



# **Women of Chapman Governance Guidelines**

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## **ARTICLE I - NAME**

This organization shall be known as Women of Chapman.

## **ARTICLE II - PURPOSE**

The purpose of Women of Chapman shall be to raise funds for Chapman University and to be goodwill ambassadors throughout the community.

## **ARTICLE III - MEMBERSHIP**

**SECTION 1.** Women dedicated to the purpose of Women of Chapman shall be eligible for membership in the organization on approval of the membership application by the Steering Committee.

**SECTION 2.** Members of Women of Chapman shall consist of the following classes: Active, Couture, Haute Couture, and Honorary Lifetime as described in the membership roster.

**SECTION 3.** Active members are invited to all Women of Chapman programs and are encouraged to participate in a minimum of two events each year. Active members shall attend and/or contribute to *Christmas at The Ritz*.

**SECTION 4.** Couture members shall be invited to all Women of Chapman programs but will not be required to attend. Couture members shall attend and/or contribute to *Christmas at The Ritz*.

**SECTION 5.** Haute Couture members shall be invited to all Women of Chapman programs but will not be required to attend. Haute Couture members shall attend and/or contribute to *Christmas at The Ritz*.

**SECTION 6.** An Honorary Lifetime member shall be an individual to whom a particular tribute is deemed desirable. This may be conferred on any individual by recommendation of the Steering Committee.

## **ARTICLE IV - STEERING COMMITTEE**

**SECTION 1. Number -** The Steering Committee consists of a minimum of ten members who are members in good standing with Women of Chapman. They shall have various roles, responsibilities, and expectations as set forth in these governance guidelines. Steering Committee members are

expected to attend a minimum of three scheduled Steering Committee meetings annually. Steering Committee members shall serve on at least one committee and are expected to attend events, programs, and fundraising opportunities of the organization.

**SECTION 2. Terms** - The term(s) of office for elected steering committee members is one year, July 1 to June 30. The term of office for President, President-elect, and Parliamentarian shall be two years. The past president shall serve as Parliamentarian.

**SECTION 3. Removal, Resignation and Filling Vacancies** - Any member of the Steering Committee not in good standing may be removed at any time by a vote of two-thirds of the Steering Committee. In the case of the removal of any Steering Committee member, a new Steering Committee member shall serve until the end of the predecessor's term at the meeting at which the other Steering Committee member is removed.

Any Steering Committee member may resign by giving written notice to the President to Women of Chapman's email or mailing address.

In the case of a vacancy in the office of the President, the President-elect shall immediately assume the duties, filling the office until the end of the term, and serve the following term of President for two years. A vacancy then arises in the President-elect. All vacancies, except that of President, shall be filled by appointment of the Steering Committee as soon as practical. Each officer so appointed shall serve until the end of the term.

**SECTION 4. Nominations** - The Nominating Committee shall consist of five members plus one member to serve as an alternate from the Steering Committee. The Chair of the Nominating Committee shall be the Parliamentarian, who is the immediate Past President, and shall serve for two consecutive years. If the Parliamentarian cannot serve, the President shall select another Past President to serve as Chair of the Nominating Committee. The Parliamentarian will call for volunteers to serve on the Nominating Committee from those attending the March meeting. If there are more than four volunteers, the final slate will be determined by a vote of the Steering Committee members during the meeting. No member shall serve a consecutive term on the Nominating Committee, except for the Parliamentarian.

The Nominating Committee shall meet to select the nominees for the Steering Committee consisting of officers, chairs, members-at-large and emeritus members. A slate for the Steering Committee for the following year will be presented by the Nominating Committee for election by the Steering Committee at the May Steering Committee meeting.

**SECTION 5. Categories** – The Steering Committee is comprised of the following four categories of members: officers, chairs, members-at-large and emeritus members.

## **ARTICLE V - MEETINGS AND QUORUM**

**SECTION 1.** Women of Chapman shall hold its Annual Meeting in the spring for the purpose of introducing the officers and the newly elected Steering Committee.

**SECTION 2.** Steering Committee meetings shall be held at a time and place designated by the President. At least a one-week notice shall be given. There shall be a minimum of four meetings each year. A majority of the authorized number of the Steering Committee shall constitute a quorum.

## **ARTICLE VI - OFFICERS**

**SECTION 1.** Officers of this organization shall be President, Program Chair, Benefit Chair, Membership Chair, Membership Tea Chair, Recording Secretary, Corresponding Secretary, Treasurer, President-elect, Benefit Chair-elect, Parliamentarian/Nominating Chair and Student Filmmaker Endowment Chair.

### **SECTION 2. Duties**

- A. **President** - Shall be the executive officer and shall preside at meetings of the organization. The President shall notify Steering Committee members of upcoming Steering Committee meetings, make all required appointments to committees of the Steering Committee, and work closely with the President-elect and the appointed Chapman University Liaison. The President shall be an ex-officio member of all committees except the Nominating Committee. By virtue of office, the President is an ex-officio member of the Board of Trustees of Chapman University.
- B. **President-elect** - Shall preside as President-elect for the current president's term and, at the conclusion of the president's term of office, automatically succeeds to the office of President. In the absence or incapacity of the President, performs the duties and exercises the powers of the President.
- C. **Benefit Chair** - Shall chair the *Christmas at The Ritz* fundraising event and committee, prepare a budget, assign tasks and hold committee members accountable.
- D. **Benefit Chair-elect** - Shall chair the *Christmas at The Ritz* annual fundraising event the following year and lead the *Christmas at The Ritz* Committee.
- E. **Program Chair** - Shall recommend and plan programs, arrange catering and hospitality, prepare a budget, assign tasks and hold committee members accountable.

- F. **Membership Chair** - Shall formulate and adopt procedures for retention and recruitment of members and work closely with the University Liaison to send dues notices, keep a record of responses and an updated file of members, which is maintained in the liaison's office, and compiles an annual membership summary for the annual meeting.
- G. **Membership Tea Chair** - Shall plan and make arrangements and prepare a budget for a prospective membership event each spring.
- H. **Financial Recorder** - The Financial Recorder, while working closely with the University Liaison, shall review all the financial activities of the organization, provide a financial report for Steering Committee meetings, and compile an annual financial summary of income and expenditures for the annual meeting.
- I. **Recording Secretary** - Shall keep a complete set of official minutes of the organization and maintain a current annual tenure list of steering committee members and emeritus members.
- J. **Corresponding Secretary** - Shall conduct the correspondence on behalf of Women of Chapman members at the direction of the President and shall maintain a record of all such correspondence, including thank you notes or other forms of outreach.
- K. **Parliamentarian** - Shall be the immediate past president whenever possible. If not able to serve, the President shall appoint a Parliamentarian from the past presidents who are able to serve. The Parliamentarian serves as Chair of the Nominating Committee.
- L. **Student Filmmaker Endowment Chair**- Shall chair the Pitch Committee that works with Dodge College staff, students and in collaboration with the University Liaison.

## **ARTICLE VII - CHAIRS**

**SECTION 1.** Chairs of this organization shall be Communications, Historian and Roster.

### **SECTION 2. Duties**

- A. **Communications** - The Communications chair shall be responsible for internal and external communications and publicity; and will work closely with the University Liaison on the creation of a biannual e-newsletter, updates to the Women of Chapman webpages and social media promotions/publicity for Women of Chapman events.
- B. **Historian** - The Historian shall be responsible for the record-keeping of all Women of Chapman events, invitations, and images for the year.

- C. **Roster** - The Roster chair shall update the annual roster in collaboration with the Membership Chair and the University Liaison.

## **ARTICLE VIII – MEMBERS-AT-LARGE**

Members-at-large serve on the Steering Committee and are expected to attend a minimum of three scheduled Steering Committee meetings annually. Steering Committee members shall serve on at least one committee and are expected to attend events, programs, and fundraising opportunities of the organization. Members-at-large have full voting responsibilities and privileges.

## **ARTICLE IX - EMERITUS MEMBERS**

A member who has served on the Steering Committee for six consecutive years is eligible to become an Emeritus Member, as approved by the Steering Committee unless such member is elected and agrees to continue to serve on the Steering Committee for an additional term(s).

Emeritus Members may attend all Steering Committee meetings in an ex-officio capacity and may serve on a committee(s).

## **ARTICLE X - APPOINTED MEMBERS OF THE STEERING COMMITTEE**

The University Liaison serves at the discretion of those who have appointed them.

**SECTION 1. University Liaison** - University Advancement designates a University staff member to serve as a liaison between Chapman University and Women of Chapman and shall be a non-voting member of the Steering Committee.

**SECTION 2.** The Benefit, Programs, and Membership Tea Chairs shall work directly with the University Liaison under the guidelines of Chapman University to recommend, plan and produce programs, make speaker selections, and arrange venues, catering, and hospitality. All contracting will go through the liaison's office.

## **ARTICLE XI - COMMITTEES**

**SECTION 1.** Members of Women of Chapman in good-standing may serve on committees.

**SECTION 2.** The following are established committees.

- A. **Benefit** - This committee shall commit to support *Christmas at The Ritz*, attend planning meetings, procure auction items, generate underwriting, sponsorships, and ticket sales, as well as plan and set up *Christmas at The Ritz* at the direction of the Benefit Chair and in collaboration with the University Liaison.
- B. **Student Filmmaker Endowment** - This committee shall attend the annual Student Filmmaker Pitch meeting to listen to student presentations and award funding for their Senior film projects. Shall assist with the annual Filmmaker Luncheon in collaboration with the Programs Chair and the University Liaison.
- C. **Nominating** – This committee comprised of the Parliamentarian and four members of the Steering Committee shall prepare the slate of candidates for the Steering Committee for the following year.
- D. **Ad Hoc** - These committees may be added as deemed necessary by the Steering Committee.

## **ARTICLE XII - FINANCES**

**SECTION 1.** Women of Chapman shall be funded through dues, contributions, and revenues from programs and events. The fiscal year will be from July 1 through June 30.

**SECTION 2.** Tax-free annual membership dues shall be deposited directly into a restricted account at Chapman University. Distribution of the funds shall be at the discretion of Women of Chapman Steering Committee and shall be limited to projects that benefit Chapman University.

**SECTION 3.** Annual dues categories shall be set by the Steering Committee and shall be accepted at any time during the fiscal year. New members who join after February 1 will be given membership until the close of the following fiscal year.

**SECTION 4.** No part of the net income or assets of the organization shall benefit any officer, member, or individual. Upon the dissolution of this organization, its assets remaining after payment of all debts and liabilities shall become the property of Chapman University.

**SECTION 5.** Women of Chapman is a non-profit organization under the umbrella of Chapman University and has exempted status under Internal Revenue Code Section 501 (a) as an organization described in Section 501(c)(3).

## **ARTICLE XIII - AMENDMENTS**

Governance guidelines may be amended by a quorum of the Steering Committee when a quorum of the Steering Committee members is present. A two-thirds favorable vote of the members present is required. Members will be sent a printed or electronic copy of the current and proposed governance guidelines with changes identified prior to voting. Changes may be proposed in writing at one meeting and voted on at the following meeting, or a change may be submitted by a written hardcopy notice or by electronic delivery to all Steering Committee members a week prior to a meeting and voted on at that meeting. A printed hardcopy shall be sent to members not having email.

#### **ARTICLE IXX - PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, Newly Revised, latest edition, shall be the parliamentary authority for all matters of procedure not specifically covered in the governance guidelines.