

**BYLAWS OF THE EPISCOPAL CHURCH WOMEN
EPISCOPAL CHURCH, USA**

**ARTICLE I
NAME**

The name of this organization shall be the Episcopal Church Women, Episcopal Church, USA.

**ARTICLE II
PURPOSE**

The purpose of this organization shall be to assist the women of the Episcopal Church to carry on Christ's work of reconciliation, mission and ministry in the community, nation and the world and to take their place in the life, governance and worship of the church.

**ARTILCE III
MEMBERS**

All women, by virtue of their membership in the Episcopal Church, USA, are members of the Episcopal Church Women.

**ARTICLE IV
OFFICERS**

Section 1. Designation

The officers shall be President, a Vice-President of Program, a Vice-President for Information and Communication, a Secretary and a Treasurer. They shall serve as the Executive Committee of the National Board.

Section 2. Duties

- A. The President shall:
 - (1) preside at all meetings and the Triennial Meeting;
 - (2) serve as the denominational representative for the Episcopal Church Women;
 - (3) serve on the Episcopal Church Women/United Thank Offering Joint Committee.

- B. The Vice-President of Program shall be responsible for the coordination of the Triennial Meeting.

- C. The Vice-President for Information and Communication shall be responsible for communication and shall serve as Chairman of the Communication Committee.

- D. The Secretary shall be responsible for all official records including the minutes of all meetings.
- E. The Treasurer shall be responsible for the financial records of the organization and shall serve as Chairman of the Finance Committee.

Section 3. Term of Office.

Officers shall serve for a term of three (3) years or until their successors are elected. No person may serve more than one term in any office and nor more than two terms on the National Board. Officers' terms shall begin at the close of the Triennial Meeting at which they are elected.

Section 4. Vacancies

- A. With the exception of the President, vacancies in all offices elected at the Triennial Meeting shall be filled by the National Board.
- B. If the President is unable to fulfill her duties for a period of more than two (2) months, she shall be relieved of her duties. The Vice-President of Program and the Vice-President for Information shall assume the Co-Presidency of the National Board. Within sixty (60) days of the vacancy and new President shall be nominated by the National Board and elected by written ballot mailed to each Diocesan Episcopal Church Women President/Chair and each Provincial President/Chair. The new President shall take office immediately upon election and serve until the close of the next Triennial Meeting.

ARTICLE V THE NATIONAL BOARD

Section 1. Composition

- A. The five elected officers
- B. One representative from each Province elected by the Province.
- C. Two Members-at-Large elected by ballot at the Triennial Meeting.
- D. One member from the Executive Council, appointed by the Presiding Bishop.

Section 2. Duties

- A. The Board shall carry out the purpose of the organization.

- B. The Board shall plan and present the Triennial Meeting.
- C. The Board shall be responsible for managing all funds of the organization, within the guidelines of the Domestic and Foreign Missionary Society. It shall adopt an annual budget(s) and report all income and expenses to the Triennial Meeting.

Section 3. Meetings

The National Board shall meet at least twice during the calendar year with the times and places to be set by the Executive Committee.

ARTICLE VI EXECUTIVE COMMITTEE

Section 1. Composition

The elected officers of the Episcopal Church Women, USA shall constitute the Executive Committee.

Section 2. Duties

The Executive Committee shall be authorized to transact business between the meetings of the Board. A written report shall be sent to the full Board within thirty (30) days of any decision made by the Executive Committee.

ARTICLE VII ELECTIONS

Section 1. Nominations

- A. There shall be a Nominating Committee of three (3) Episcopal Church Women appointed by the President, with the approval of the Executive Committee, whose responsibility shall be to receive nominations for all elected officers, and members-at-large. The names of the members of the Nominating Committee shall be publicized officially at least seven (7) months prior to the Triennial Meeting. Nominations shall be received by the Committee no later than four (4) months prior to the Triennial Meeting.
- B. The Nominating Committee shall present a slate of candidate(s) for each position, which shall be publicized officially at least sixty (60) days prior to the Triennial Meeting.
- C. At the Triennial Meeting additional nominations may be made from the floor no less that twenty-four (24) hours prior to the scheduled election, provided the names are submitted in writing to the officer presiding at the time of

nominations. These nominations must be accompanied by a completed nomination form and the additional criteria required.

Section 2. Eligibility

- A. Each nominee for officer and member-at-large shall have attended at least one Triennial Meeting as delegate or alternate, and shall have the recommendation of one of the following: her Bishop, Diocesan President/Chair, Provincial President/Chair, or if no Diocesan Episcopal Church Women organization exists, an established Episcopal women's organization function within at least five (5) provinces.
- B. Nominees for President, Vice-President of Program and Vice President for Information and Communication shall have served one term on the National Board.

Section 3. Election

Election shall be by ballot at the Triennial Meeting; a majority vote elects. In the event that there are three or more nominees for any office and no nominee receives a majority of votes on the second ballot, on each succeeding ballot the name of the nominee receiving the smallest number of votes shall be removed until one nominee received a majority vote.

ARTICLE VIII THE TRIENNIAL MEETING

Section 1. Time and Place

The Triennial Meeting shall be held at the same time and place as General Convention.

Section 2. Purpose

The purpose of the Triennial Meeting shall be to provide a forum for education training and worship. It shall elect officers, and members-at-large and conduct such other business as shall be necessary.

Section 3. Voting Members

Voting members of the Triennial Meeting shall be:

- A. Certified delegates from each diocese, not to exceed four;
- B. Current Episcopal Church Women National Board members;

- C. Province Presidents/Coordinators
- D. Representatives from established Episcopal women's organizations functioning within at least five (5) provinces, not to exceed two representatives from each organizations;
- E. The members of the United Thank Offering Committee.

Section 4. Quorum

Delegates representing a majority of the diocese registered shall constitute a quorum.

ARTICLE IX COMMITTEES

The Finance Committee and such other committees, standing and special, shall be appointed by the President, in consultation with the Board, to carry out the business of the organization.

ARTICLE X PARLIMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern in all cases to which they are applicable and in which they are not inconsistent with the Constitution and Canons of the Episcopal Church, these Bylaws, and any special rules of order this organization may adopt.

ARTICLE XI AMENDMENT OF BYLAWS

These Bylaws may be amended by a two-thirds vote of those present and voting at any Triennial Meeting, providing written notice has been given to all delegates at least ninety (90) days prior to the Triennial Meeting

Amended at the 46th Triennial Meeting, July 8, 2009.