**LA CROSSE DIOCESAN COUNCIL OF CATHOLIC WOMEN**

**BYLAWS**

**ARTICLE I**

**NAME AND INSIGNE**

**Section 1.** This organization shall be known as the La Crosse Diocesan Council of Catholic Women, henceforth referred to as the LDCCW.

**Section 2.** LDCCW shall be affiliated with the National Council of Catholic Women, henceforth referred to as NCCW.

**Section 3.** The insigne of LDCCW shall be a blue silhouette of Our Lady encased in a circle representing unity, outlined against the Cross of Christ.

**ARTICLE II**

**OBJECTIVE AND PURPOSE**

**Section 1**. LDCCW is formed as a Lay Association in the Diocese of La Crosse and by virtue of ecclesiastical approval under the supervision of the diocesan Bishop, and through the Spiritual Advisor whom the Bishop appoints.

**Section 2.** LDCCW acts through its affiliated organizations to support, empower, and educate all Catholic women in spirituality, leadership, and service.

**Section 3**. LDCCW serves as a means to provide Catholic women with the necessary skills to enable them to communicate and collaborate with a unified and representative voice on the issues of common interest and concern.

**Section 4**. LDCCW seeks to develop leadership potential in its membership and to motivate and assist members to act upon current issues and crises in the Church, society, and community.

**Section 5**. LDCCW seeks to serve as an educational opportunity, with awareness and support for Diocesan programs.

**ARTICLE III**

**MEMBERSHIP**

**Section 1.** All Catholic organizations of women recognized by ecclesiastical authority shall be eligible for membership in LDCCW.

**Section 2**. LDCCW shall in no way interfere with the autonomy of any organization affiliated with it.

**Section 3**. The annual dues for membership in LDCCW shall be established by the Board of Directors. Such dues shall be payable to LDCCW Treasurer by October 31st of each calendar year.

**Section 4**. LDCCW will accept contributions from interested persons to assist in its work. Contributors will have neither voice nor vote.

**Section 5**. The governing body of LDCCW shall be vested in the Board of Directors. This Board shall be composed of the Elected Officers, Commission Chairs, Committee Chairs, Deanery Presidents, Deanery Directors-at-Large, all Past Presidents of LDCCW, as well as Parish Presidents, NCCW individual members, and any current members of the NCCW Executive Board residing within the La Crosse Diocese.

**Section 6**. The Board of Directors shall have full power and authority over the business of LDCCW relating to policy and management, subject to final authority of the Bishop and Spiritual Advisor.

**Section 7**. Annual dues for LDCCW membership in the Province of Milwaukee and the NCCW are due December 1 of each calendar year.

**ARTICLE IV**

**OFFICERS**

**Section 1.** The Executive Board of LDCCW shall be the President, President Elect, Vice President, Secretary, Treasurer, and the Immediate Past President as an advisory officer to the President, Executive Board, and Board of Directors. These Officers shall perform the duties prescribed by these Bylaws and the parliamentary authority adopted by the LDCCW.

A. President

 1. It shall be the duty of the President to preside at LDCCW Biennial Convention Meetings and at all meetings of the Executive Board and the Board of Directors. She shall, with the approval of the Executive Board, the Spiritual Advisor, and the Bishop, appoint Commission Chairs and Committee Chairs. She shall appoint all Special Committees, except the Nominating Committee, and perform such other duties as devolve upon her office. The President will be the official representative of LDCCW, unless she so chooses to delegate this representation. She may choose a Parliamentarian to serve during her term of office.

 2. She shall be ex-officio member of all Committees, except the Nominating Committee.

B. President Elect

 The President Elect assumes the Chair when the President is not able to preside at an official meeting. She will represent the President at official functions when the President requests. She will assume the duties of the President in the event of disability of the President for the remainder of the term of office. She will be of help to the President with ideas and suggestions whenever possible. She will keep a record of her activities to pass on to her successor. She will submit an annual written report to her successor. She will attend all meetings of the Executive Board and the Board of Directors. She will perform such other duties as the President and the Board of Directors may designate. It is intended that the President Elect continues into the Office of President in the term that follows.

 C. Vice President

 The Vice President assumes the Chair when the President and President Elect are unable to preside. She will assist the President with any duties assigned to her. She will be of help to the President with ideas and suggestions whenever possible. She will attend all meetings of the Executive Board and the Board of Directors. She will perform such duties as the President and Board of Directors may designate.

 D. Secretary

 The Secretary shall keep the minutes of LDCCW Biennial Convention Meetings, meetings of the Executive Board and Board of Directors of LDCCW, and shall be custodian of its records. She shall send out the Call to Meeting letters and help the President prepare for meetings. She shall prepare and distribute all minutes of such meetings, within three (3) weeks of said meetings. She shall perform such other duties as may be assigned by the President and Board of Directors, or implied by her Office.

 E. Treasurer

 The Treasurer shall be the custodian of all monies of the LDCCW that shall be deposited in the name of LDCCW in a bank designated by the Board of Directors. LDCCW President, shall serve as co-custodial by signing the necessary financial documents. The Treasurer shall keep an account of all monies received and expended and shall render such account, and prepare Financial Reports for all meetings. She shall chair the Budget Committee. The Treasurer shall perform such other duties as her office may require.

**Section 2**. Nominations

1. At the first regular Board of Directors meeting following LDCCW Convention, a Nominating Committee is established consisting of at least three (3) or more volunteers from the Board of Directors.
2. It shall be the duty of the Nominating Committee to nominate and present candidates for the Offices of President ( i.e. vacancy in the office of President Elect), President Elect, Vice President, Secretary, and Treasurer to be filled at the Convention in the even numbered years. The nomination of the current President Elect going into the Presidency is automatic and for presentation only, but not voted upon, unless there are other nominees for President.
3. A Call for Nominations shall be sent by the Nominating Committee to the Board of Directors by October of the term’s first year (even numbered years). This Call Letter shall include the Criteria for Nominations.
4. To be eligible for the Office of President, one must have served on the Board of Directors for at least two terms. To be eligible for the Office of President Elect and Vice President, one must have served on the Board of Directors for at least one term.
5. Nominations are to be sent to the Chair of the Nominating Committee respectfully no later than September 30th prior to LDCCW Convention.

1. A list of all nominees shall be approved by LDCCW Spiritual Advisor and Bishop before a nominee is contacted by the Nominating Committee Chair for the purpose of obtaining her acceptance of nomination.
2. The Nominating Committee shall give its report at LDCCW Biennial Convention Meeting.
3. Nominations from the floor shall be in order, provided the nomination has been previously received by the announced deadline, is approved by LDCCW Spiritual Advisor and Bishop, and fits the established Criteria for Nominations (refer to the Guidelines of Nominating Committee).

**Section 3**. Election

1. Election will be by paper ballot, unless there is only one nominee for each office. Election then may be by voice vote for each office.
2. Each affiliated organization and each member of the Board of Directors shall be eligible for one vote per organization and Board Member.
3. Elected Officers shall be formally installed by the Bishop, or his representative, before the close of LDCCW Biennial Convention.

**Section 4**. Voting

1. Voting body of LDCCW shall be:

 1. The Executive Board

 2. All members of the Board of Directors

 a. Commission and Committee Chairs

b. LDCCW Past Presidents

 c. Deanery Presidents, Deanery Directors-at-Large or their proxies

 d. Parish Presidents or their proxies

 3. NCCW Individual Members

1. No delegate may use more than one voting card; delegates must be present to vote. (Voting cards are used at LDCCW Biennial Convention if there is more than one candidate for a position or when voting on the budget.)

**Section 5.** Term of Office

1. The term of office for Officers of LDCCW shall be one (1) two-year term from the close of LDCCW Biennial Convention at which they were installed until the close of the succeeding LDCCW Biennial Convention, or until their successors are elected.
2. No Officer shall be eligible for more than one (1) term (consecutively) in the same Office.
3. Outgoing Officers, Commission and Committee Chair must transfer all books and materials pertinent to the new officers and chair within thirty (30) days upon completion of their position.

**Section 6**. Vacancies

1. Any vacancy occurring in the Executive Board by reason of absence, resignation, death, or disability of any officer other than the President shall be filled by a majority vote of the Board of Directors.
2. In the absence, resignation, death, or disability of the President, her duties would devolve on the President Elect. A vacancy would result in the office of President Elect. In the event the President Elect assumes less than half of the unexpired term of the President, she is eligible to remain in the office of President for another term of office (two (2) years following the end of the then current term). Should the elected President Elect move up to the Presidency and a new President Elect is elected to fill less than half of the unexpired term, the President Elect is eligible to remain in this position for another two (2) years of office.
3. In the absence, resignation, death, or disability of the President Elect, her duties shall devolve on the Vice President and a vacancy would result in the Office of Vice President.
4. In the absence, resignation, death, or disability of the President and President Elect during the same term of office, the Vice President would assume the chair until the vacancy (or vacancies) is filled. She would be eligible for one of the positions if the qualifications are met, and a new Vice President would be elected by the Board of Directors. The Vice President does not necessarily assume the position of the President Elect.

**ARTICLE V**

**MEETINGS**

**Section 1.** The LDCCW shall meet biennially in the even numbered years for Convention and training Work Shop. LDCCW shall meet in the odd numbered years for the Share Shop session, subject to the call of the President, or upon request of a majority of the Board of Directors. The date and place of LDCCW Biennial Convention are to be decided by the President (ideally during her term as President Elect) and approved by the Executive Board, Spiritual Advisor and Bishop, not less than one (1) year in advance. The Call to Meeting must be sent at least sixty (60) days before the date of the meeting.

**Section 2.** Board of Directors and Executive Board Meetings are held quarterly each year.

**Section 3**. Meetings of the Executive Board shall be subject to the call of the President or upon request of a majority of the members. The Executive Board shall meet before the Board of Directors Meeting to discuss business.

**Section 4.** Special meetings may be called by the Board of Directors or Executive Board.

**Section 5.** Any meeting with the Board of Directors will open with recitation of the Prayer to Our Lady of Good Counsel, the Salute to the Cross, the NCCW Mission Statement, and the Pledge of Allegiance to the Flag.

**Section 6** Quorum

1. Four (4) members of the Executive Board shall constitute a quorum for transaction of business of the Executive Board.
2. Representation from eight (8) Deaneries and three (3) members of the Executive Board shall constitute a quorum for a business meeting of the Board of Directors.

**ARTICLE VI**

**EXECUTIVE BOARD**

**Section 1.** The Executive Board shall consist of the President, President Elect, Vice President, Secretary, Treasurer, and Immediate Past President of LDCCW.

**Section 2**. All business undertaken at an Executive Board Meeting shall be reported to the Board of Directors at the next regular Board Meeting.

**Section 3**. The Executive Board shall have general supervision of the affairs of the LDCCW between business meetings, fix the hour and place of the meetings, and make recommendations to the Council.

**ARTICLE VII**

**COMMISSIONS AND COMMITTEES**

**Section 1**. Chair of the three (3) Commissions shall be appointed by the President, subject to prior approval of the Executive Board and the Spiritual Advisor. To be considered for a Commission Chair position, she should be committed to the ideals of LDCCW. She should be a dedicated member of an affiliated organization or familiar with the goals and objectives of LDCCW, knowledgeable in the subject matter of the Commission, be informed on Catholic Church teachings as they relate to the Commission. It is recommended that an LDCCW Chair has chaired a Commission on a Deanery level or has served as member of LDCCW Board of Directors.

**Section 2**. A Chair of a Commission shall serve no more than two (2) years in the same position, her term to terminate with the President who appointed her. She shall be eligible for an appointment to another position of the Board.

**Section 3.** It will be the responsibility and duty of the Commission Chair to:

1. Develop basic programs implementing the resolutions and policies adopted by NCCW. Each Chair will work closely with LDCCW President on these programs.
2. Prepare articles for LDCCW “News & Views” Newsletter, being certain to meet specified deadlines as well as producing current and helpful materials.
3. Send out special mailings or e-mails if the need so arises concerning a certain area of the Commission.

1. Promote the resource manuals and work closely to ensure they are being used and updated.
2. Serve on the Program Committee for the Work Shop Training Meeting to be held in LDCCW Convention years.
3. Serve on the Program Committee for the Share Shop Meeting to be held in the non- LDCCW Convention years.
4. Provide materials for affiliates at LDCCW Biennial Convention pertaining to her respective Commission.
5. Perform such other duties as may be assigned by the President or implied by her Commission.

**Section 4.** The Committees and Special Committees and Chair shall be selected by LDCCW President. Chair of Committees and Special Committees shall serve no more than one (1) two (2) year term in the same capacity, each term to terminate with the President who appointed her. It will be the responsibility and duty of each Committee Chair to keep a complete record of the accomplishments of her committee and compile reports to be presented to the Executive Board and Board of Directors. She shall also perform such duties as may be assigned to her by the President or implied by her committee.

**Section 5**. Standing Committees

1. Includes: Audit, Bylaws, Communication/Public Relations, Finance, Historian, Nominating, Parliamentarian, Scholarships, and the Renaissance Team.

1. An Auditing Committee Chair, Immediate Past Treasurer and two (2) LDCCW members, previous Treasurers or Officers, will audit the Treasurer’s accounts at the close of each fiscal year and prior to the end of the Treasurer’s term of office, and report at the next Board of Directors Meeting following the audit.
2. A Bylaws Committee is composed of four (4) members of LDCCW. It is required that the Chair of this Committee is a member of the Board of Directors. This Committee shall review and update the Bylaws and Standing Rules as necessary.
3. The Immediate Past President is automatically offered the position of Communications/Public Relations Chair. The duty of this Chair is to prepare news releases covering events and meetings of LDCCW. It is recommended that in the following term she continues to serve on the Board of Directors as the Leadership Commission Chair.
4. A Finance Committee is to be composed of the Treasurer and four (4) other members of LDCCW Board of Directors. It shall be the duty of this Committee to prepare a budget for the fiscal year and submit it at the meeting of the Board of Directors prior to the beginning of the fiscal year. The fiscal year shall be July 1 to June 30.
5. A Historian is responsible for preparing a visual and narrative account of the activities of LDCCW and its affiliates that will become a part of LDCCW’s history.
6. The Nominating Committee consists of three (3) or more volunteers from the Board of Directors and will appoint its own Chair from those volunteers. All Deanery Presidents are non-official members of this Committee and should pursue delegates from their Deaneries.
7. The Parliamentarian’s position is filled at the discretion of the President. She advises the Board of Directors in correct parliamentary procedures as needed.
8. The Scholarship and Grant Committee consists of the President Elect as Chair, the Vice President, and the Immediate Past President.
9. The Renaissance Team is also the LDCCW Leadership Team, made up of the President, President Elect, Immediate Past President, and Leadership Commission Chair. The President appoints a Chair (most likely the President Elect). This team is available upon request by the Deaneries and Parishes to help renew, revitalize and facilitate a new direction for their Councils by addressing their problems and concerns. The Immediate Past President helps organize the educational meetings held through this term. The President Elect writes the reports of any team actions for presentation and the files.

**Section 6.** Special Committees:

1. A Resolution Committee composed of a general Chair and the Leadership Commission Chair shall prepare the resolutions for LDCCW or NCCW.
2. Any resolution offered by affiliated organizations or a member of that organization for consideration at LDCCW Biennial Convention Meeting, must be in the possession of the Resolutions Committee at least ninety (90) days prior to the opening day of the meeting.
3. The Executive Board and the Spiritual Advisor shall review the resolutions and shall have the power to reject any resolutions. A member of the affiliated organization submitting a rejected resolution may request its consideration at LDCCW Biennial Convention Meeting if there is unanimous consent of delegates attending.
4. The resolutions will be presented at LDCCW Biennial Convention Meeting by the Chair of the Resolutions Committee for adoption by the affiliates present and eligible voting.
5. LDCCW Web Team is responsible for creating, maintaining, and updating a professional looking website for LDCCW that conveys the mission and values of LDCCW and the Catholic faith.
6. Other Special Committees may be created by the Executive Committee. Termination of these Special Committees shall be automatic upon completion of its function.

**ARTICLE VIII**

**PARLIAMENTARY AUTHORITY**

**Section 1**. The Rules contained in Roberts Rules of Order, newly Revised, shall govern LDCCW in all cases providing such rules do not conflict with the Bylaws.

**Section 2**. To carry out the purpose of LDCCW, rules may be established, after proper consideration, liaison, and cooperation with other organizations of good will.

**Section 3**. Position of Parliamentarian may be filled at the discretion of the President.

**ARTICLE IX**

**AMENDMENTS**

**Section 1**. These Bylaws may be amended only at any LDCCW Biennial Convention Meeting by a two third (2/3) vote of the affiliates and members of the Board of Directors present and voting, provided a copy of the proposed amendment shall have been received by the Bylaws Committee at least ninety (90) days prior to LDCCW Biennial Convention Meeting.

**Section 2**. Amendments may be submitted by the Board of Directors or an affiliated organization, in writing and signed by the author.

**Section 3**. Approval by the Board of Directors shall be necessary in order to present any proposed amendments to the affiliated membership. The Board of Directors shall have the final authority to change proposed amendments. A copy of the proposed amendments, as approved by the Board of Directors, shall be sent to each affiliation at least thirty (30) days before LDCCW Biennial Convention Meeting for consideration.

**ARTICLE X**

**DISSOLUTION CLAUSE**

**Section 1**. In the event of dissolution of the La Crosse Diocesan Council of Catholic Women organization, all assets, monies, and properties are automatically assigned to the Diocese of La Crosse.

Adopted: April 24, 2022