall constitute the Executive Committee
- D. Qualifications of the officers are listed in Article XIV 14.2.

SECTION 6.2. Term and Vacancies.

- A. Officers, with the exception of the President, shall be elected by ballot at the election year Convention. The term of office shall be for two years or until their successors are elected or appointed. No officer, except the Parliamentarian and Corresponding Secretary (appointed officers) shall be eligible to serve in the same office for more than two consecutive years, except when an officer is filling a vacancy of less than one year an additional full two-year term may also be served.
- B. Vacancies. Vacancies in CFWC elective offices, except that of President and First Vice President, shall be filled by ballot by the Executive Board for the unexpired term. In emergencies, the Executive Committee shall have the power to fill such vacancies.

SECTION 6.3. Reimbursement. There shall be no salaried officers. Necessary expenses incurred by the officers, in the service of CFWC, shall be reimbursed on the recommendation of the Finance Committee in accord with the Executive Committee.

SECTION 6.4. Duties.

- A. The President shall preside at all meetings of the CFWC Executive Board and Executive Committee and have the power to:
 - 1. Appoint the Corresponding Secretary and the Parliamentarian to be ratified by the newly elected Executive Committee prior to installation.
 - 2. Present to the Executive Committee, for ratification, nominees for Chairmen of Community Service Programs and Chairmen of all committees.
 - 3. Present to the Executive Committee, for ratification, nominees for Special Appointments and Administrative Chairmen.
 - 4. Appoint additional members to committees as deemed necessary.
 - 5. Generally supervise the work of the CFWC.
 - 6. Be an ex-officio member of all committees except the Nominating Committee.
 - 7. Represent the CFWC at the Board of Directors meetings and annual conventions of the GFWC and be chairman of the California delegation to the conventions. The President shall report at GFWC conventions in non-election years; but in election years, the immediate past president shall report the work of the administration and accept courtesies and awards.
 - 8. Sign all contracts ordered by the Executive Board.
 - 9. Sign checks for CFWC in case of the Treasurer's inability to serve.
 - 10. Appoint a committee of three to approve the convention minutes.
 - 11. Determine her own itinerary.

12. Be responsible for the compilation of the information for publication of the CFWC Procedure/Yearbook.
 13. A duplicate copy of administration papers and publications will be bound for the immediate Past President upon request and acceptance of payment of cost.
 14. Represent the CFWC at Western States Regional Conference or appoint a representative to fulfill this duty.
- B. The First Vice President shall serve as Dean of Chairmen and assist the President in devising and executing plans of work. Additional duties include:
1. Assumption of the duties of a President-elect immediately following the adjournment of a non-election year convention and continuation of the duties as Dean of Chairmen.
 - a. Responsibility to secure and sign contracts for the CFWC Executive Board Meetings and Convention for the next administration.
 - b. Appointments may be made after June 1 of the non-election year.
 2. Assumption of the duties of the President in the absence of the President. In the event of death, resignation, or permanent disability of the President, succession to the office of President for the unexpired term will be accepted.
 3. Responsibility, with the President, for the content and editing of the Procedure/Yearbook.
 4. Responsibility for working with the CFWC program and community service chairmen, receiving their reports and statistical information forms.
 5. Assumption of such other duties as are assigned by the president.
 6. Responsibility for planning and conducting the awards ceremony held at each CFWC convention. Program and Administrative chairmen will be included in the ceremonies.
 7. Responsibility for meeting with District First Vice President/Deans at CFWC Executive Board Meetings and assisting them with their District duties as requested.
- C. The Second Vice President shall serve as Membership Chairman and assist the President in devising and executing plans of work. These duties shall include:
1. Serving as Chairman of the Membership Committee and developing a comprehensive membership program with the assistance of the Area Vice Presidents.
 2. Coordinating procedures for Area Conferences and Area Meetings at convention in accordance with the President.
 3. Assuming such other duties as are assigned by the President.
- D. The Recording Secretary shall keep the minutes of all meetings of the CFWC, including the Convention, the Executive Board, and the Executive Committee.
1. Minutes of the Executive Committee and the Executive Board meetings shall be sent within thirty days after the meetings, and the Convention minutes shall be sent within sixty days following the close of the Convention.
 2. Distribution of minutes
 - a. Minutes shall be distributed electronically whenever possible.
 - b. Executive Committee minutes shall be sent to all members of the Executive Committee.
 - c. Executive Board meeting minutes shall be sent to all members of the Executive Board.
 3. Convention minutes shall be duplicated and mailed to the members of the Executive Committee and the Executive Committee-elect during the election year.
 4. A correct and official list of all Clubs belonging to Federation, of the Chairmen of Community Service Programs, and of the Standing and Special Committees will be kept.

5. All materials which are to be bound for the Administration will be assembled and these bound hard copy paper printed minutes shall be kept at CFWC Headquarters (storage unit).
6. With the Parliamentarian, check the eligibility qualifications of those candidates nominated from the floor at Convention.
7. Perform such other duties as are requested by the President.
8. Notify Standing and Special Chairmen and members of their election or appointment within thirty (30) days. Notification shall include their responsibilities as noted in the current CFWC Bylaws.

E. The Director of Finance shall serve as chairman of the Finance Committee. These duties shall include:

1. Compiling the proposed annual budget for presentation to the Finance and Executive Committees for recommendation to the Executive Board for approval.
2. Approval of all bills comparing same with the budget before payment by the Treasurer.
3. Taking advantage of discounts and maintaining orderly payment schedules, issuing warrants within five business days of receipt of invoices provided that the expenditure has been approved. These warrants shall be submitted promptly to the Treasurer for payment.
4. Keeping a continuing record of investments of special funds, such as Endowment and Foundation. The status of these funds shall be reviewed at the beginning of each administration and reported to the Executive Board at the Winter meeting.
5. Responsibility for group liability insurance and a blanket bond for officers as required.
6. Being the principal financial officer for the administration and in cooperation with the members of the Executive Committee, being responsible for overseeing Club compliance with 501(c)(3) regulations established by the IRS. As the Central Group, CFWC is responsible for Group Exempt Club effectiveness and conformity.
7. Reporting for consideration all requests for expenditures to the Finance Committee and recommending results to the Executive Committee for consideration and recommendation before being acted upon by the Executive Board.
8. Responsibility of reconciling all bank and investment statements, reporting these findings to the Finance Committee.
9. Closing the books and delivering them to the outside Accountant within 60 days following the close of the fiscal year.
10. Deliver to the incoming Director of Finance within two-weeks of the end of her term of office, all records, files and documents belonging to CFWC

F. The Treasurer shall be responsible for all money deposited in the bank, which has been approved by the Executive Committee. These duties shall include:

1. Paying all bills which have been properly approved, and for which warrants have been drawn, signed by the Director of Finance.
2. Upon receipt of billing from GFWC, remitting dues by means which can be tracked.
3. Sending a detailed monthly statement of all funds to each member of the Finance Committee.
4. A summary report will be sent to each member of the Executive Committee at each State Board meeting. A detailed statement to be sent upon request.
5. Deliver to the Incoming Treasurer within two-weeks of the end of her term of office, all records, files and documents belong to CFWC

G. The Financial Secretary shall serve as secretary at Finance Committee meetings, send copies of the minutes to members of the Finance Committee, and maintain copies of all transactions and reports filed for the o hired outside accountant. These duties shall include:

1. Receiving all money including money from dues and CFWC-approved projects from District Financial Officers.
2. Promptly forward all money received for deposit to the bank, which has been approved by the Executive Committee.
3. Sending to each member of the Finance Committee a detailed report of the source of these deposits and accounts to which they shall be credited. A copy is filed for the outside accountant and CFWC Record Storage.
4. A summary report will be sent to each member of the Executive Committee at each State Board meeting.
5. Responsibility for the distribution of the Club Information Form/Dues Statements, and the Treasurer's Report Sheets to the Districts.
6. Sending the names of clubs that have not paid their members' dues by June 30 to their District President, CFWC President, CFWC First Vice President, CFWC Second Vice President, and their Area Vice President.
7. Deliver to the Incoming Financial Secretary within two weeks of the end of the term of office, all records, files and documents belonging to CFWC

H. The Area Vice Presidents shall perform the duties of Membership Chairmen in their respective areas and shall work under the direction of the Second Vice President in developing a comprehensive membership program.

1. Each shall conduct Area Elections at Convention.
2. Each shall hold at least one Area Seminar with approval of the CFWC Executive Committee.
3. Additional Area Seminars may be held with the approval of the CFWC Executive Committee
4. Each shall visit every district in their area during their term
5. Each shall maintain monthly contact with each district president in her area.

I. The Corresponding Secretary shall conduct the correspondence as directed by the President, the Convention, the Executive Board, and the Executive Committee. These duties shall include:

1. Responsibility for collection, compilation, and distribution of the CFWC Procedure/Yearbook which shall include the bylaws and standing rules.
2. Responsibility for collection, compilation and distribution of the candidates' campaign packets to convention pages.

J. The Parliamentarian shall have knowledge and experience of parliamentary law and ability to interpret Robert's Rules of Order, current edition. These duties shall include:

1. Performing the duties pertaining to the office.
2. Chairing the Bylaws Committee.
3. Approving the bylaws of new clubs.
4. Serving as a nonvoting advisory member of the Resolutions Committee.
5. With the Recording Secretary, checking the eligibility qualifications of those candidates nominated from the floor at the Convention.
6. Being available for consultation to the Nominating Committee.
7. Collecting and reviewing all District Bylaws and Standing Rules at the beginning of each administration and may suggest recommendations.

8. Shall have voice but not vote at Executive Committee meetings, Executive Board meetings, or the CFWC Convention unless the vote is by ballot.

ARTICLE VII

EXECUTIVE COMMITTEE AND DUTIES

SECTION 7.1. Definition. The Executive Committee shall be composed of the CFWC elected and appointed officers.

SECTION 7.2. Duties. The duties of the Executive Committee shall be:

- A. Ratification of Appointments. To meet immediately following the close of the election convention to ratify the appointments by the President of chairmen and members of Community Service Programs and Committees in accordance with the provisions of these bylaws, initiate plans for the administration, and conduct necessary business.
- B. Transaction of Business. To transact routine business between meetings of the Executive Board and act in emergencies not otherwise provided for in these bylaws or the standing rules. A report of action taken shall be given and ratified at the next meeting of the Executive Board and included in the minutes.
- C. All officers shall keep the President informed of their plans and progress throughout the term, including copies of all correspondence.
- D. Depositories. To approve the depositories for all funds.
- E. Nominating and Election Committee Chairmen. In February of a non-election year to ratify the Chairmen of the Nominating and Election Committees.
- F. CPA. To approve the terms of the contract with a Certified Public Accountant as recommended by the Finance Committee.
- G. Resolutions. To approve motions and resolutions requiring expenditure of funds upon recommendation of the Finance Committee.
- H. Conventions. To ratify the time and place of the CFWC Conventions. The Committee may call special conventions when necessary or may cancel a convention.
- I. Vacancies. In case of emergency, to fill vacancies in all CFWC elective offices except that of President and First Vice-President for the unexpired term.
- J. Failure to Perform Duties. If an elected or appointed officer of the Executive Committee fails to perform assigned duties, the CFWC Executive Board may, by a two-thirds (2/3) vote, declare the position vacant.
- K. In the event of vacancies in a Finance Office, it is suggested that the CFWC Executive Committee, with the approval of the CFWC Executive Board:
 - 1. Appoint a past Director of Finance or advance the current Treasurer to fill the vacancy in the office of Director of Finance.
 - 2. Appoint a past Financial Officer or advance the current Financial Secretary to fill a vacancy in the office of Treasurer.
 - 3. Appoint a member qualified by financial education and/or experience to fill a vacancy in the office of Financial Secretary.
- L. Website. To oversee, and work in collaboration with the Communications Committee to maintain and update the CFWC website.
- M. Electronic messaging. To oversee, maintain and update the CFWC Quick Bytes newsletter and other current CFWC media.

SECTION 7.3. Quorum. Seven members shall constitute a quorum.

SECTION 7.4. Meetings.

- A. **Regular Meetings.** The Executive Committee shall meet at the call of the President and may meet prior to the regular Executive Board meetings.
- B. **Post-Convention Meeting.** The newly elected and appointed Executive Committee shall meet immediately following the election convention and is authorized to ratify all appointments in accordance with the provision of these bylaws, and to transact all other business attendant upon the close of the election convention and the beginning of a new administration, irrespective of the provisions of Article XIV, Section 14.1, E, setting June 1 as the official date for entering into its duties. In the non-election year, the President may call a post-convention meeting to handle necessary business and to approve the use of a tentative budget for the period between Convention and the next CFWC Executive Board meeting.
- C. **Special Meetings.**
 - 1. May be held at the call of the President; or
 - 2. At the written request of three members of the Executive Committee; or
 - 3. The Executive Committee may transact business by teleconference or video conference when necessary to include voting on matters presented.
- D. **Accessibility of Meeting Places.** Meetings shall be held in alternate locations between North and South, easily accessible by Executive Board members.

ARTICLE VIII EXECUTIVE BOARD AND DUTIES

SECTION 8.1. Executive Board

- A. **Definition.** The Executive Board shall consist of:
 - 1. CFWC Officers, elected and appointed.
 - 2. District Presidents or alternate members of their District Executive Board; District First Vice Presidents/Presidents-elect or alternate member of their District Executive Board.
 - 3. Past State Presidents.
 - 4. Chairmen of Community Service Programs and Special Programs and Administrative Chairmen.
 - 5. Chairmen of Standing and Special Committees and Committee Members when they are officially engaged in fulfilling their duties.
 - 6. District Membership Vice Presidents shall be invited to attend Executive Board meetings as non-voting members with no expense to CFWC.
- B. **Executive Board Members:** Member must hold membership in good standing in a Federated dues paying club.
- C. **Service:** No member of the CFWC Executive Board shall serve simultaneously in the same capacity at GFWC, District, or Club level when judging of reports and awards is involved. A member not in compliance with this bylaw will be subject to having their chairmanship declared vacant and a new appointment made.
- D. **Non-Board Members** may attend meetings of the Executive Board, without a vote. Spouses and/or other guests are welcome to attend the meal functions with prior reservations.

SECTION 8.2. Duties.

- A. The duties of the Executive Board shall be:

1. Transaction of business. To transact business of the State Federation between Executive Board meetings and conventions not otherwise delegated in the bylaws and standing rules.
 2. Budget. To approve the annual budget.
 3. Standing Rules. To formulate and approve standing rules.
 4. Investments. To approve invests of all funds. (Article VIII, Section 9.5C)
 5. Convention Area Election Committee Members. To elect in February of the election year two members to the Election Committee from the Convention Area.
 6. Vacancies in State Elective Offices. To fill by ballot except in the emergencies as in Article VI. Section 6.2 (B) and Article VII. Section 7.2 (k) for Financial Officers.
 7. Election Hours. To decide for each election voting hours which shall not be less than three.
- B. Twenty-five (25) members, four of whom must be officers, shall constitute a quorum.

SECTION 8.6. Meetings.

- A. **Regular Meetings**. The Executive Board shall hold not less than two meetings during the year.
- B. **Summer Board Meeting**. After June 1 following the election of officers, there shall be a meeting known as the Summer Board Meeting.
- C. **Special Meetings**. Special meetings shall be held upon the call of the President or at the written request of twenty-five (25) members of the Executive Board, four of whom shall be officers.
- D. **Accessibility of Meeting Places**. Meetings shall be held in alternating locations between North and South, easily accessible to Executive Board members.

SECTION 8.3.

- A. **Procedures**. All chairmen and officers of the Executive Board shall keep a record of activities during their terms of offices and shall deliver their records and procedure books to their successors at CFWC Convention.
- B. **Equipment**. All equipment purchased by CFWC for the use of any board member shall be returned to CFWC when her term is complete.
- C. **Report**. Each member of the Executive Board may, upon request of the president, present a report at the Executive Board meeting.

SECTION 8.4. Decisions made at one Executive Board meeting may be modified or rescinded at another Board meeting by a two-thirds (2/3) vote, providing action has not been taken that is impossible to undo.

SECTION 8.5. Quorum Twenty-five (25) members, four of whom must be officers, shall constitute a quorum

ARTICLE IX

FINANCIAL RESPONSIBILITIES, DUES, AND PROCEDURES

SECTION 9.1. Fiscal Year shall be from June 1 through May 31. The accounts of CFWC shall be reviewed at the close of each fiscal year by an outside accountant.

SECTION 9.2. Group IRS Exemption. CFWC shall offer a Group IRS Exemption to Member Clubs who qualify. The Director of Finance shall be the principal officer for its administration,

maintenance, and compliance with 501(c)(3) IRS Regulations in collaboration with the Executive Committee.

A. Application. To be included in the group and benefit from this tax-exempt status a club shall:

1. Send a letter to Director of Finance by September 1 stating that the club wishes to be included in the CFWC Group Exemption. The letter shall:
 - a. Be signed by the club president and club secretary
 - b. Include the legal name of the club
 - c. Contain its official address and/or mailing address
 - d. Include Federal ID Number
 - e. Include a brief statement that the club is not a private foundation.
 - f. Include a copy of the club bylaws which state that it is a charitable organization and in the event of dissolution all assets shall be disseminated to a Tax Exempt 501(c) 3 organization.
2. The club will receive a Group Exempt letter from the CFWC Director of Finance which shall be kept in a safe place with copies in the President's, Secretary's, and Treasurer's books.

SECTION 9.3. Annual Dues.

- A. Dues for CFWC shall be \$5 per capita payable on or before May 15.
1. Dues shall become delinquent June 15. Delinquent clubs will be notified by the CFWC Financial Secretary with copies to the CFWC President, Second Vice President, Area Vice President, and the District President.
 2. If dues are not paid before July 31 the club information will not be included in the yearbook. The club shall be dropped at the discretion of the CFWC Executive Committee.
- B. Per capita dues shall be required for all members, regardless of membership type.
- C. CFWC District Treasurers shall forward GFWC and CFWC new and late paying dues to the CFWC Financial Secretary by the 15th of each month from May through December.
- D. Clubs joining the Federation prior to February 1 shall pay full annual dues for the current year. Such clubs shall be eligible to exercise full membership rights and representation at GFWC, CFWC, and District.
- E. Club members of clubs admitted after January 1 may be granted all membership rights in their clubs and may be present at the following conventions of CFWC and District but shall not propose motions or vote.

SECTION 9.4. Finance Committee.

- A. There shall be a Finance Committee of five members: The President, First Vice President, Treasurer, Financial Secretary, and Director of Finance who shall serve as chairman of the Finance Committee.
- B. Duties of the Finance Committee shall be:
1. To submit the proposed annual budget to the Executive Committee for recommendation to the Executive Board for final action. There shall be a budget report at the February Executive Board meeting. Each year the budget shall allot a sum of money to the CFWC Art and Music Funds.
 2. To provide blanket position bonds as deemed necessary for Executive Officers and Convention Chairmen and committees. The amount of bonding shall be determined by the Finance Committee.
- Section 9.5. Funds, Securities and Investments.

SECTION 9.5. Funds, Securities and Investments.

- A. To insure fiscal transparency the CFWC Finance Committee shall report at each Executive Board Meeting listing all the Assets, Funds, Securities, and Investments of CFWC. This report shall be for information only.
- B. All securities and any un-invested principal of capital funds (Endowment Fund, Foundation Fund, or other funds) shall be deposited by the Financial Secretary in a national bank or savings and loan insured by the FDIC.
- C. Investments of all funds, including purchase and sales of all securities held as investments in the various funds of the organization, shall be made by the Finance Committee after being approved by the Executive Board. Prior to making recommendations to the Executive Board regarding any change in investments, the Finance Committee shall obtain advice from a firm of recognized investment specialists.
- D. The principal of the **Caroline Severance Memorial State Endowment Fund** shall be kept invested. The dividends and interest from this Fund shall be credited to the General Fund and are to be used to carry the message of Federation to clubs by members of the Executive Board for Itinerary, Area Seminars, and other means of communication.
- E. The principal of the **Foundation Fund** shall be kept invested, the interest from which will be used to send state officers and chairmen to represent the GFWC California Federation at meetings of outside organizations; and, further, to provide those services which are not now available from either the General Fund or the Caroline Severance Memorial State Endowment Fund. The amount of funds to be provided shall be determined by the Finance Committee and approved by the Executive Committee.

ARTICLE X AREAS AND DISTRICTS

SECTION 10.1. Areas.

- A. For the purpose of electing Federation representatives to certain committees and assuring equality of representation in CFWC, the membership shall be divided into approximately equal membership groups to be known as Areas A, B, C, and D.
- B. The Area Vice Presidents shall perform the duties of Membership Chairman in their respective areas. They shall conduct area elections at Convention.
- C. Four or more Area Seminars shall be held under the direction of the President, the Second Vice President (Membership Chairman), and Area Vice Presidents and approved by the CFWC Executive Committee. Planning should include programming, invitees, and methods of defraying expenses.

SECTION 10.2. Districts.

- A. Purpose. The GFWC California Federation of Women's Clubs shall be divided into Districts whose object is to work closely with the CFWC Officers and Chairmen and to:
 - 1. Promote leadership.
 - 2. Offer training.
 - 3. Recognize the accomplishments of the clubs in the district.
 - 4. Promote GFWC and CFWC programs and other charitable, educational, and service programs; and
 - 5. Promote and support attendance and training at GFWC, CFWC, GFWC Western States Regional Conference, Area Seminars, and District Conventions.

- B. New District. Any group of clubs desiring to form a new District, or to combine with another District, may formulate a plan and present it to the CFWC Executive Board.
1. A proposal to form a new district must first be discussed with the District or Districts' Executive Committee(s) to help with the formation of a new district.
 2. Each Club must transfer from the district in which membership is held. Such transfer must be by a two-thirds (2/3) vote at a regular meeting of the Club provided written notice has been sent to each member thirty days before the vote is taken.
 3. A copy of the proposed bylaws, budget, and application with the names of the Clubs, Officers, and Members must be sent to the Area Vice-President who will present the document packet to the CFWC President, First Vice- President, Second Vice-President, Director of Finance, and Parliamentarian for review and action. The CFWC Second Vice President shall present any recommended application to the Executive Board for vote, and it will become effective when approved.
 4. Bylaws of a new District may not conflict with GFWC and CFWC Bylaws.
- C. Transfer. A club desiring to transfer from one District to another must certify that the request was by a two-thirds (2/3) vote of the club at a regular meeting, with previous written notice of at least thirty days to all members. The club shall notify the President of the District from which it asks to be transferred as well as the President of the District which it desires to join. The question of the transfer is then presented to the CFWC Executive Committee for review and if accepted it will be recommended to the CFWC Executive Board becoming effective when approved.
- D. Club Outside of a District. A district wishing to organize a club within the geographical boundaries of another district may do so. The CFWC President and Second Vice President must receive a copy Membership Application and other documentation for review. If the action is approved, the club shall follow the procedures in ARTICLE III Membership.
- E. District Policies. A district may establish policies not in conflict with GFWC and CFWC policies to facilitate action. Such new policies shall be sent to the CFWC President and Parliamentarian for review and their files.
- F. District Convention. Each district shall hold an annual convention at a time to be determined by the district.
- G. District Consistency. A district once organized would not lose its status due to loss of clubs and/or members. Districts shall conform to the GFWC and CFWC Programs and to District Objectives as far as possible, the needs of each District to be considered. District Chairmen of Programs shall be responsible for judging and submitting Club reports and shall make reports to CFWC Chairmen at dates set by the CFWC Executive Board.
- H. Itinerary. Districts or clubs desiring a CFWC Officer or Chairman to make a presentation (except the CFWC President) shall present such application to the CFWC Itinerary Chairman. These itineraries shall be financed by the interest from CFWC Endowment Fund.
- I. District-at-Risk. A district becoming unable to adequately fulfill its obligations to its clubs and CFWC shall notify the CFWC President, Second Vice President, and the Area Vice President of a meeting with its remaining Executive Committee and other helpful members to discuss possible solutions and/or long-range plans.
1. Following the meeting of the CFWC Officer(s) and District Executive Committee, written notice shall be sent to all clubs within the district, the CFWC President, CFWC Second Vice President, and Area Vice President at least sixty (60) days prior to the special meeting called expressly for the purpose of considering reorganization and possible short- and long-range solutions.

2. Within thirty (30) days of the reorganization meeting, appropriate CFWC Officers and the District President or President pro temp shall determine the direction to be taken, considering the needs of the district. If it is determined that the district may need to disband, the district will notify all clubs, in writing, sixty days prior to the meeting date with the district facts to date, a list of possible solutions, including the possibility of a breakup of the district and recommendations for possible transfers.
3. If disbanding of the district is the only solution, the CFWC Second Vice President and Area Vice President will guide the district in obtaining the following:
 - a. Statement of the required two-thirds (2/3) club ballot vote to transfer and a statement that current Federation dues are paid.
 - b. Copies of letters from the Clubs (signed by the President and the Recording Secretary) to the CFWC President, CFWC Second Vice-President, and their Area Vice-President with each club's preferred choice of district to which to transfer.
 - c. Distribution of remaining funds of the district, after all obligations have been paid, to be sent to the CFWC Director of Finance. These funds will be held until disbursed by the Finance Committee to the districts adding transferred clubs on a per-club basis once the clubs have officially transferred.

ARTICLE XI PROGRAMS

SECTION 11.1. Defined.

- A. Programs shall be those established by the General Federation of Women's Clubs.
- B. Programs. The Programs shall be those established upon recommendation of the President and ratified by the Executive Board.
- C. Programs may be combined or permitted to remain vacant as the President deems the needs of CFWC require, subject to the approval of the Executive Board.
- D. Administrative Chairmen work directly with the CFWC President and may include Meeting Planner, California Clubwoman Editor, Itinerary, President's Aide, Promotional Sales, Publications, and others deemed necessary to carry out the work of the Administration.
- E. **Executive Board Status.** The Chairmen of Programs, Special Appointments, and Administrative Chairmen shall be members of the Executive Board.
- F. Endorsements for CFWC Programs, Special Appointments, Advancement Areas, or Administration Chairmen. During the second year of each administration, promptly after the convention in the non-election year, Clubs and District Executive Boards may send endorsements for appointments to CFWC Chairmanships to the First Vice President (President-elect) for consideration.
 1. All endorsements shall be accompanied by a list of qualifications for specific chairmanships.
 2. Endorsed members and other qualified members shall be considered, and those best qualified to serve the Federation shall be appointed by the President and ratified by the Executive Committee for each new administration.
- G. Appointments requiring special-skills shall serve at the discretion of the President or until a successor is found.
- H. Term.
 1. The chairmen of Programs, Special Appointments, or Administration shall be appointed or elected for a term of two years and are eligible to serve another two years in the same position. An additional two years may be served in another elected or appointed position. **No member may serve for more than a total of six consecutive years.**

2. Chairmen filling less than one-year portion of a term may also serve two consecutive terms (four years) as chairman of same program.

SECTION 11.2. Duties. The Chairmen of Programs, Special Appointments and Administration Chairmen shall conduct the appropriate work in accordance with plans of work, which have the approval of the President.

ARTICLE XII COMMITTEES

SECTION 12.1. Standing Committees. There shall be the following Standing Committees:

- A. Bylaws. The Parliamentarian shall serve as chairman. One member and two alternates are elected from each Area at the Area convention meetings. The committee shall meet annually at the site and time of the Executive Board meetings at the call of the president. This committee may use an electronic platform to do its work.
- B. Communications Committee There shall be a Communications Committee with a chairman appointed by the president. The committee consists of the President, First Vice President, Director of Finance, Public Relations Chairman, California Clubwoman Editor, Webmaster, Quick Bytes Editor, Facebook Chair, Twitter Chair and other CFWC social media.
- C. California Clubwoman. There shall be a California Clubwoman Editor appointed by the President and ratified by the Executive Committee to serve until a successor is appointed. The Editor shall be a member of the Communications Committee. (Also see Standing Rule 51)
- D. Finance. The Director of Finance shall serve as chairman.
- E. Membership. The Area Vice Presidents shall serve on the Membership Committee under the direction of the Second Vice President and shall carry out such other responsibilities as are assigned by the President, such as liaison between CFWC and their respective areas.
- F. Resolutions. The Chairman shall be appointed by the President. One member and two alternates from each Area are to be elected at Area Meetings. This committee may use an electronic platform to do its work.
- G. Quick Bytes There shall be an Editor appointed by the President to serve until a successor is appointed. The Editor shall be a member of the Communications Team.
- H. Website. www.CFWC.org. There shall be a CFWC Webmaster appointed by the President to serve until a successor is appointed. The Webmaster shall be a member of the Communication Team.
- I. Other Standing Committees may be established for each administration as are deemed necessary to carry on the work of CFWC and upon recommendation of the President and ratification by the Executive Committee.

SECTION 12.2. Special Committees. There shall be the following Special Committees:

- A. Convention. The Chairman and/or Co Chairman shall be appointed by the President.
- B. Credentials. The President shall select appoint the Credentials Chairman. The Credentials Chairman appoints additional members to the Committee as needed, none of whom may be a member of the Executive Committee.
- C. Election. The Election Committee shall consist of seven members, four elected by the Areas, the Chairman appointed by the CFWC President and ratified by the Executive Committee, and two members elected by the Executive Board. There shall be eight alternates, two from each area.
- D. Nominating. The Chairman shall be appointed by the CFWC President and ratified by the Executive committee and may be a member of the Executive Board.

E. Committees may be combined or permitted to remain vacant as the President deems the needs of the CFWC require, subject to the approval of the Executive Committee.

SECTION 12.3. Executive Board Status. The Chairmen of Standing and Special Committees and their members while officially engaged in their duties shall be members of the Executive Board.

SECTION 12.4. Term. The Chairman of Standing and Special Committees shall be appointed or elected for a term of two years, except for the Nominating and Election Committees which shall be appointed or elected for one. No member may serve as a Standing or Special Committee Chairman for more than two consecutive terms.

SECTION 12.5. Meetings of Committees. Committees shall meet at the site and time of the Executive Board meeting at the call of the President. Extra meetings may be called if necessary with the approval of the Finance and Executive Committees. Electronic means may be used for extra meetings.

SECTION 12.6. Funding of Committees.

A. The expenses of the Chairman of each Committee shall be the same as that established in the budget for Standing Committee Chairmen.

B. An allowance is given to committee members when they are called to meet.

SECTION 12.7. Duties. The Chairmen of Standing and Special Committees shall conduct the work appropriate to their respective committees in accordance with plans of work, which have the approval of the President.

SECTION 12.8. Special Committees

A. **Convention**

1. The Convention Committee shall consist of the following chairmen who shall be appointed by the President and ratified by the Executive Committee:
 - a. Convention Chairman and or Co-Chairman
 - b. Reservations
 - c. Credentials/Registrar
2. The Convention Committee membership consists of the Convention Planning Committee; the President, First Vice President, Second Vice President, Director of Finance, Area Vice Presidents (who shall be the official hostesses), Corresponding Secretary, Parliamentarian and other members appointed by the President as deemed necessary.
3. Duties:
 - a. The Convention Chairman, in cooperation with the Area Vice President and Presidents of the Hostess Districts shall appoint all necessary sub-committees to make the suitable arrangements for Convention. The CFWC President or the appointed representative and the Convention Chairman shall meet at least once with the local committee. The Convention Chairman shall report to the Executive Board at the call of the President.
 - b. The Convention Committee shall follow the rules as established by the Executive Committee and the Finance Committee.
 - c. The Planning Committee shall assist The Convention Committee.

B. **Credentials Committee/Registration**

1. The **Credentials Committee** shall work at the direction of the President and the Convention Chairman. The Committee shall verify the eligibility of each registrant, issue badges, and prepare credential reports.
2. The **Registration Committee** shall work at the direction of the CFWC President and Convention Chairman. The Registration chairman shall accept the registration fees, meal fee, and forward credential cards to the Credential Chairman. Registration and meal fees shall be sent to the Financial Secretary.
- C. Election Committee. Reference: Article XI, Section 12.2, C; Article XII, Section 13.4, A.
- D. Nominating Committee. Reference: Article XI Section 12.2 D, Article XII Section 13.4 A.
- E. Special Committees shall meet prior to and during the Convention when necessary. The chairman of these committees shall report at convention.
- F. Expenses of Committees. The expenses of the meetings of these committees shall be paid according to the schedule and allowance established in the budget as approved by the Executive Board and on the recommendation of the Director of Finance.

ARTICLE XIII CONVENTION

SECTION 13.1. There shall be an annual convention at the time and place to be determined by the Executive Committee, preferably in May, and this convention shall not be less than three days or more than five days.

- A. A special convention may be called by the Executive Committee, which also has the power to cancel a convention.
- B. Both election and non-election conventions shall be at the opposite end of the state with Fresno as the dividing line, except under emergency conditions to be determined by the CFWC Executive Committee.
- C. Sixty days prior to the Convention, one copy of the "CALL" shall be provided to each Club President electronically or if requested by US mail and one copy to CFWC Board Members complete with convention information and the registration form. Convention information shall be included in all publications and shall be placed on the website.
- D. A copy of Convention Procedure shall be kept on file at CFWC Record Storage, with a copy available to the CFWC Convention Chairman.
- E. A quorum for transaction of business at the convention will be ten percent of the registered delegates and three officers.

SECTION 13.2. Representation, Voting Body:

- A. CFWC Membership.
 1. CFWC Officers, elected and appointed
 2. District Presidents or President's alternate
 3. District First Vice-Presidents/Presidents-elect or alternate
 4. Past State Presidents
 5. Chairmen of Community Service Programs, Special Appointments and Administration
 6. Chairmen and members of Standing and Special Committees, including Committee Members when they are officially engaged in fulfilling their duties
 7. Club Presidents or their alternates
 8. Each club having 20 members or fewer will have two (2) delegates or alternates. Each club shall have one (1) additional delegate or alternate for each additional ten (10) members or a major fraction thereof. Each Affiliate club shall one (1) vote. This will

allow our full dues paying Junioresettes to have all the benefits of belonging to GFWC/CFWC.

a. Examples:

1-25 members	2 delegates	116 -125 members	12 delegates
26-35 members	3 delegates	126-135 members	13 delegates
36-45 members	4 delegates	136-145 members	14 delegates
46-55 members	5 delegates	146-155 members	15 delegates
56-65 members	6 delegates	156-165 members	16 delegates
66-75 members	7 delegates	166-175 members	17 delegates
76-85 members	8 delegates	175-185 members	18 delegates
86-95 members	9 delegates	186-195 members	19 delegates
96-105 members	10 delegates	196-205 members	20 delegates
106-115 members	11 delegates	206-215 members	21 delegates
Junioresette Clubs—one (1) delegate			
Affiliate Clubs—one (1) delegate			

B. Members of clubs admitted to membership after February 1 may be present at the following annual convention and take part in the discussion but shall not propose motions or vote. The Convention Call shall be issued to such clubs.

C. The delegates from clubs failing to pay their annual dues shall not be seated at the Convention.

D. No delegate shall be allowed to represent more than one club, nor have more than one vote. Voting by proxy, either verbal or written, shall not be permitted.

E. Voting delegates shall be seated by District voting sections during the business session of the Convention.

F. Members of clubs belonging to CFWC, other than delegates, may be present at the annual convention and may take part in the discussions, but shall not propose motions or vote.

SECTION 13.3. Fees.

A. There shall be a pre-registration fee to be decided by the Finance Committee and presented to the Executive Board for approval. This fee shall be used by the Convention Committee to pay necessary expenses, and any balance remaining shall become a part of the Convention Reserve.

1. A reserve account from the Convention net profit shall be established in the CFWC General Account to be used for Convention speakers and entertainment.

2. Moneys more than four-thousand dollars (\$4,000) shall revert to the General Fund.

B. All delegates and other members, regardless of the amount of time spent at Convention, are required to pay the convention registration fee.

C. Non-members attending one day or part of one day will be required to pay a registration fee, to be determined by the Finance Committee, with the approval of the Executive Board.

D. Guests at the banquet need pay no registration fee.

SECTION 13.4. Committees meeting at Convention.

A. The following committees, Bylaws, Nominating, Election, and Resolutions shall meet prior to and during the Convention, when necessary. The chairmen of these committees shall report at the convention.

ARTICLE XIV
NOMINATIONS AND ELECTIONS

SECTION 14.1. Elections.

- A. Elections. The election of officers shall be at the convention in even numbered calendar years. The election shall be by ballot. A plurality vote shall elect.
- B. Elective Officers. Officers shall be President, First Vice-President, Second Vice-President, Recording Secretary, Director of Finance, Treasurer, and Financial Secretary.
- C. Area Vice-Presidents are elected at the Convention in the election year of each administration by ballot by each Area for a two-year term.
- D. The Corresponding Secretary and the Parliamentarian shall be appointed by the President and ratified by the Executive Committee.
- E. Term of Office. Newly elected and appointed officers shall enter their duties June 1 following election. All officers shall serve one term of two years or until their successors are elected or appointed. (See Article VII, Section 7.4, B.)
- F. No officer, except the Parliamentarian and Corresponding Secretary, shall be eligible to the same office for more than one term. An elected officer cannot serve consecutive terms except in the case where an officer has filled less than one year of an unexpired term.

SECTION 14.2. Eligibility.

- A. All CFWC officers shall hold membership in an active CFWC club.
- B. President. To be eligible for the office of President a member shall have served as First Vice-President. There shall be no election to fill the office of the President.
 - 1. A President serving an unexpired term, less than the major portion of a term, may serve for an additional two-year term in the same office.
 - 2. A President serving an unexpired term, more than the major portion of a term, shall not be eligible to continue in the same office.
- C. First Vice President. A member shall have served at least four years on the Executive Board, two of which shall have been as Area Vice-President or Chairman and two as a CFWC District President. The member shall have served one term as a CFWC Club President or Director of Junior Clubs. The First Vice-President shall not reside in the same District as the President.
- D. Second Vice President. A member shall have served four years on the Executive Board, two of which shall have been as Area Vice-President or CFWC Chairman and two as a CFWC District President. The member shall have served one term as a CFWC Club President or Director of Junior Clubs. The Second Vice-President shall not reside in the same District as the First Vice-President.
- E. Recording Secretary. The Recording Secretary shall have served at least two years on the Executive Board.
- F. Finance Officers. The Finance Officers shall be the Director of Finance, Treasurer, and Financial Secretary. All candidates for the financial offices shall have previous financial experience.
 - 1. No more than two Finance Officers may be from the same District.
 - 2. A candidate for Director of Finance shall have served previously as Financial Secretary and Treasurer.
 - 3. A candidate for Treasurer shall have served previously as Financial Secretary.
 - 4. A candidate for Financial Secretary shall have education and experience in the field of finance.
 - 5. In the event there is no candidate for the office of Treasurer or Director of Finance with the above qualifications, a candidate with financial experience at the CFWC level shall be presented by the Nominating Committee.
- G. Area Vice Presidents shall have served one term as District President.

- H. All candidates for elective offices shall have served at least two years on the Executive Board.
- I. Eligibility of active and former Juniors for elective office:
 - 1. Hold membership in a Club for two years.
 - 2. Service of one term as Junior Director may be substituted for CFWC District President requirement for elected office.
- J. All other eligibility requirements of these bylaws shall be required for election qualifications for these offices. (Section 14.4 Endorsement)

SECTION 14.3. Area Elections.

- A. At the annual convention, the delegates from each Area shall hold separate meetings at the call of the Second Vice-President.
 - 1. The Area Vice-Presidents shall preside at their respective Area Meetings.
 - 2. If space is available, non-voting members of the Area may be admitted.
- B. Area Vice Presidents shall be elected by ballot at the convention in the election year of each administration by each Area for a two-year term.
- C. Bylaws and Resolutions Committee Members: At the Area meetings in convention in the election year of each administration, delegates shall elect from each Area one member and two alternates to the Bylaws Committee and one member and two alternates to the Resolutions Committee to serve a two-year term. Candidates for the Bylaws Committee shall have served one or more terms on the Executive Board.
- D. Nominating and Election Committee Members. At the convention Area meetings in the non-election year of each administration, delegates shall elect from each Area for a one-year term, one member and two alternates to the Nominating Committee and one member and two alternates to the Election Committee. Candidates for the Nominating Committee shall have served one or more terms on the Executive Board.
- E. Eligibility. Candidates for members of these committees must have been nominated or endorsed at their District Convention.
 - 1. For nominations from the floor, qualifications must be presented at that time, accompanied by signatures of a majority of the District delegates
 - 2. Members elected to these committees shall not be elected to the same committee for two consecutive terms.
 - 3. No member of the Executive Board shall serve on these committees, except those so designated in these bylaws.
 - 4. Alternates who have served less than one-half term are eligible to be elected to the same committee.
- F. A plurality vote shall elect the members and alternates to these committees. The candidate with the second highest vote shall be the first alternate.

SECTION 14.4. Nominating Committee.

- A. The Nominating Committee shall be composed of a chairman and four members with eight alternates. The chairman shall be appointed by the CFWC President and ratified by the Executive Committee and the members and alternates elected by the Areas. Candidates for the Nominating Committee shall have served one or more terms on the Executive Board.
- B. Meetings. An orientation meeting conducted by the Parliamentarian for the CFWC Nominating Committee Members shall be held at the Convention at which they are elected. The Nominating Committee shall meet during the Winter Board meeting of the election year. A second meeting, if necessary, shall be held at convention.

1. The Nominating Committee shall consider endorsed candidates as well as other qualified members and shall be authorized to seek candidates qualified for each elective office, considering equal distribution geographically when possible.
 2. The Nominating Committee may consult with the Director of Finance regarding duties of Finance Officers.
 3. Prospective candidates shall be interviewed at the Winter Board meeting in the election year.
- C. Endorsement for office. Candidates endorsed for office shall be recommended by their Club and their District Executive Board. Endorsements from both the club and the district must be in writing and include the name, address, and club affiliation(s) and qualifications of the candidate, signed by the President and Recording Secretary. These endorsements shall be sent to the Chairman and each member of the Nominating Committee after October 1 and prior to the Winter Board meeting.
1. The name of all qualified candidates endorsed by their District must be placed on the ballot.
 2. Districts shall endorse no more than one candidate per office.
 3. No secondary endorsements for candidates for CFWC office are needed.
- D. Prospective candidates shall be notified of their acceptance or rejection as a candidate prior to the Nominating Committee report to the Executive Board.
1. Candidates shall submit a brief paragraph (100 words) of qualifications to be published in the Convention Call. No other campaign materials may be distributed prior to the convention.
 - a. Campaign materials will be distributed according to the following procedures:
 - b. each candidate may provide a one-page, one-sided, 8-1/2" x 11" qualification sheet on white paper, black print, including; (1) Federation experience, (2) Education, (3) Professional experience, (4) Community involvement pertinent to the office being sought, (5) Photo permitted.
 2. The qualification sheets shall be provided ten days prior to the opening of Convention to the Corresponding Secretary who will have them produced and assembled into candidates' packets—the cost to be equally divided between the participating candidates. These packets shall be distributed by convention pages to convention delegates.
 - a. Campaign material will be available for distribution by the pages one hour following the close of opening session and cease one hour prior to voting.
 3. The Parliamentarian shall give each candidate a sheet of instructions for campaigning.
- E. Nominating Committee Reports. The chairman of the Nominating Committee shall make a report to the Executive Board at the Winter Board meeting; shall submit a copy of the report to be appended to the Call to Convention; and shall submit its final report at the close of the first business meeting of the Convention. All candidates shall be presented prior to the opening of the polls.
- F. Nominations from the floor:
1. Nominations shall be sent to the Recording Secretary at the first business meeting of Convention provided such nominations have received the signatures of thirty-five voting members registered at the convention and provided candidates meet the eligibility requirements of these bylaws.
 2. The Area Vice-President candidates shall be required to receive ten signatures of the voting delegates from their area.

3. The Nominating Committee shall review the qualifications and interview the candidates.
4. This candidate may also provide a qualification sheet for the candidates' packet under the procedure above and may have the opportunity to present a two-minute statement.

SECTION 14.5. Election Committee.

A. Duties.

1. The Chairman of the Election Committee shall have supervision of the arrangements for voting and printing of ballots.
2. No fewer than three members of the Election Committee shall be on duty at all times during the voting hours.
3. The voting hours, which will not be less than three, shall be decided for each election by the Executive Board upon the recommendation of the Executive Committee at the Winter Board meeting.

B. Report of the Election Committee. The Chairman of the Election Committee shall read the Tellers' report to the assembly. A tie vote shall be resolved by further ballots in affected offices.

SECTION 14.6. Election Procedures. The election shall be held on the second day of the Convention and shall be conducted by the Election Committee.

- A. The ballots shall be approved by the Parliamentarian before printing.
- B. The printed ballot shall contain the District and Club affiliation of the candidate.
- C. An alphabetical list of eligible voters shall have been furnished to the Election Committee by the Chairman of the Credentials Committee before the opening of the polls.
- D. The ballot box must remain locked after the opening of the polls and until the count begins. The count must then continue without interruption until it is finished. The ballots shall again be locked in the box to remain until the close of the Convention, unless a recount is ordered by the Executive Committee. At no time shall the ballots be handled by anyone other than the Election Committee.

ARTICLE XV RESOLUTIONS

SECTION 15.1. The Resolutions Committee shall consist of five members, one from each Area, and the CFWC Chairman of Resolutions who has been appointed by the President. The Parliamentarian shall be a non-voting advisory member of the committee.

- A. It shall be the duty of the Resolutions Committee to present in proper form to the annual convention such resolutions as comply with the provisions of these bylaws. Resolutions may be rejected by a four-fifths (4/5) vote of the Committee.
- B. The Resolutions Committee shall meet at the site and time of the Executive Board meeting at the call of the president. The Committee may also meet at the Annual Convention, if deemed necessary.

SECTION 15.2. Resolutions in Convention.

- A. All Resolutions, accompanied by documentary data, presented for consideration of the Annual Convention shall have received previously the endorsement of the Executive Board, or a District Convention, or a District Executive Board, or five Federated Clubs, or the Resolutions Committee. Such endorsements shall be signed by the President and Recording Secretary of the

respective organizations. Addresses of the people to whom copies are to be sent must be included.

1. A resolution adopted at a District Convention may be sent to the Resolutions Committee for consideration and approval of the Annual Convention in addition to emergency resolutions.
 2. All Resolutions shall be typewritten and sent to each member of the Resolutions Committee and the CFWC President, by January 30. Copies of the Proposed Resolutions shall be appended to the Call to Convention.
 3. Emergency Resolutions shall pertain to subject matter which has arisen since the preparation of the Call and shall receive the same consideration as other Resolutions, to be presented to the convention. Emergency Resolutions, not to exceed three in number, may be presented to the Resolutions Committee by 4:00 p.m. the day prior to consideration by the Convention.
- B. A proposal to rescind a resolution shall come with the endorsement of the Executive Board, or a District Convention, or a District Executive Board, or five Federated Clubs, or the Resolutions Committee, by January 30. Intention to rescind shall be incorporated in the Call to the Convention at which action is to be taken.
- C. Any resolution presented to the Resolutions Committee, which is not approved by that committee, may be presented as a motion to the Convention under new business.
- D. Inactive resolutions (historic, rescinded, and accomplished) shall be retained for historical purposes only and available on the website. A permanent copy shall be kept at Headquarters, (storage unit) and a copy shall be provided to the current chairman. It will be updated when active resolutions are moved to inactive status.

SECTION 15.3. Resolutions in Executive Board.

- A. Resolutions proposed by CFWC Chairmen and by Districts, relating to Federation policy, accompanied by supporting documentary data, may be presented to the Executive Board channeled through the CFWC Chairman of Resolutions.
- B. Resolutions, which are to be submitted at Executive Board meetings at which the full Resolutions Committee is not in attendance, shall be considered and presented by a committee composed of the CFWC Chairman of Resolutions and two or more members in attendance appointed by the President.
- C. Prior to presentation to the Executive Board, copies of the proposed Resolutions shall be given by the CFWC Resolutions Chairman to the President, President-elect, and Recording Secretary. After adoption by the Executive Board, copies shall be kept at CFWC Headquarters Office. Copies shall be sent to the Chairman of Public Relations/Communications, to the California Clubwoman Editor, to CFWC Resolutions and Policy Book Chairman and to the CFWC President.

ARTICLE XVI PROCEDURE/YEARBOOK

SECTION 16.1.

There shall be a Procedure/Yearbook prepared each year under the supervision of the CFWC President. The price of the Procedure/Yearbook shall be set at the Winter election year Executive Committee meeting.

- A. Material for the CFWC Yearbook shall be compiled by the current District Presidents.
1. Immediately following the election in clubs, the retiring Club Presidents shall fill out the Club Information Forms and mail them to the District Presidents, who shall forward them as directed.

2. District information shall include Officers, Chairmen (including Special Appointments and Administrative Chairmen), theme, meeting dates and location. Two copies of this list shall be mailed to the CFWC President and two copies to the CFWC First Vice-President within ten days of the election at the District Convention, to be included in the required GFWC listing.
 3. Members of CFWC Executive Board may order books directly from the Corresponding Secretary.
 4. District Presidents shall be responsible for ordering Procedure/Yearbooks and/or the Yearbook section updates for their District by June 15. Payment in full must accompany the order.
- B. Neither the Procedure/Yearbook nor any part of it shall be sold or used for commercial or other purposes except upon approval of the CFWC Executive Committee or the CFWC President.

ARTICLE XVII

ENDORSEMENTS FOR GENERAL FEDERATION OFFICE OR APPOINTMENT

SECTION 17.1. Endorsement Procedures. Before June 1st of non-election year, the Executive Committee shall recommend names of candidates qualified for General Federation of Women's Clubs appointment. The Executive Board shall vote by ballot upon these names and the names of those so endorsed shall be submitted to the President elect of GFWC. Those names submitted to GFWC for appointments must have served as an elected officer of CFWC.

SECTION 17.2. A candidate for office in the GFWC must be endorsed at the Convention of the GFWC California Federation of Women's Clubs in the off-election year.

ARTICLE XVIII

PARLIAMENTARY AUTHORITY

The GFWC California Federation of Women's Clubs shall be governed by Robert's Rules of Order Newly Revised current edition, unless otherwise provided by these bylaws.

ARTICLE XIX

METHOD OF AMENDMENT

SECTION 19.1. These bylaws may be amended by a two-thirds (2/3) vote at any annual convention, provided the proposed amendments shall have been included with the Call to Convention.

SECTION 19.2. Proposed amendments, approved by the Bylaws Committee, shall be submitted to the Convention body by inclusion with the Call to Convention.

Section 19.3. Proposed amendments shall be presented to the Bylaws Committee by January 30.

Section 19.4. State and District Executive Boards, or State and District Conventions, may endorse and present amendments to the Bylaws Committee.

Section 19.5. The Bylaws Committee shall have the power to propose a revision.

- A. The Bylaws Committee shall present the revision to the Executive Board at the Winter Board meeting, for information only.
- B. The proposed revision shall be included with the Call to Convention.
- C. The revision may be adopted by a two-thirds (2/3) vote of the delegates at any Annual Convention.

**ARTICLE XX
EMERGENCIES**

SECTION 20.1. In the case of a national emergency, state emergency, or any type of event (manmade or natural) that could potentially put members in danger, the President, with the consent of the majority of the Executive Committee, may order the elections be held by mail or electronically.

SECTION 20.2. In the case of a national emergency, state emergency, or any type of event (manmade or natural) that could potentially put members in danger, the President, with the consent of the majority of the Executive Committee, may order the electronic meeting to be held as a substitute for a regular, executive board or special meeting.

**ARTICLE XXI
DISSOLUTION**

SECTION 21.1. In case of dissolution of the organization, laws of the State of California which govern such action shall be followed and the results filed with the designated GFWC office.

Revised May 2, 1998	Amended May 17-19, 2012
Amended May 5, 2000	Amended May 23-25, 2013
Amended May 3-4, 2001	Amended May 15-17, 2014
Amended May 16-19, 2002	Amended May 28-30, 2015
Amended May 15-16, 2003	Amended May 19-21, 2016
Amended May 14-15, 2004	Amended May 18-20, 2017
Amended May 12, 2005	Amended May 17-19, 2018
Amended May 5-6, 2006	Amended May 16-18, 2019
Amended May 3-5, 2007	Amended May 14, 2021
Amended May 2-4, 2008	Amended May 11-14, 2022
Amended April 30-May 2, 2009	Amended May 17-20, 2023
Amended May 13-15, 2010	Amended May 16-18, 2024
Amended May 12-14, 2011	Amended May 15, 2025

**GFWC CALIFORNIA FEDERATION OF WOMEN'S CLUBS
STANDING RULES**

FEDERATION POLICIES

1. **Public Policies** shall be determined by the resolutions adopted at CFWC Conventions and CFWC Executive Board meetings. These policies shall remain in effect until accomplished, historic, or repealed. Active resolutions and policies shall be reviewed every five years. All public policies adopted by an administration shall be kept as a permanent record.

2. **The President of CFWC and the chairmen** involved shall have the responsibility to carry out the administrative process of the resolutions. The Resolutions Chairman shall send letters and copies requested by the resolution.

3. **Any legislation** to be presented to the Executive Board for endorsement must be sent to the CFWC Legislation Chairman for investigation at least one week in advance of the CFWC Executive Board meeting. After the investigation, the CFWC Chairman shall present findings on both sides of the measure to the Executive Board before action is taken by the CFWC Executive Board.

4. **Any emergency measure** that needs immediate action but cannot be given to the CFWC Legislation Chairman until too late for investigation may be presented to the CFWC Executive Board for decision, with knowledge of the emergency, as a courtesy to the CFWC Legislation Chairman.
5. **A vote** shall be taken by the Executive Board on all legislative matters requiring endorsement, except when there is already an adopted resolution on file. A two-thirds (2/3) affirmative vote of those cast is necessary to carry such endorsement. Permanent records of the total votes on all matters concerned with legislation shall be kept by the CFWC Recording Secretary.
6. **Policies may be adopted** by the CFWC Executive Board on legislative issues, but no candidates may be endorsed.
7. **To deal more specifically** with established Policies, motions may be passed at any Board meeting or Convention by a vote of two-thirds (2/3) without previous notice (majority vote with notice) and remain in effect until changed, updated, or withdrawn.
8. **Each club may adopt its own policy**, not contrary to Federation policies, and is in no way committed to work for measures voted at GFWC, CFWC, or District meetings. Such measures are suggested for consideration and are not mandatory.
9. **A California member in good standing** shall be allowed to transfer to any club in the state in accordance with the club's bylaws, without the payment of per capita dues to GFWC and CFWC for the current year.
10. **Special interest groups** or individuals shall not bring their discussions before the CFWC except upon approval of the Executive Committee.

FINANCE

11. **A club failing to pay its annual dues** by July 31 shall not be listed in the following Yearbook.
12. **Reports of remittances for CFWC dues** shall be made on regular-blank forms furnished by CFWC and sent to the CFWC Financial Secretary.
13. **All bills** shall be sent directly to the CFWC Director of Finance who shall write the warrants and forward them to the CFWC Treasurer for payment. These Officers shall affix the date of their signatures.
14. **All Federation funds**, with the exception of Foundation Fund contributions and California Clubwoman subscriptions, collected in a District must pass through the hands of the District Treasurer, who shall remit all GFWC and CFWC funds received to the CFWC Financial Secretary before the 15th of each month. Such remittances shall be accompanied by detailed reports of what such funds represent.
15. **All moneys collected for any special CFWC fund** shall be remitted by the District Treasurer to the CFWC Financial Secretary, who shall notify the CFWC Project Chairman.
16. **Moneys collected in each District for the Art Fund** shall be sent to the CFWC Financial Secretary by the 15th of each month. The District Treasurer shall include name of Club and amount contributed.
 - A. The CFWC First Vice-President shall submit an Art Fund budget at the first CFWC Executive Board meeting of each year. Funds to be disbursed by the CFWC Treasurer shall come from the CFWC General Fund.
 - B. The CFWC Art Chairman shall render an itemized account of expenditures in the final report filed in the record and a copy shall be sent to the CFWC Director of Finance.
17. **Funds for the President:**
 - A. A \$50.00 monthly courtesy fund shall be advanced to the President at the beginning of each month.

- B. The expenses of the President shall be paid from the President's budgeted allowances when on itinerary.
 - C. The President shall be a guest for the scheduled meals at CFWC Executive Board and Convention.
18. **For the protection of the President**, no pledge to exceed the sum of \$100.00 shall be made without the approval of the Executive Committee.
19. **The amounts allotted to the Chairmen and Officers** by the budget shall be used only for expenses. Itemized statements of expenditures incurred, limited by the budget, must be presented and take the regular course. Chairmen and Officers not presenting bills before the close of the club year, May 31, shall forfeit payment of same.
20. **Special Committee members** attending meetings other than Executive Board or Convention shall be reimbursed for such expense incurred which have been previously approved by the Finance Committee.
21. **Special project funds shall be kept in reserve accounts.** Special projects involving raising funds shall include a termination date for the project. Any funds remaining after that date shall revert to the general fund.
22. **The installing officer for incoming CFWC President and Officers** shall be allowed up to \$200.00.
23. **Officers' expenses for attending CFWC Board Meetings and Convention** shall be as determined by the Executive Committee:
- A. One-half (1/2) of a two-bed hotel room.
 - B. Meals including tips, not to exceed \$40.00 per day, pro-rated at breakfast \$5.00, lunch \$15.00, and dinner \$20.00.
 - C. Transportation: economy plane fare or the current IRS mileage reimbursement rate for use of private vehicles, whichever is least expensive. An additional \$0.10 per mile may be charged for each additional eligible passenger. Hotel parking at CFWC meetings and conventions shall be reimbursed for \$10.00 per day.
24. **Chairman expenses** as determined by the Executive Committee:
- A. Allowance of \$200.00 for each CFWC Board meeting with partial time pro-rated.
 - B. Allowance of \$200.00 for Convention with partial time pro-rated.
 - C. Desk allowance of \$100.00 will be paid in the first October of the administration.
 - D. Dual Chairmanships will receive an additional \$25.00 in February of the first year of the administration.
25. **A fund shall be established** to assist districts in financial need to send their president and/or first vice president to CFWC board meetings in the amount of \$200 per district per year.
26. **Fundraising Chairmen and Promotional Sales Chairmen** shall receive an additional \$25.00 at each Board Meeting for transporting items for their chairmanships.
27. **The reimbursed expenses of the CFWC LEADS Representative** to GFWC Convention shall be one-half (1/2) of a two-bed hotel room for two nights, one half (1/2) round trip airfare to the site of the convention, and Convention registration.
28. **Bylaw Committee members** when called to meet shall receive \$200.00 per State Board meeting and Convention.
29. **Resolution Committee members** when called to meet shall receive \$200.00 per State Board meeting and Convention.
30. **Nominating and Election Committee members** (Election year only) shall receive \$200.00 per scheduled State Board and/or Convention.
31. **Western States Region dues and expenses** of the CFWC President or a representative shall be paid from the moneys accrued in the Foundation Fund.

32. **To conserve funds of the Federation**, representatives sent at the direction of the President to meetings of other organizations or groups should be, if practical, members of the Executive Board who are residents of the locality in which such meetings are held.

33. **Funds designated for the Women's Resource Center** University of California at Santa Cruz shall be used to insure the continuation of microfilming or electronic duplication and filing of GFWC/CFWC history at the Resource Library at the University of California, Santa Cruz.

34. A **"Dollars for Delegates"** Fund shall be established to assist club delegates, to defray costs associated with attending the CFWC Annual Convention each year. The amount of assistance granted shall be up to \$200 per eligible delegate each year as funds are available. Funds are to come from ½ of the interest from the Edward Jones investment CD, and contingent upon other donations made to the Dollars for Delegates Fund.

- A. Preference will be given to first-time attendees at the CFWC Convention.
- B. A maximum of 10 recipients may be awarded each year, based on funds available.
- C. CFWC committee members, chairmen and officers are not eligible.
- D. Submit Applications to the CFWC Director of Finance and the committee for review. with recommendation to the CFWC Executive Committee.
- E. Applications must be received no later than the convention registration deadline.

ITINERARY FUND

35. **The Itinerary Fund** is to be used for chairmen and officers attending meetings of Districts and/or Clubs on Itinerary. Donations may be sent to the CFWC Financial Secretary for Itinerary expense.

36. **Any District President or Itinerary Chairman** desiring CFWC officers or chairmen to speak at a Federation function shall make application to the CFWC Itinerary Chairman, who has been appointed as an Administrative Chairman.

37. **District or Club Presidents may make application for Itineraries** of CFWC Officers and Chairmen through the CFWC Itinerary Chairman.

38. **In order for a guest speaker** to be reimbursed from the Itinerary Fund, the District or Club shall allow a minimum of twenty minutes for the speech.

39. **Districts having more than one** CFWC speaker at the same meeting shall include only one long-distance speaker. ("Long distance" means from outside the Area or beyond a 300 mile trip radius.) The exceptions to this rule are the President and First Vice-President and Area seminars.

40. **Chairmen may not apply for Itinerary funds** when visiting the same Club or District for a second time during the same club year.

41. **The Itinerary Chairman** shall assist Districts in planning itineraries for Chairmen and/or Officers so that Clubs requesting speakers may be granted at least one speaker during the year. If an Officer or Chairman is unable to fill an engagement through Itinerary and another Federation representative is available, a substitute may be obtained, and the expenses of the substitute shall be taken from the Itinerary Fund.

42. **Officers and Chairmen** on Itinerary shall be allowed reimbursement for hotels at \$75.00 per day, maximum allowance for three meals shall be up to \$30.00 per day; toll fees, parking fees, and mileage at the current IRS milage reimbursement rate or economy airfare, whichever is less shall also be included.

43. **Expense statements** must be presented for approval within thirty days of completion of any scheduled Itinerary.

44. An amount of **\$150.00 per year shall be allowed to each GFWC Officer and Chairman** residing in California to be used for itinerary and expenses within the state. All requests are to be sent to the CFWC Itinerary Chairman.

- A. When CFWC invites a member of the GFWC Executive Committee to speak at a CFWC Convention or other CFWC meeting, CFWC shall be responsible for board and lodging expenses of the visiting officer.
- B. When CFWC requests a GFWC Chairman to attend a meeting, the requesting body must accept full responsibility for all expenses of the Chairman unless the Chairman is funded by a GFWC Sponsoring Organization. The requesting body shall submit the GFWC Travel Request Form Officers and Chairmen.

45. Procedure for payment of Itinerary:

- A. Chairmen or Officers shall present Itinerary Expense Forms to the President of the District or Club for signature. The signed forms and bills shall be sent to the CFWC Director of Finance.
- B. After approval, the Director of Finance will write a warrant and forward to the treasurer for payment.

CLUB INFORMATION FORMS

46. Club Information Forms/Dues Statements to secure information for the next yearbook shall be prepared for printing by the Director of Finance not later than February 1st, delivered by the Financial Secretary to District Presidents at the Winter Board meeting, to be distributed to all Clubs in their Districts.

- A. The retiring Club President is responsible for completing the form. The completed form must be signed by both the retiring Club President and the incoming Club President.
- B. The retiring Club President shall deliver five copies of the Club Information Form to the District President, with a copy to the Club's President-elect.
- C. The retiring or current district president shall retain three copies of the Club Information Form/Dues Statement for District distribution and give one copy of the Club Information Form/Dues Statement and dues to the CFWC Financial Secretary, and one copy of the Club Information Form/Dues Statement to the current or incoming Area Vice-President before June 1st.
- D. Annual dues shall accompany Club Information Form.
- E. Club membership and Club statistical reports shall be submitted to CFWC by February 15.

AWARDS

47. The GFWC California Federation of Women's Clubs shall assume no responsibility for monetary or other awards presented by an outside organization or individual to the State or District Federations or a Federated Club.

48. Outside organizations or individuals wishing to present or establish monetary or other types of recognition awards, must first present their proposals in writing, through the chairmanship involved, to the CFWC Executive Committee. The Executive Committee, having obtained legal counsel, if required, will consider and recommend action to the Executive Board. Awards presented through the General Federation of Women's Clubs are exempt.

49. All award recognition(s) created and adopted by the CFWC Executive Board shall be reviewed at the beginning of each administration before advance notice is given in the procedure section of the Procedure/Yearbook. Upon legal advice, any proposed change or cancellation of such awards shall be presented by the CFWC Executive Committee to the CFWC Executive Board for approval.

50. CFWC Chairmen shall issue only certificate awards in Programs, limiting these awards to three District categories and four Club categories or less in each Program, with the exception of Creative Writing, Art, California Clubwoman, and Crafts.

- A. Parliamentary Law Certificates shall be given by the Parliamentarian to members for completion of twenty hours of organized study in Parliamentary Law.
- B. The Past Presidents Award Chimes shall be presented annually to one District in each Area for the highest Membership net gain on a percentage basis, calculated on the reporting year. It is the responsibility of the Second Vice-President to keep records and know the location of the Past Presidents Award Chimes.

THE CALIFORNIA CLUBWOMAN MAGAZINE

51. **The California Clubwoman** shall be published under the management of a committee appointed by the President; consisting of an editor, who shall act as chairman, and four (4) committee members.

- 1. **Print subscriptions** of *California Clubwoman* for members shall be at a price determined by the CFWC Executive Board.
- 2. **Electronic copies** of the *California Clubwoman* shall be sent or made available to:
 - A. Club Presidents
 - B. District Presidents
 - C. GFWC Executive Committee
 - D. CFWC Past State Presidents and Past Junior Directors
 - E. CFWC Webmaster
 - F. Presidents of GFWC State Federations
 - G. All CFWC Chairmen and Committee Members
- 3. **Complimentary printed copies** of the *California Clubwoman* shall be sent to:
 - A. Business or entities that advertise in the magazine
 - B. California State Library and, as directed by the President, to other libraries in the State of California.

MISCELLANEOUS

52. **No members of the Executive Board** shall use their position in Federation to endorse enterprises nor receive pay for the use of their name and Federation title.

- A. **The Federation shall not be exploited** in furthering partisan politics.
- B. **Membership of the Federation or of Clubs** will not be circulated for anything other than Federation projects.
- C. **Funds for a specific project** will not be solicited by a CFWC Chairman without the consent of the CFWC Executive Board.

53. **The name of the GFWC California Federation of Women's Clubs** shall not be used to sponsor projects without the consent of the CFWC Executive Committee. The name shall not be used on printed material without written permission by the Executive Committee.

54. **At the beginning of each club year** an electronic template for Federation stationery will be provided, if requested, to CFWC Officers and Chairmen for official use only. It shall not be used for any other purpose without the written permission of the CFWC Executive Committee.

55. **A Club's stationery shall include**, with the Club's name: "Member of GFWC, CFWC, and _____ District."

56. **All materials, records, and important letters** of all Executive Board members shall be filed during their term of office and turned over to their successors at Convention.

57. **An updated book of all current resolutions** and policies will be printed annually for purchase at CFWC Headquarters Office and available on the CFWC website.

58. **The Procedure/Yearbook** or any part of it shall not be sold or used for commercial or other purposes except upon approval of the CFWC Executive Committee or the CFWC President.

59. **The CFWC Procedure/Yearbook** shall be published each administration year.

A. Complimentary electronic copies shall be distributed to current:

1. CFWC Officers
2. Past State Presidents
3. District Presidents
4. District Deans
5. Club Presidents
6. CFWC Chairmen and committee members

Printed copies may be purchased from the Publications Chairman or from the Promotional Sales Chairman at a price designated by the CFWC Executive Board. Postage shall be paid by the person placing the order.

B. The Yearbook section shall be updated each year of the Administration. Complimentary electronic copies shall be sent to current:

1. CFWC Officers
2. Past State Presidents
3. District Presidents
4. District Deans
5. Club Presidents
6. CFWC Chairmen

60. **Courtesies**

A. Upon the death of a member of the Executive Committee or Executive Board, courtesies shall be taken care of by the President in an amount not to exceed \$50.00.

B. In case of death in the immediate family of a member of the Executive Board, a donation of \$25.00 will be made to the Foundation Fund in memory of the deceased.

61. **When CFWC members** serve as a chairman or committee member on the GFWC Board of Directors, they shall be allowed up to \$200.00 for the GFWC meeting and \$200.00 for the GFWC Convention per year.

62. **When a Club has been accepted into CFWC**, within thirty days the following books of CFWC shall be sent by the Second Vice-President:

- A. Resolutions/Public Policy Book
- B. IRS 501(c)(3) Policy Statement
- C. Federation at a Glance
- D. Membership Handbook
- E. Art of Leadership
- F. A complimentary copy of current *California Clubwoman* magazine for each charter member.
- G. GFWC and CFWC Profiles.

63. **The new Club** shall be presented with its Charter at the Annual Convention by the CFWC President.

64. **The CFWC Officers' pins** shall be provided to each officer for the term of that office. The officer may retain the highest office held pin at no expense if desired. In the event of a loss of a pin, the respective officer shall be responsible for the expense of replacement.

65. **Members of the CFWC Executive Board** may be asked to contribute no more than \$15.00 each per administration for gifts of appreciation for the President.

66. **Standing Rules may be adopted** by a majority vote of the CFWC Executive Board or the delegates at the Annual Convention with previous notice. They may be adopted or amended by a two-thirds (2/3) vote without previous notice.

67. **Storing of minutes** shall be done by hard paper copy due to continual technological changes that would require updating the software and operating systems on a regular basis.

Revised May 2, 1998	Amended May 17-19, 2012
Amended May 5, 2000	Amended May 23-25, 2013
Amended May 3-4, 2001	Amended May 15-17, 2014
Amended May 16-19, 2002	Amended May 28-30, 2015
Amended May 15-16, 2003	Amended May 19-21, 2016
Amended May 14-15, 2004	Amended May 18-20, 2017
Amended May 12, 2005	Amended May 17-19, 2018
Amended May 5-6, 2006	Amended May 16-18, 2019
Amended May 3-5, 2007	Amended May 14, 2021
Amended May 2-4, 2008	Amended May 11-14, 2022
Amended April 30-May 2, 2009	Amended May 17-20, 2023
Amended May 13-15, 2010	Amended May 16-18, 2024
Amended May 12-14, 2011	Amended May 15, 2025 Convention
Amended Aug 29, 2025 Board	

CFWC Bylaw Committee
CFWCBylaws SR updated From Aug 29 2025 Board