

NATIONAL WOMEN'S POLITICAL CAUCUS, INC

BYLAWS

As Revised July 1999, Amended MAY 2001, Amended June 2005, Amended August 2007, Amended August 2009, Amended July 2011, Amended August 2013, Amended July 2015, Amended July 2017, Amended July 2021 and Amended August 11, 2023.

PREAMBLE

The purpose of the National Women's Political Caucus, Inc. (NWPC) is to increase women's participation in the political process and to identify, recruit, train and support feminist women for election and appointment to public office. While in pursuit of this goal, NWPC will strive to win equality for all women; to ensure reproductive freedom; to achieve quality dependent care; and to eradicate violence, poverty and discrimination on any basis.

ARTICLE I: NAME

The name of this organization shall be the National Women's Political Caucus, Inc. (NWPC), a multi-partisan, not-for-profit membership corporation incorporated in the District of Columbia, which shall have a perpetual existence and which shall not have issue or pay dividends. The name National Women's Political Caucus and the term NWPC, used herein and elsewhere, shall refer to the National organization.

ARTICLE II: MEMBERS

SECTION 1. Governing Members

- A. Membership in NWPC shall be open to any individual, without regard to ethnicity, sex, or gender identity, national origin, age, disability, economic status, or sexual orientation, who supports the purposes and goals of the organization and for whom national dues have been remitted.
- B. A governing member of NWPC is a person who belongs to a member caucus as defined in Article II, Section 2. and whose national dues have been forwarded by that member caucus to NWPC or whose dues have been collected by NWPC and the appropriate state/local dues forwarded to that member caucus. Where there is no existing state or local caucus as defined by Article II, Section 2, a person whose national dues have been collected by NWPC will be considered an at-large governing member and shall have all rights and privileges of governing members as defined in this Section. National dues for all governing members shall be established by two-thirds vote of the National Board of Directors, hereinafter referred to as the National Board.
 1. Consistent with our goal of accepting members regardless of their economic status, state and local chapters may waive or decrease the state or local portion of an individual member's dues because of extenuating circumstances as determined by the national Board. The local and/or state caucus shall pay NWPC the national portion of dues for such members in an amount established by the National Board.

2. Only governing members certified by their member caucuses, or at-large governing members as defined in Article II, Section 1-B who are certified by the National office, shall be eligible to serve as NWPC officers or members of the National Board. To serve as President, a governing member must have no less than two years' experience as an officer of the executive board.
3. Except for life memberships as defined by the National Board, membership in NWPC is determined on an anniversary basis. The National Board may establish life memberships and determine their rate.
4. Membership in the National Women's Political Caucus is inclusive of state local and college women's caucus membership, and is not severable, whether initiated at the state, local, college or national level.

SECTION 2. Member Caucuses

- A. A member caucus may be a state or United States territorial caucus or a local caucus, where no state caucus exists, or a college women's caucus.
- B. Each member caucus shall comply with all federal and state laws governing political contributions, political activity and candidate support; refrain from any activity that would jeopardize the tax status of NWPC, the NWPC PAC or the NWPC Political Planning and Appointments Committee; support the purposes and goals of NWPC; hold regular, open, publicly announced meetings; and develop and implement an affirmative action program to ensure its membership represents a balance of the racial, ethnic, socio-economic and partisan make up of its general population. A college women's caucus shall not engage in political activity, endorsement or support of candidates other than in college campus electoral activities and endorsements unless prior written communication and approval is received from NWPC, or those done in concert with local and/or state caucuses in accordance with state caucus policies.
- C. NWPC shall recognize only one state caucus in each state. The District of Columbia and the Capitol Hill Caucuses shall be considered state caucuses but shall be exempt from forming local caucuses. Each state caucus shall:
 1. Have at least thirty members who have paid NWPC dues;
 2. Develop a structure for the formation of local caucuses within one year of the formation of the state caucus and make a good faith effort to implement the local caucus structure;
 3. Hold a publicly announced, open statewide meeting at least once a year;
 4. Coordinate a program of community outreach and affirmative action;
 5. Select delegates and alternates to the national convention;
 6. Adopt bylaws that comply with the bylaws of NWPC and the policy of the NWPC Political Planning and Appointments Committee and which state the purposes and goals of NWPC as delineated in the Preamble of these national bylaws, and file all such bylaws and amendments with NWPC.
 7. Adopt the same fiscal year as NWPC.
 8. Transmit official communications from NWPC to its local caucuses and transmit official communication from the state and local caucuses to NWPC;
 9. Collect and forward to the national office on a regular and timely basis, as determined by the National Board, the national portion of any and all NWPC membership dues paid at the state or local level. All dues, except in Article II Section 1.B.3, shall be payable annually on a schedule to be determined by the National Board.

- D. A local caucus in a state where no state caucus exists shall perform the duties and responsibilities of a state caucus as provided in these bylaws and shall form a state caucus through a publicly announced, open statewide meeting within six months after the organization of a second local caucus. In order to be recognized as a local caucus acting as a state caucus in a state where none exists, the local caucus must be recognized by the NWPC (national) Board, in writing, as a local chapter of the state in which they are purporting to act.
- E. Local caucuses shall transmit official communications to their state caucuses, shall adopt bylaws, that comply with their state bylaws and the bylaws and Standing Rules of NWPC and the policy of NWPC Political Planning and Appointments Committee. They shall file all such bylaws and amendments with their state caucus executive body, annually, which will in turn file them with the national office, accompanied by a signed agreement to abide by the state and national bylaws and rules.
- F. College women's caucuses shall transmit official communications to the National Office and the state or local caucus, where one exists, and shall adopt bylaws that comply with the bylaws and policies of the NWPC. A college women's caucus shall be a part of the state caucus or the local caucus where no state caucus exists. NWPC shall recognize a college women's caucus that has at least 5 governing members, holds regular meetings, and transmits to NWPC the national portion of dues for its members.
- G. Use of Organization Name - No individual, state or local caucus may use the name "National Women's Political Caucus" or "NWPC" unless credentialed by NWPC, as defined by existing bylaws and policy, unless given written permission by the National Board, e.g., for use in advertising of meetings for newly formed chapters. Only caucus chapters credentialed by NWPC are authorized to endorse candidates or issues using name "National Women's Political Caucus" or "NWPC." Credentialing by the NWPC Board for the purpose of using the name "National Women's Political Caucus" or "NWPC" includes the requirement that the individual, Local Caucus or State Caucus must sign the licensing agreement adopted by the NWPC Board. A copy of the licensing agreement is available upon request.

SECTION 3. Task Forces and Special Interest Committees.

- A. Task Forces and Special Interest Committees shall sit at the discretion of the President.
- B. Upon request from any member of the National Board, or at the National Convention, by petition of 25% of the delegates, the President shall establish committee(s) or task force(s) to consider, investigate, and make recommendations to the National Board regarding the interests and concerns of members characterized by age, ethnicity, political affiliation, disability or such other affiliations as may, from time to time wish to advocate for NWPC support or attention to issues of concern to the group. Such committees or task forces may meet at the call of their chair who shall be selected by the President. They shall keep records of their activities and shall report their findings or activities to the National Board.

SECTION 4. State Representatives to the National Board

- A. Each state caucus shall have one representative on the national board. If the State President is unable or unwilling to serve in this capacity, the caucus may appoint or elect an authorized designee to serve. The number of State Representatives shall be determined according to the membership of record as of the Call to Convention (30 days before Convention) as follows: 30-250 members, 1 representative; 251-500 members, 2 representatives; 501-750 members, 3 representatives; 751-1000 members, 4 representatives; 1001-1250 members, 5 representatives; 1251-1500 members, 6 representatives; and so on in like increments. The name(s) of the selected state representative(s) for each state caucus shall be submitted in writing by the state president to the national president.
- B. One representative from all of the college women's caucuses, elected by the governing members of the certified college women's caucuses shall serve on the National Board. The representative shall be a governing member of a certified college women's caucus. Each state caucus may allow a representative from college women's caucuses in their state to serve on the state board.

ARTICLE III: OFFICERS

SECTION 1. The officers of NWPC shall be the President, the Vice President for Development, 2nd Vice President for Development, the Vice President for Political Planning, the Vice President for Membership, the Vice President for Communications, the Vice President for Education and Training, the Vice President for Diversity and Outreach, the Vice President for Board Operations, the Secretary and the Treasurer. Candidates for the office of Vice President must designate in advance the specific office that they seek. At least one officer shall be a member of a major political party different from that of the President. In the event that no candidate who is elected is a member of a political party different from that of the President, the officers by majority vote shall add one other member of a different party to serve as a member of their body.

SECTION 2. Officers shall be elected by the delegates at the national convention, except as otherwise provided in these bylaws. The President shall be elected by majority vote, a quorum being present. All other officers shall be elected by plurality constituting not less than ten percent of the delegate strength.

SECTION 3. All officers shall serve concurrent two-year terms or until their successors are elected, except as otherwise provided in these bylaws.

SECTION 4. A vacancy in the office of President shall be filled by the Vice President elected by the membership in an election held immediately following the election of Vice Presidents. The Vice President so elected, with the highest number of votes, shall be designated the First Vice President. In the event that she is unable to serve, the vacancy shall be filled by the Vice President receiving the second highest number of votes. Vacancies in other elected offices shall be filled by the National Board.

SECTION 5. An officer may be removed for cause by two-thirds vote of the total membership of the National Board provided notice of the pending vote has been sent to all members of the National Board and all state presidents at least thirty days prior to the meeting. Cause for the pending vote to remove shall be included in the notice.

ARTICLE IV: DUTIES OF OFFICERS AND STATE REPRESENTATIVES SERVING AS THE NATIONAL BOARD

SECTION 1. General Duties

National board members shall be responsible for all legal, fiduciary, and policy making decisions for the organization. Board members shall also be responsible for fundraising for the organization, strategies for comprehensive donor development, event fundraising, grant applications, and partnerships with like-minded organizations.

SECTION 2. The President shall:

- A. Be the executive officer of NWPC and preside at all NWPC and National Board of Directors meetings.
- B. Be the official spokesperson for NWPC.
- C. Be an ex-officio member of all committees except the Nominations and Elections Committee and the Judicial Dispute/ Resolution Committee.
- D. Appoint all standing committee chairs and such other special committee chairs as may be deemed necessary, except as otherwise provided in these bylaws.
- E. Be an ex-officio member of the Foundation Board and have the power to select two other officers of Inc. or LDERF for the NWPC Foundation.
- F. Direct and supervise the national office staff and execute contracts authorized by the National Board. The President may not sign any negotiable instruments (checks) in excess of \$2,500, without the express approval of the National Board.
- G. Raise money for NWPC and ensure that NWPC complies with all applicable federal and state laws governing political activity, political contributions and candidate support.
- H. The President may delegate some of the functions in E and F above to an Executive Director with the consent of the National Board.

SECTION 3. The Vice Presidents shall serve as resource persons to state and local caucuses as needed, be official spokespersons for NWPC upon request of the President and perform such other duties as may be assigned by the President. In the absence of the President, the Vice President selected under Article III, Section 4 shall serve as President.

- A. The two Vice Presidents for Development shall chair the Development Committee and work with the President and national staff to develop and implement a fundraising plan including corporate, individual and legacy donations, grants, the President's Circle and Council programs, and fundraising events, jointly with other board members and Committee personnel.
- B. The Vice President for Political Planning and Appointments shall chair the Political Planning and Appointments Committee; work with staff to gather information needed for the committee to make recommendations to the National Board on endorsement and funding of candidates and the identification of qualified appointees; and work with the President, the Vice Presidents for Development and the staff to develop strategies for fundraising activities to support NWPC endorsed candidates.
- C. The Vice President for Membership shall chair the Membership Committee; work with state caucuses, state representatives serving on the National Board and national staff to develop and coordinate programs to recruit and retain members; oversee the development of new state caucuses; and report to the National Board on membership and on activities to retain and increase membership.

- D. The Vice President for Communications shall chair the Communications Committee; work with national staff on the development of a national newsletter that will inform readers of and encourage their involvement in NWPC activities; work with the Vice President for Education and Training on development and implementation of a program to advise and train state and local caucuses on media relations and publicity; and oversee the continued enhancement of the NWPC web page and make recommendations on its content.
- E. The Vice President for Education and Training shall chair the Education and Training Committee; assist the national staff to develop and coordinate training and education programs to enhance the skills of NWPC members and potential candidates for elected and appointed office; oversee the organization of regional campaign skills workshops; and work with the Vice President for Diversity and Outreach and national staff to develop and organize education and training projects specifically designed to increase participation of under-represented women in the campaign process.
- F. The Vice President for Diversity and Outreach shall chair the Diversity and Outreach Committee; work with the Vice President for Education and Training and national staff to develop and organize education and training projects specifically designed to increase participation of under-represented women in the campaign process; work with the Vice President for Membership to develop outreach programs for under-represented groups; work with the Vice President for Communications to ensure that NWPC publications and news releases reflect and publicize NWPC's commitment to affirmative action.
- G. The Vice President for Board Operations shall chair the Board Operations Committee; track National Board terms; communicate with current National Board members to be aware of upcoming openings on the National Board; work with the National Board and state representatives to recruit qualified candidates to run for National Board offices; mentor and train new National Board members; develop and organize National Board training where necessary.

SECTION 4. The Secretary shall direct the national staff to ensure that notice of all meetings of NWPC and the National Board are issued in a timely fashion; that the minutes of such meetings are recorded and distributed; and that the official records and files of NWPC are maintained. The Secretary shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by NWPC.

SECTION 5. The Treasurer shall direct the national staff to ensure that internal accounting procedures of NWPC as established by the President and the National Board are implemented; that accurate accounts of all monies received and disbursed are kept and all financial reports prepared as required by law; that financial reports are prepared and distributed quarterly to members of the National Board, and that an annual audit by a Certified Public Accountant is obtained and copies of the audit distributed to members of the National Board. The treasurer shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by NWPC.

SECTION 6. State representatives elected to the National Board shall establish and maintain regular communication with caucuses in their states, develop and facilitate state activities, assist the Vice President for Membership in caucus development, present the needs and concerns of caucuses in their states to the National Board, and present the activities of the National Board to the caucuses in their states.

SECTION 7. The college women's caucus representative elected to the National Board shall establish and maintain regular communication with college women's caucuses throughout the country, develop and facilitate college women caucus activities, assist the Vice President for Membership in caucus development, present the needs and concerns of the college women's caucuses to the National Board, and present the activities of the National Board to the college women's caucuses.

ARTICLE V: CONVENTIONS

SECTION 1. There shall be a biennial convention of the membership in odd-numbered years at such time and place as determined by the National Board. Notice of convention shall be sent to those members entitled to vote thirty days before the date of the convention, provided NWPC has received official notification from the respective states designating those individuals entitled to vote.

SECTION 2. The officers of NWPC shall be elected at the convention. Their term of office shall begin at the close of convention. The outgoing Officers shall deliver all materials, including checkbooks, passwords and to promptly assist in the transfer of accounts to the newly elected officers within thirty (30) days.

The officers of NWPC shall be elected at the convention. Their term of office shall begin at the close of convention, except that the President's term will be extended for one month after the convention. The President elected at the convention will serve as the national leader and spokesperson for the transition period.

SECTION 3. The convention shall establish the policies of NWPC by receiving and acting upon resolutions brought before it, shall act upon proposed amendments to the bylaws, and shall conduct such other business as may be brought before it.

SECTION 4. The voting rights of membership shall be granted and exercised as follows:

A. Voting members of NWPC, referred to herein as delegates, shall meet the governing member requirements of Article II and shall be selected by and through the state caucuses. The number of delegates per state shall be in a ratio to the state's paid NWPC membership as of ninety days prior to the national convention. The National Board shall determine the ratio of delegates to total membership. No state having a member caucus shall be allowed fewer than two delegate votes. Delegates present may cast the number of votes allotted to their state by the Credentials Committee.

B. Each officer of the National Board shall have one vote at the convention.

SECTION 5. The biennial convention shall be the annual meeting of NWPC in odd-numbered years and the summer meeting of the National Board in even-number years. Special conventions of NWPC may be called by the National Board to act upon business brought by the National Board, provided notice has been provided to those members entitled to vote sixty days before the date of the special convention.

SECTION 6. At least one member from each of one-third of the state caucuses recognized by the Credentials Committee shall constitute a quorum for the transaction of business at the convention.

ARTICLE VI: NATIONAL BOARD

SECTION 1. The National Board shall serve as the NWPC Board of Directors and shall be composed of:

- A. The eleven officers elected at convention or as otherwise provided by these bylaws.
- B. The representatives of the state caucuses, as defined in Article II, Section 4, Clause A.
- C. The representatives of the diversity caucuses as defined in Article II, Section 3, Clause B.
- D. The representative of the college women's caucuses as defined in Article II, Section 4, Clause B.
- E. The president of NWPC Foundation or her appointed representative.

SECTION 2. The National Board shall have general supervision of the affairs of NWPC between conventions and shall perform such other duties as are specified in these bylaws. The National Board shall:

- A. Implement policy established by the convention and establish policy between conventions, provided that notice of any proposed policy change interpreted as a having a significant and direct impact on state caucuses be given to state caucuses at least thirty days before the meeting;
- B. Adopt the annual budget for the fiscal year beginning the first day of January and ending the last day of December.

SECTION 3. The National Board shall meet at least four times per year at the call of the President or upon written request of one-third of the members, provided that at least thirty days' notice has been given. A special meeting may be called by the President provided that at least seven days' notice has been given.

SECTION 4. A majority of the members of the National Board shall constitute a quorum, voting in the manner determined by the Chair.

ARTICLE VII: EXECUTIVE COMMITTEE

An Executive Committee shall be composed of the President, eight Vice Presidents, Secretary, Treasurer, and the President of the NWPC Foundation. The Executive Committee shall have the power of the National Board between meetings of the National Board.

ARTICLE VIII: COMMITTEES

SECTION 1.

There shall be seven Vice President committees: Development Committee, Political Planning and Appointments Committee, Membership Committee, Communications Committee, Education and Training Committee, and Diversity and Outreach Committee, Board Operations Committee. Each committee shall be chaired by the Vice President set forth in Article IV, Section 3. The National Board shall establish membership and duties of each committee, except that seven members of the Political Planning and Appointments Committee shall be elected at convention and one member from each political task force shall serve on the committee. The remaining seats on the Political Planning and Appointments Committee shall be filled by the President, who shall, to the degree practicable, seek to represent all political parties, regions of the country, and the diversity standards of NWPC. These appointments shall be ratified by the National Board. The President shall appoint all standing

committee chairs and other special committee chairs as may be deemed necessary, except as otherwise provided in these bylaws.

SECTION 2. There shall be four standing committees: Bylaws, Nominations and Elections, Judicial Dispute/Resolutions, and Convention. The membership and policies and procedures of each standing committee shall be established by the National Board, except as otherwise provided in the bylaws.

ARTICLE IX: STANDING RULES AND PROCEDURES

Standing Rules and procedures shall be adopted by the National Board and shall govern the operations and programs of National.

ARTICLE X: PARLIAMENTARY AUTHORITY

Except as otherwise provided by these bylaws, Robert's Rules of Order Newly Revised shall govern NWPC in all cases to which they are applicable.

ARTICLE XI: AMENDMENT OF BYLAWS

These bylaws may be amended at the convention by a two-thirds vote, provided that the amendments have been submitted in writing to each state caucus and to each credentialed delegate at least thirty days prior to the convention at which the action is to be taken.

ARTICLE XII: NATIONAL OFFICE

The National Office of NWPC shall be located in the Washington, D.C. metropolitan area and shall house all official documents of NWPC with the exception of those documents archived at the Schlesinger Library, Harvard, Boston, MA.

ARTICLE XIII: DISSOLUTION

In the event of the dissolution of NWPC, assets remaining after discharge of all liabilities shall be distributed to an organization having similar objectives. Determination of such distribution shall be made by the National Board.