

PHOENIX DIOCESAN COUNCIL OF CATHOLIC WOMEN
PDCCW – FOUNDED & ESTABLISHED IN 1970
OUR LADY OF GOOD COUNSEL
Patroness of the Phoenix Diocesan Council of Catholic Women
EIN 90-0749061
BYLAWS AMENDED April 27, 2017

The Phoenix Diocesan Council of Catholic Women

Mission Statement

We encourage women to embrace their feminine dignity through spiritual formation, leadership and service. Supported by our Diocesan Bishop, we provide opportunities that allow women to foster relationships with one another and help deepen their sense of identity as daughters of the Father.

ARTICLE I
NAME

Section 1. This organization shall be known as the Phoenix Diocesan Council of Catholic Women, herein referred to as the PDCCW.

Section 2. The patroness of PDCCW shall be Our Lady of Good Counsel.

ARTICLE II
OBJECTIVES

Section 1. To act as a liaison between the Bishop and Catholic women of the Diocese.

Section 2. To promote spiritual growth among women by hosting an annual Catholic Women's conference that provides evangelization and formation.

Section 3. To recognize women in the Diocese who exemplify the characteristics of good stewards in their faith communities through an annual celebration.

Section 4. To meet at least annually with the Episcopal Moderator for communication and guidance.

ARTICLE III
MEMBER

Section 1. Individual
All Catholic women within the Diocese are members.

Section 2. Fiscal Year

The fiscal year shall be from July 1 to June 30.

ARTICLE IV OFFICERS

Section 1. The officers of the PDCCW shall be the Episcopal Moderator (Diocesan Bishop) ex officio, Spiritual Moderator, appointed by the Bishop, President, Vice-President, Secretary, and Treasurer.

Section 2. The elected officers of the PDCCW shall be the President, Vice-President, Secretary, and Treasurer.

A. The following officers shall be elected in the same year (never to be in the same year as Secretary/Treasurer:

President, Vice-President.

B. The following officers shall be elected in the same year (never to be in the same year as President/Vice President:
Secretary and Treasurer.

C. The officers shall:

1. be elected and installed at the Annual Meeting to serve one three-year term or until their successors are elected and
2. be eligible for election to the same office-for up to two three-year terms.

Section 3. Vacancies

A. A vacancy in the office of President shall be filled by the Vice-President for the unexpired term.

B. A vacancy in any other office shall be filled by the Board of Directors until the next regularly scheduled Annual Meeting when the position shall be filled for the unexpired term.

Section 4. The Officers shall have the power to act in emergencies and ratify the action at the following Board of Directors meeting.

ARTICLE V NOMINATIONS, ELECTIONS

Section 1. Composition:

The Nominating Committee of not less than three active members, appointed by the president and approved by the Board of Directors shall:

A. serve until their report is given at the annual meeting;

B. assume their duties after approval at the first fall board meeting and

C. have the following duties:

1. Elect a chair of the committee following the first fall board meeting.
2. Submit the name of at least one eligible candidate for each elective office.
The candidate for President shall have been a current active member of the Board of Directors for no less than one year.
3. Select the slate of candidates by majority vote of the committee.

4. Submit its report/slate of officers to the Board of Directors at least 45 days prior to the Annual Meeting.
5. Any vacancies on the Nominating Committee shall be appointed by the president and approved by the Executive Committee.

Section 2. Nominations

Nominations may be made on the day of the Annual Meeting, provided the nominee has submitted a completed Candidate Profile Form to the Secretary prior to the start of the Annual Meeting.

Section 3. Elections

- A. Thirty-days prior to the Annual Meeting, the Board of Directors shall appoint a Tellers Committee of at least three active members, no one of whom shall be a member of the Board of Directors.
- B. The Tellers Committee shall collect and count the ballots.
- C. The election shall be held during the Annual Meeting.
- D. Voting shall be done in person and after registration of diocesan women in attendance.
- E. If there is only one nominee for an office, the election shall be by voice vote.
- F. The chair of the committee shall present the tellers report before the close of the meeting.
- G. Ballots shall be destroyed at the end of the Annual Meeting.

ARTICLE VI MEETINGS

Section 1. Executive Committee

Meetings shall be subject to the call of the President and notice shall be given by e-mail, mail or telephone at least seven days prior to the meeting date, unless emergency business needs to be conducted.

Section 2. Board of Directors

There shall be a minimum of four meetings a year and notice shall be given not less than 14 days prior to the date of the regular meeting, unless emergency business needs to be conducted.

Section 3. Annual

- A. All Catholic women in the diocese in attendance shall have one vote.
- B. Annual reports of officers, and committee chairs shall be presented.
- C. Officers shall be elected and installed.
- D. Quorum should be majority of voting delegates who have registered and are in attendance.
- E. Notice shall be given not less than thirty days prior to the meeting via website, e-mail and social media.

Section 4. Special Meetings

- A. Special meetings may be called by the Executive Committee or shall be called

upon the request of any three members of the Board of Directors listing the purpose of the meeting.

B. Notice shall be given seven days prior to the meeting unless emergency business needs to be conducted.

ARTICLE VII BOARD OF DIRECTORS

Section 1. Composition shall consist of the following:

Episcopal Moderator – Bishop of the Diocese, ex-officio

Spiritual Moderator – Appointee of the Bishop

The elected officers of the PDCCW

Chairs of Standing Committees

Section 2. Duties

The Board of Directors shall:

A. attend Board of Directors meetings. Nonattendance of a member of the Board of Directors for two consecutive meetings without sufficient reason, or four meetings with excuse, shall be equivalent to resignation and the vacancy shall be filled by the President with the approval of the Executive Committee;

B. formulate and review the strategic plan;

C. set time, place, and date of board meetings;

D. approve the financial institutions where funds of the PDCCW are deposited;

E. approve the budget at the first fall board meeting and review the budget mid-term;

F. approve and direct the disbursement of funds of the PDCCW;

G. approve the disbursement of any funds over \$500 that has not already been approved in the annual budget;

H. approve the auditor annually;

I. approve the report of the auditor annually;

J. recommend actions to the membership for approval;

K. be trustee of all property of the PDCCW;

L. have such other duties as are prescribed for the board in these bylaws and

M. be authorized to approve the minutes of PDCCW annual meeting.

Section 3. Quorum

Seven members of the board including at least three members of the Executive Committee shall constitute a quorum.

ARTICLE VIII EXECUTIVE COMMITTEE

Section 1. Composition

The members of the Executive Committee shall be the Episcopal Moderator, ex-officio, the Spiritual Moderator and the elected officers.

Section 2. Duties

- A. Authority between board meetings. The Executive Committee shall act in emergencies. Such actions shall be ratified at the following board meeting.
- B. The Executive Committee shall:
 - 1. approve the appointment of any officers or committee chairs;
 - 2. assume their duties at the adjournment of the Annual Meeting;
 - 3. review PDCCW's progress in achieving its strategic plan and
 - 4. have such other duties as are prescribed for this Executive Committee in these bylaws or by the Board of Directors.

Section 3. Quorum

The quorum shall be three members.

**ARTICLE IX
COMMITTEES**

Section 1. Appointment

The President, with the approval of the Executive Committee, shall appoint the standing and special committee chairs of the PDCCW.

Section 2. Standing Committees

The Standing Committees shall be Budget, Bylaws, Legislative, Marketing, and Nominating.

Section 3. Event Committees

The Event Committees shall be Catering, Confessions, Liturgy, Raffle, Registration, Speakers, Vendors, Welcome, and Women of the Year.

Section 4. Special (Ad Hoc) Committees

The President, with the approval of the Executive Committee, may appoint special (ad hoc) committees as needed. These committees will automatically dissolve on the completion of their specific assignment or by Executive Committee directive.

**ARTICLE X
DUTIES OF OFFICERS AND CHAIRS**

Section 1. The EPISCOPAL MODERATOR shall:

- A. be responsible for doctrine and the observance of Church law within the group and
- B. appoint the Spiritual Moderator.

Section 2. The SPIRITUAL MODERATOR shall:

- A. Foster the growth of living Christian spirit in the organization.
- B. Serve as a liaison with the Bishop;
- C. Promote spiritual program within the PDCCW;
- D. Be responsible for planning all liturgies and
- E. Be responsible, along with the President, for the continuity of the organization.

Section 3. The President, Vice-President, Secretary and Treasurer shall perform the duties prescribed by the Manual of Operations.

Section 4. CHAIRS OF STANDING AND EVENT COMMITTEES shall turn over to her successor, all books, papers and other property pertaining to her office upon or within thirty days after termination of her office. They shall present written reports of their year's activities for the Annual Meeting.

ARTICLE XI PDCCW ANNUAL MEETING

Section 1. Annual Meeting of the PDCCW shall:

- A. be called at the discretion of the Board of Directors to conduct such business as shall come before its members;
- B. be held in April, May or June;
- C. be posted on the website, sent via e-mail, or social media to members at least thirty days prior to the Annual Meeting.

Section 2. Quorum

The quorum for the Annual Meeting shall be the members registered and in attendance with at least a majority of the board and two elected officers in attendance.

ARTICLE XII AMENDMENTS

The Bylaws of the PDCCW may be amended at the Annual Meeting by two-thirds vote of the voting members present and voting, provided a written notice of any proposed amendment or amendments shall have been submitted to the Board of Directors and to voting members at least thirty days prior to the Annual Meeting.

ARTICLE XIII DISSOLUTION

In the event of dissolution of PDCCW, all monies and properties shall be submitted to the Episcopal Moderator for allocation.

December 2, 1983 - These Bylaws were completely revised and approved by the membership.

September 14, 1985 – These Bylaws were amended and approved by the membership at the General Meeting.

May 2, 1990 - These Bylaws were amended and approved by the membership at the Annual Meeting.

May 16, 1998 - These Bylaws were amended and approved by the membership at the Annual Meeting.

May 25, 2002 - These Bylaws were amended and approved by the membership at the Annual Meeting.

May 15, 2004 - These Bylaws were amended and approved by the membership at the Annual Meeting.

April 29, 2006 - These Bylaws were amended and approved by the membership at the Annual Meeting.

May 12, 2007 - These Bylaws were amended and approved by the membership at the Annual Meeting.

June 13, 2009 - These Bylaws were amended and approved by the membership at the Annual Meeting.

June 26, 2010 – These bylaws were completely revised and adopted by the membership at the Annual Meeting.

June 18, 2011 – These bylaws were amended and approved by the members at the Annual Meeting.

June 9, 2012 - These bylaws were amended and approved by the members at the Annual Meeting.

June 14, 2014 - These bylaws were amended and approved by the members at the Annual Meeting.

April 30, 2015 – These bylaws were amended and approved by the members at the Annual Meeting.

Standing Rules.

1. Contributions to the PDCCW, if not specified by the donor, shall be allocated by the Board of Directors.
2. There shall be a Manual of Operations, which shall include the bylaws, standing rules, position descriptions, policies and procedures.
3. The Treasurer must make reimbursement for approved expenses specified in the budget within seven days after the receipt of the reimbursement form.
4. If a chair of a committee is unable to attend a Board of Directors meeting, she shall appoint a representative.
5. These standing rules may be amended at the Annual Meeting by a two-thirds vote without previous notice or by a majority vote with notice.
6. PDCCW shall pay the Women's Conference registration fee for all conference committee members who attend the Women's Conference an amount based on the financial condition of the organization
7. PDCCW shall pay the registration fee for the Episcopal Moderator, Spiritual Moderator and Diocesan Chancellor to attend PDCCW Conference and Women of the Year Celebration.

June 26, 2010 – Standing Rules adopted by the membership at the Annual Meeting.

June 14, 2014 – Standing Rules amended by the membership at the Annual Meeting.