

Standing Rules of the Accounting & Financial Women's Alliance

Revised July 2024

- I. ORGANIZATION ACCOUNTING & FINANCIAL WOMEN'S ALLIANCE
("AFWA" or the "Association") STANDING RULES
 - A. **Adoption:** Standing Rules may be adopted by the Board of Directors at any meeting of the Board or via Board call. Adoption requires a majority vote.
 - B. **Amendment or Rescission:** These Standing Rules may be amended or rescinded by a majority vote of the Board of Directors. Standing rules are effective immediately.
 - C. **Suspension:** Any Standing Rule may be suspended for the duration of a single meeting by a majority rule. Such suspension may be for a longer period if specifically ordered by the Board of Directors.
 - D. **Distribution:** A copy of the Standing Rules of AFWA shall be furnished to each member of the Board of Directors.

- II. DUTIES OF OFFICERS
 - A. The duties of the officers shall be such as are implied by their respective titles or as defined in the AFWA Bylaws (Articles V and VI), and in addition as follows:
 1. President
 - a. See Duties Outlined in Charter.
 2. President-Elect
 - a. See duties Outlined in Charter.
 3. Vice President – Member
 - a. See duties outlined in Charter.
 4. Vice President – Money
 - a. See duties outlined in Charter.
 5. Vice President – Marketing
 - a. See duties outlined in Charter
 6. Secretary
 - a. See duties outlined in Charter.

- 7. Treasurer
 - a. See duties outlined in Charter.

Specific responsibilities and timelines relating to the above positions are outlined in the individual Charters.

B. NATIONAL COMMITTEES

- A. Nominating Committee
 - 1. See duties outline in Charter.
- B. Executive Committee
 - 1. See duties outlined in Charter.
- C. Finance Committee
 - 1. See duties outlined in Charter.
- D. Member Committee
 - 1. See duties outlined in Charter.
- F. Money Committee
 - 1. See duties outlined in Charter.
- G. Marketing Committee
 - 1. See duties outlined in Charter.
- H. National Women Who Count Conference Committee
 - 1. See duties outlined in Charter.
- H. Audit/Finance Committee
 - 1. See duties outlined in Charter.
- J. Ad Hoc National Committees
 - 1. The explanation of each of these committees will be determined at the time the committee/task force is established. These committees may be activated and deactivated as needed.
 - a. Strategic Planning Committee
 - b. Annual Business Meeting
 - c. Awards Committee
 - d. Partner Advisory Board
 - e. Signature Event

- f. (Are there any other committees we want to add such as industry issues, DE&I, Finance Professionals, Accounting Professionals, etc.)
- g. Other committees as deemed necessary by the President and Board of Directors.

III. MEETINGS AND MINUTES

- A. The Board of Directors shall meet at two in-person meetings per year provided logistical and financial ability exists.
 - 1. The fall meeting shall coincide with the annual conference/annual business meeting.
 - 2. The spring meeting shall be determined by the Board of Directors.
 - 3. A board book will be received at a minimum of one week prior to the meeting.
 - 4. Minutes of the Board of Directors meeting shall be distributed and approved via email or at the next board meeting.
- B. Procedures for conducting business by mail/email.
 - 1. The vote is only official if all board members participate in the board call and the vote is unanimous.
 - 2. If the vote is not unanimous with 100% participation, then one of the following courses of action must be taken.
 - a. If the matter is not pressing, it will be postponed until the next in-person or virtual meeting.
 - b. If the matter needs to be voted on before the next in-person meeting, then discussion by email must be provided. Comments received in the original call shall be distributed along with the new ballot. The vote on the new ballot shall be declared the final vote on this motion, or
 - c. A vote can be made via conference call or email or video conference call.

IV. MEMBERSHIP APPLICATIONS

- A. All membership applications submitted will be automatically accepted.
- B. If it is brought to the board's attention that an applicant does not meet the qualifications for membership based on the criteria outlined in the AFWA Bylaws, the matter will be addressed by following the steps outlined in Section VI. B. of these standing rules.

V. DUES

- A. Dues are payable on the membership renewal date. The amount shall be set by the Board of Directors annually.

- B. If dues are not paid by 60 days following member's renewal date, membership shall be automatically terminated.

VI. TERMINATION OF MEMBERSHIP

- A. As determined by the AFWA Bylaws (Article III, Section 5), any member who fails to pay dues or fees within sixty days of invoice date shall be automatically terminated from membership.
- B. If a member is suspected of having been untruthful on a membership application, the following steps shall be taken:
 - 1. The member shall be notified of the alleged discrepancy and given the opportunity to provide proof of eligibility for membership.
 - 2. If the member is unable to provide proof of eligibility, that member shall be given the opportunity to resign from membership.
 - 3. If the member chooses not to resign, the procedures for disciplinary action prescribed in the Organization's parliamentary authority shall be followed.

VII. EXPENSES

- A. Directors and the Immediate Past-President shall be reimbursed an amount determined by the annual budget.
- B. The Executive Committee shall be reimbursed as stated above for the fall and spring meetings. Travel and lodging will be reimbursed in full for the summer and winter meetings unless a limit is established in the budget.
- C. Expenses eligible for reimbursement shall be in accordance with current travel policy.
- D. Expense reports must be submitted in accordance with the current travel policy. Expense reports and receipts must be turned in to Headquarters and the current treasurer.

VIII. BUDGET

- A. The Board of Directors will approve the budget at the spring board meeting.

IX. HEADQUARTERS

- A. The headquarters staff runs the day-to-day operations of the Organization.
- B. The headquarters office is staffed by a contracted management firm.
- C. The responsibilities of the staff are outlined in the contract that is to be reviewed and renewed by the Executive Committee.

X. MANUALS OR CHARTERS

- A. The following manuals or charters are available for use by the membership:
 - 1. Chapter Procedure Manual.
 - 2. Chapter Chartering Manual.
- B. These manuals or charters are to be reviewed on a yearly basis by the Secretary and the President-Elect.
 - 1. Editorial changes or updates require only Executive Committee approval.
 - 2. Policy changes require approval by a majority vote of the Board of Directors.

XI. CHAPTER MINIMUM STANDARDS

- A. AFWA chapters shall meet the following minimum standards:
 - 1. Hold at least six meetings per year either in person or by video conference.
 - 2. File a Form 990, if required by the IRS, and submit a copy to Headquarters or authorize headquarters to file a 990-N under the group filing.
 - 3. Complete Chapter Reports as requested by Headquarters.
 - 4. File all required annual forms with headquarters on a timely basis.
 - 5. Submit Chapter Leadership to Headquarters no later than June 15 of each year.
- B. Failure to comply with these requirements will result in the following, until compliance is met:
 - 1. Removal from the Chapter Map on AFWA.org
 - 2. Loss of access to Chapter Membership and Rebate reports in the AFWA Chapter Dashboard
 - 3. Chapter dues withheld
- C. If a chapter is found to be inactive and it is decided that the chapter should continue in that region, AFWA National reserves the right to assume control of the chapter's operations to reorganize and revive the chapter.

XII. PARLIAMENTARY AUTHORITY

- A. The Organization relies on *Robert's Rules of Order Newly Revised* as its parliamentary authority.