

BYLAWS

NATIONAL WOMEN'S POLITICAL CAUCUS OF VIRGINIA

Adopted <date to be provided upon vote of membership>

ARTICLE I: NAME AND GOVERNANCE

1. The name of this organization shall be the National Women's Political Caucus of Virginia (referred to as NWPC-VA), a state affiliate of the National Women's Political Caucus (referred to as NWPC).
2. The NWPC-VA shall comply with the requirements of NWPC and federal, state, and local law. NWPC-VA Bylaws shall in no way conflict with the NWPC Bylaws and/or policies. NWPC-VA Bylaws, along with the NWPC-VA Standing Rules, constitute the governance of the NWPC-VA and local caucuses throughout the state.

ARTICLE II: MISSION

1. The mission of NWPC-VA is:
 - A. To increase women's participation in the political process;
 - B. To increase the number of women in elected and appointed positions;
 - C. To support candidates who will prioritize women's issues and who will employ women in decision-making roles in their campaigns and office staffs;
 - D. To work for the repeal of discriminatory laws, especially laws which discriminate based on gender;
 - E. To draft and support legislation that complies with the principles of human equality and that concerns the needs of women.
2. In pursuit of these goals, NWPC-VA is dedicated to eradicating bias, both explicit and implicit in all its forms, including but not limited to: sexism, racism, anti-Semitism, ageism, violence, socioeconomic status, ableism, sexual orientation, gender identification, political ideology, national origin, ethnicity, and discrimination on the basis of religion. Furthermore, NWPC-VA is dedicated to ensuring reproductive freedom.

ARTICLE III: MEMBERSHIP AND DUES

1. Membership in NWPC-VA shall be open to all people who support the purpose and goals of the organization and who pay dues by a method to be determined by the NWPC-VA State Board and documented in the Standing Rules. Members of NWPC-VA are also members of the national NWPC.

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2. Dues:

- A. State membership dues and categories of membership shall be determined by the State Board, approved at a state meeting, and take effect in January of the following year. Dues will include the NWPC national component. NWPC-VA local caucuses may set local dues in addition to NWPC-VA and NWPC dues.
- B. A member in good standing is defined as one who is current in local, state, and national NWPC dues.
- C. Any person who resides in the vicinity of a local caucus may join the local caucus but will also be a member of NWPC-VA. All members outside of a local caucus area are NWPC-VA members-at-large.

3. Local Caucuses:

- A. Support the purposes and goals of the NWPC-VA and the NWPC.
- B. Shall be governed by local bylaws, approved by the state board, which shall, at a minimum:
 - a. Provide for a democratically elected leadership;
 - b. Provide for holding regular, open meetings; not be inconsistent with state and national bylaws, published rules and policies.
- C. Submit proposed bylaw amendments to the NWPC-VA Records Vice President to ensure compliance with NWPC-VA Bylaws and NWPC Bylaws and rules before adoption.
- D. Consist of at least fifteen members.
- E. Furnish the state NWPC-VA with the roster of officers and/or contacts after each election which will be shared with NWPC. Notification of changes in a local executive board position should be made to the NWPC-VA Vice President of Records when they occur.
- F. Shall have as a rule and embodied in their bylaws, that a diverse membership is actively sought. "Diverse" is used to refer to individuals within groups historically discriminated against and/or are underrepresented based on disability, gender, race/ethnicity, sexual orientation, and gender expression. An affirmative action report is due to national annually.

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ARTICLE IV. STATE BOARD OF DIRECTORS:

1. The NWPC-VA State Board shall consist of the elected state officers identified in these bylaws, the Nominating Committee Chair, and an appointed regional representative from each of the four regions of Virginia: Northern Virginia, West-Southwest Virginia, Central Virginia, Tidewater. Each of these members, with the exception of the Nominating Committee chair, shall be a voting member of the Board of Directors.
2. Duties of the State Board of Directors:
 - A. Conduct the business of the NWPC-VA, including oversight of the budget;
 - B. Encourage and promote communication within the state;
 - C. Elect, from its membership, one or more representatives and alternates to the NWPC Board of Directors for a term of two years;
 - D. Elect the Nominating Committee at its first meeting of the year;
 - E. Conduct a state meeting at least once every year;
 - F. Call a statewide business meeting with twenty days written notice to each caucus for urgent business;
 - G. Coordinate a program of affirmative action to make membership in the caucus available to people of all races, creeds, colors, economic status, national origins, sexual orientations, political parties, and ages;
 - H. Shall have the power to remove a state officer and/or a national representative for:
 - a. Failure to perform the duties of the office;
 - b. Conduct conflicting with the purposes and goals of the NWPC-VA;
 - c. Deliberate failure to or refusal to adhere to the NWPC-VA Bylaws and Standing Rules, or NWPC Bylaws and policies.
 - I. Shall appoint a replacement to fill an unexpired term when a vacancy occurs due to the removal or resignation of a state officer or national representative.
3. The State Board will meet in person or by conference call not less than three times yearly. A quorum for purposes of conducting business shall consist of 60% of the named board members. Board business moves forward with a majority vote of those present and voting.

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ARTICLE V. OFFICERS:

1. Officers shall be elected for a term of two years by a majority of the voting delegates at an Annual State Business Meeting or by electronic ballot to be executed over a range of time starting on the date of, or immediately after, the annual meeting.
2. A permanent vacancy in the office of President shall be filled by a board member who is chosen from among the elected vice presidents by recommendation of the Nominating Committee and approved by the board. Vacancies in other elected offices shall be filled by the State Board based upon recommendation(s) from the Nominating Committee.
3. Officers elected in even numbered years include: President, VP Records, VP Finance, VP Communications.
4. Officers elected in odd-numbered years include: VP Membership, VP Development, VP Endorsements, VP Policy.
5. No member shall serve more than seven consecutive years on the board.
6. Duties of Officers:
 - A. President
 - a. Coordinates and organizes the State Board
 - b. Chairs the state board meetings
 - c. Chairs the state meetings
 - d. Will be responsible for all meeting notices and for notifying each board member of state board meetings
 - e. Is accessible and responsive to local caucus officers
 - f. Ensures NWPC-VA and local caucuses are in compliance with NWPC's Bylaws, rules, policies, and procedures
 - g. Appoints as necessary a legal counsel, parliamentarian, historian, other non-voting board members, and chairs of standing and special committees and task forces approved by the State Board
 - h. Acts as ex-officio member of all committees except the Nominating Committee and except where otherwise specified in these bylaws
 - i. Performs such other duties as provided by the Bylaws and the State Board
 - B. Vice President of Membership
 - a. Works with the President and State Board to develop new caucuses in the state
 - b. Coordinates and organizes communication with and support to local caucuses
 - c. Develops and coordinates programs to recruit and retain local caucus and at-large members
 - d. Recommends to the State Board the members of the Nominating Committee to be approved by the State Board at the first meeting of each year
 - e. Reports to the State Board on activities to retain and increase membership

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- C. Vice President of Development
 - a. Develop and retain sponsorships for educational activities
 - b. Develop and retain sponsors for NWPC-VA events
 - c. Chair the Events Committee
- D. Vice President of Records
 - a. Collects and is responsible for all official records
 - b. Provides for minutes to be taken at State Board meetings and the business portion of state meetings of members
 - c. Receives and records minutes from local caucus meetings
 - d. Receives and records current versions of bylaws submitted by local caucuses
 - e. Receives and compiles proposed NWPC-VA Bylaw revisions prior to the annual state meeting
 - f. Receives and compiles proposed Standing Rule revisions
 - g. Files any necessary report on state activities with the NWPC including the annual affirmative action report
 - h. Communicates leadership changes at state or national level to all local caucus presidents
 - i. Shares bylaw changes, national board meeting minutes and other key information from NWPC and NWPC-VA to local chapter officers
- E. Vice President of Finance
 - a. Keeps an itemized accounting of all receipts and disbursements
 - b. Disburses money upon approval of the State Board
 - c. Reports at the State Board meetings, including distribution of the financial reports and most recent bank statement
 - d. Signs all checks drawn on the organization's bank accounts
 - e. Files current state board membership lists with the national office and remits all membership dues on a quarterly basis, and in accordance with the NWPC requirements for dues submission
 - f. Collects and records dues collected from new and renewing members
 - g. Collects state dues from NWPC for members who joined NWPC online
 - h. Maintains security of account information
 - i. Maintains financial services that support use of credit cards, sales of tickets to events, etc.
 - j. Chairs the Finance Committee
- F. Vice President of Endorsements
 - a. Chairs the Endorsements Committee
 - b. Is responsible for identifying all candidates who are eligible to be endorsed by the NWPC-VA and sending them the current NWPC-VA Questionnaire
 - c. Shall make recommendations about endorsements and funding of screened candidates and present to the NWPC-VA State Board for approval
 - d. Shall make a final report to the State Board after the November general election
 - e. Investigates, monitors and reports on Virginia state legislator races and the U.S. Congressional elections from Virginia to the State Board and local caucuses

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- f. Serves as a contact for those candidates interested in caucus support, both at local and state levels
- G. Vice President of Policy
 - a. Chairs the Policy Committee
 - b. Researches current legislation in Virginia and U.S. Congress that is aligned with the purposes stated in these bylaws and report and disburses the information to state and local caucuses
 - c. Coordinates advocacy efforts between NWPC-VA, local caucuses, and other groups on specific legislation
 - d. Initiates drafting efforts of specific legislation that is in accordance with the purposes of NWPC-VA
- H. Vice President of Communications
 - a. Chairs the Communications Committee
 - b. Works with State Board on the development of state communications that will both inform members and prospective members and encourage their involvement in NWPC-VA activities
 - c. Works with the other vice presidents on the development and implementation of a program to advise and train local caucuses on subject matter appropriate to the NWPC-VA
 - d. Oversees the continued enhancement and maintenance of the NWPC-VA web site and makes recommendations on its content
 - e. Posts to other social media to enhance the presence of the NWPC-VA
 - f. Makes recommendations for enhanced communications to all members across the state
 - g. Makes recommendations to the State Board regarding state-of-the-art developments and ways to enhance the presence of the NWPC-VA

ARTICLE VI. STANDING COMMITTEES

The NWPC-VA State Board may create temporary committees or task forces, as necessary. The following standing committees will be active.

- A. Nominating Committee
 - a. The committee shall consist of at least five members with representation from each local caucus. Only two of the members can be current State Board members. The committee will reflect the commitment to diversity of NWPC-VA.
 - b. Any candidate for state NWPC-VA office shall be prohibited from membership on this committee.
 - c. The duties of the Nominating Committee shall be to coordinate nominations and filing procedures and to assure that at least one candidate files for each elective office.
 - d. May be called upon to recommend members to fill vacated officer positions
- B. Endorsements Committee

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- C. Policy Committee
- D. Finance Committee
- E. Communications Committee
- F. Events Committee
- G. Membership Committee

ARTICLE VII. ENDORSEMENTS:

1. The NWPC-VA endorsement policies will comply with those of NWPC. The NWPC-VA officers will ensure that each local caucus complies with state and national policies for endorsing women candidates.
2. Policies for endorsing state candidates will be maintained in the Standing Rules.

ARTICLE VIII: MEETINGS

1. NWPC-VA shall meet at least once every year to renew programs and priorities and to elect state officers. Meetings may be in-person or virtual.
2. Each member in good standing must receive thirty days minimum written notice of a state meeting other than the Annual Meeting. The notice is to include time, place, and day of the meeting
3. ANNUAL STATE BUSINESS MEETING
 - A. Each member in good standing must receive seventy-five days written notice of the Annual State Business Meeting. The notice is to include time, place and day of the meeting, a request for letters of intent from those wishing to run for state office; and a request for submission of any proposals of bylaw revisions.
 - B. Letters of intent to run for state office and proposals of bylaw revisions should be submitted no less than sixty days prior to the Annual State Business Meeting.
 - C. Each member shall receive a second notice of the statewide meeting no less than fifteen days prior to the meeting which will include listings of proposed bylaw revisions and of those persons who have filed for state office elections.
 - D. A quorum for conducting state business at the Annual State Business Meeting will be a majority of the membership in good standing.
 - E. A plurality of those present and voting is needed to elect officers.
 - F. Consideration of an online voting process will be undertaken to encourage participation of all members throughout the state.

ARTICLE IX: NEW LOCAL CAUCUS DEVELOPMENT

1. NWPC-VA will encourage development of new local caucuses in areas of the state without a local caucus.

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2. Anyone proposing to form a caucus in a community where another local caucus already exists shall submit for approval by the State Board its justification for another local caucus in that area. Local caucus leadership will be notified and consulted before any action is taken.
3. A new caucus shall be accepted as a local caucus by a majority vote of the State Board when all requirements have been satisfactorily met.
4. Challenges between local caucuses will be decided by the State Board.

ARTICLE X: NATIONAL CONVENTION

1. NWPC-VA will be allotted a total number of voting delegates to the NWPC National Convention based on its paid membership on a date determined by the NWPC.
2. The State Board will select delegates from state and local caucus members in good standing.

ARTICLE XI: DISSOLUTION:

Upon the dissolution or winding up of the NWPC-VA, the organization's assets remaining after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

ARTICLE XII: INDEMNIFICATION

1. Generally, except as otherwise provided in this Article, the NWPC-VA shall indemnify its officers to the greatest extent permitted. To the extent that state statutes require the State Board of Directors to make certain findings before the NWPC-VA is obligated or permitted to indemnify an officer, the NWPC-VA shall have no liability to any such person unless the State Board, acting in good faith, makes all required findings.
2. Notification: Promptly after receiving a written threat, demand, or notice that any person will commence or has commenced an action, suit or other proceeding for which NWPC-VA may be obligated to indemnify a person under the Bylaws, the effected officer shall promptly give written notice to the NWPC-VA President. A person's failure to promptly notify the NWPC-VA president shall only relieve the NWPC of its liability under this Article to the extent that such delay or failure materially prejudices the NWPC-VA's defense of such claim.
3. Not Exclusive: The indemnification provided herein shall not be exclusive of any other rights to which those seeking indemnification may be entitled under applicable law, the NWPC-VA Bylaws or any agreement with NWPC-VA or a vote of the membership.

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ARTICLE XIII: PARLIAMENTARY AUTHORITY

Unless otherwise indicated, the rules contained in the most current edition of *Robert's Rules of Order* shall govern the NWPC-VA in all cases in which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XIV: AMENDING BYLAWS AND STANDING RULES

1. The state and local caucuses must incorporate mandatory bylaw revisions from NWPC without a vote within six months of their passage.
2. The State Board may submit bylaw changes for approval at any Annual State Business Meeting of NWPC-VA, provided the timelines in Article VIII are followed. Changes must be approved by a two-thirds majority of the members present and voting.
3. The State Board may make procedural changes to the Standing Rules with a majority vote.
4. The State Board will submit Standing Rule changes for dues and membership requirements for approval at any state meeting of NWPC-VA. Changes must be approved by a majority of the members present and voting.

Submitted for approval to the NWPC-VA membership at its first Annual Meeting, August 26, 2020