

**AMERICAN SOCIETY OF WOMEN ACCOUNTANTS
ORANGE COUNTY CHAPTER NO. 73
STANDING RULES
As amended July 2009**

General

The purpose of the standing rules is to record the Chapter's policies and procedures. The standing rules of the Chapter shall be maintained by the Bylaws Chair, said rules to supplement, but not to duplicate, the Bylaws.

A copy of these standing rules, if changed, shall be presented annually to each member by the Bylaws Chair at the first membership meeting of the Chapter.

The Chapter's organizational structure is illustrated in the chart shown at the end of these standing rules. This chart helps to clarify the reporting relationships of officers and chairs. The intent is to free the president from administrative details in favor of the important leadership and public relations aspects of that office.

All external printed correspondence shall be on the official letterhead of the organization with a copy to the president and any involved committee chairs. In addition, a copy should be submitted to the president and to the Quality Control Committee for prior approval.

All activities undertaken by the Chapter will comply in every way possible with the goals and action plans set for the year.

The fiscal and administrative year of the Chapter shall be July 1 through June 30.

Awards & Recognition

The Chapter president may, at her/his discretion, present certificates (gifts, awards, etc.) of performance to Board members in recognition of their performance.

The Elizabeth Black Trophy, donated by the Chapter's first president, is awarded each year to the member voted Member of the Year (beginning 2007-2008). The voting is held at the May meeting (or prior) with the presentation to be made at the June meeting. The engraving of the recipient's name, the ordering of a permanent plaque for her/him, and the presentation of both is the responsibility of the previous year's recipient.

Board of Directors Meetings

The incoming president may call a meeting of the incoming Board of Directors to prepare for the coming year. Any action taken at the meeting will automatically become effective July 1st.

Board meetings will be held at a time and place determined by the Chapter president. Time and location of the meetings will be published in the Chapter newsletter each month. Board meetings are open to all interested members.

A joint meeting of the outgoing and incoming Board members shall be held each year. At this meeting officers and committee chairs should be prepared to forward their files from the previous year(s) to their successors.

Board of Directors Roles & Responsibilities

Each member of the Board shall oversee such standing committees as are assigned by the president and approved by the Board of Directors. The president elect and the three vice presidents will chair the program, membership, special events, and communications committees. The Board of Directors shall encourage the attendance of committee chairs at Board meeting. If the chair is unable to attend, another member of the committee may represent the committee at the Board meeting.

Members of the Board of Directors are expected to attend all meetings of the Board and at least 50% of the regular dinner meetings.

In order for business to be conducted at Board meetings a quorum of the Board must be present. If a Board member cannot attend a Board meeting, she/he should notify the President prior to the meeting. A Board member who must miss a meeting and who regularly performs a significant duty at the meetings is responsible for suggesting to the president an alternate representative to perform that function. A representative from the general membership carrying out those duties would not be counted toward the quorum and would not carry a vote. Also, a Board member who must miss a meeting may submit a proxy to the president in advance of the meeting appointing any other attending Board member to vote on behalf of the missing Board member.

Newsletter: Advertising, Production

Sale of advertising space will be allowed in the Chapter newsletter. Advertisements will be limited to those appropriate to a professional accounting publication. Advertising rates will be established at least annually by the Newsletter Committee, with approval of such rates to be made by the Board of Directors. The committee will be responsible for soliciting and accepting or denying advertising copy, only accepting prepaid advertising. Funds generated from the advertising will first be applied to any cost of production and print of the newsletter with excess funds being made a part of the general Chapter fund to be used at the discretion of the Board of Directors.

A monthly newsletter is e-mailed to each Chapter member (and other interested parties or potential members) approximately two weeks prior to the monthly meeting. Highlights include notice of the next dinner meeting with the speaker's topic, qualifications and appropriate background on the subject. The newsletter also carries Chapter news, professional news of

members and notices of professional accounting activities and opportunities for education and career development.

Courtesy copies of the newsletter will be sent to the National President, our Area Director(s), the National Headquarters office, selected regional chapters and selected regional schools.

Chapter Meetings: Agendas and Business

The format for the meetings will be coordinated by the respective committee(s) sponsoring the meeting.

The regular monthly business meeting is to be held prior to the dinner meeting.

The presiding officer shall offer committee chairs present to make a report if they have information to share with the members.

The following shall be the order of business:

- Call to order
- President's Report
- Committee reports
- Unfinished business
- New business
- Announcements
- Dinner
- Program
- Adjournment

Official notice of all meetings shall be given in the Chapter newsletter and on the Chapter website.

Any member who has an item of business to be discussed at a regular monthly meeting shall contact the president at least 24 hours in advance to see if the same can be placed on the agenda.

It will be a policy of this Chapter to allow self-introductions of all attendees prior to the dinner to encourage networking within the membership. Self-introductions would normally not be appropriate at special event meetings.

Chapter Meetings: Standards, Meeting Time, Reservations

The regular meetings shall be dinner meetings on the third Wednesday of each month, at a place and time agreed upon by the Board of Directors at the beginning of each year.

Any one who makes a dinner reservation and does not cancel by the Monday prior to dinner meeting, if unable to attend, will be billed if the restaurant or hotel bills the Chapter for the meal.

Generally, there shall be no remuneration paid to speakers for any of the programs; exceptions must be approved by the Board of Directors. However, their dinner and a nominal speaker gift shall be paid out of Chapter funds.

There is a price differential for meals for non-members at regular monthly meetings, the amount of which is to be established by the Board. Student dinner prices may be set at a discount rate as determined by the Board.

The annual strategic planning meeting shall be held in July of each year.

Any meeting which falls on a legal holiday is automatically canceled and rescheduled.

The President or Board of Directors may change the time and place of any meeting when it deems such action necessary.

The hotel liaison committee chair, or appointee, shall be responsible for the arrangements for the meetings.

Chapter Remembrances

Chapter remembrances shall be in the form of appropriate cards and remembrances shall be the responsibility of the Communications Secretary.

Chapter Directory (formerly known as “Roster”)

A membership directory is to be published by the Communications Secretary. A copy is to be provided to each member upon reprinting of the directory, if requested. The membership will be notified in the Chapter newsletter as to when directories will be available. If a member wishes a second copy, a charge equal to the cost of reproduction and mailing will be collected by the treasurer.

The Chapter membership directory is published for the exclusive use of its members and is not to be distributed to persons outside the organization without the prior approval of the Board of Directors. See attached policy.

Committees

The standing committees may include:

Member of the Year	Newsletter	Bylaws & Standing Rules
Hotel Liaison	Membership	Finance
Member Relations/Retention	Marketing	Special Events
Employment Opportunities	Student Activities	Nominating
Community Awareness	Communications	Program/Education Seminar
Quality Control	Marketing	Holiday Party
Opportunity Drawing	Parliamentary	

- A. A chair of these committees shall be appointed by the President and approved by the Board of Directors.
- B. Members of the committee shall be selected by the respective chair with the approval of the President.
- C. At the discretion of the Board of Directors, certain committees will be inactive.

These committees shall perform the duties as prescribed in these standing rules and in the “Chapter Procedure Manual” and those assigned by the president.

All members of the Chapter will be encouraged to serve on a standing committee. Appointments will run on a fiscal year basis. Members will be given the opportunity to select the standing committee on which they wish to serve.

Should the President appoint a special committee, she/he shall specify in writing to that committee, at the time of the appointment, its responsibilities and duties. All special committees shall be governed by the reporting and record keeping requirements of standing committees.

Committee chairs are responsible for arranging a meeting of their committees to determine their proposed budget request to be submitted in writing to the Finance Committee by the June Board meeting.

Each committee chair is responsible for submitting a report at each regular Board meeting. “No activity for the month” is an adequate report. If the chair is unable to attend the meeting, she /he should either phone the report to the President by the afternoon of the meeting or designate another member of the committee to represent the committee at the meeting.

The President may ask for the resignation of a committee chair for reasonable cause only with the approval of the majority vote of the directors present at a Board meeting.

Cooperation with Other Chapters/Organizations

This Chapter may participate in workshops and educational programs of the area in an effort to resolve mutual problems and strengthen all Chapters in the area through area days, newsletter exchanges and inter-chapter visitations.

The Chapter may invite other professional organizations to the community relations event or to a special inter-organizational meeting.

Members relocating to or from the Orange County area may contact the membership chair for help in transferring membership to or from another Chapter. Transfers are to be handled using the National form called: Status Change Form. The forms are signed by the recording secretary of the Chapter the member is entering. The membership chair also facilitates transfer for members leaving the Chapter to at-large status because of relocation to an area without an ASWA Chapter. Transfers are officially recognized on July 1st, the start of the administrative year. For transfers to be effective the next July 1, dues must be paid to the new Chapter by June 1st.

Financial Policies

The outgoing treasurer shall complete the financial records to be delivered to a CPA on or before July 31st. This work shall be conducted in accordance with the procedures outlined in the National Standing Rules entitled "Chapter Procedure Manual." The records of the treasurer shall be either audited, compiled, or reviewed for each fiscal year, at the discretion of the Board, by an independent accountant appointed by the Board of Directors.

An annual budget shall be prepared by the treasurer, reviewed and recommended by the finance committee and approved by the Board of Directors no later than August 31st. of the current year in order to be submitted to National by September 10th. The treasurer reports on the financial status of the Chapter at each Board meeting including a presentation of monthly financial statements and a comparison of actual to budgeted income and expenditures.

The Chapter maintains a checking account, a money market account for the Chapter, and a money market account for the Scholarship Fund. (Interest on both money market accounts are to be deposited into the Scholarship Fund money market account.) The President, treasurer and recording secretary are the authorized signatories, with two signatures required for payment or withdrawal. It shall be the responsibility of the outgoing treasurer to contact the financial institutions where the Chapter has funds to secure the necessary signature cards and make any address changes.

The President may prepare a written annual report for the general membership which includes financial and other relevant information, such as activities for the year, number of new members obtained, and recommendations to the membership.

The President, President-Elect, Treasurer, and Recording Secretary are the authorized signatories with respect to executing contracts on behalf of the Chapter.

The Board, at its discretion, may refuse to approve any unauthorized and unbudgeted expenditure which has not been previously discussed with the Board. In such case, the liability shall remain the responsibility of the member incurring the expense.

The treasurer shall exercise due diligence in verifying and paying promptly all budgeted expenditures. All other expenditures shall be presented to the Board of Directors for approval before payment.

The treasurer shall maintain a record of accounts receivable from members not honoring or properly canceling reservations. The treasurer shall render statements promptly to such members and shall present reports of accounts receivable at each Board meeting. The Board shall be responsible for arbitrating any disputes regarding such accounts receivable, and the decision of the Board shall be binding upon the member.

Scholarships

A scholarship fund shall be maintained by the treasurer. These funds are accumulated by contributions from Chapter members, and through various fund raising efforts within the Chapter. It shall be the responsibility of the Student Activities Committee to select candidates and propose recipients for the annual scholarship(s). The amount, number and qualifications of the scholarship shall be determined annually by the Board of Directors.

Membership:

Membership in this Chapter shall be open to persons who are interested in some field of accounting. Application shall be made on the prescribed form to the Membership Chair, with payment.

A member approved by National is to receive a Chapter new member kit which includes a Chapter directory, bylaws & standing rules, and President's Welcome letter.

The membership of the Chapter shall be unlimited except as provided for in the bylaws.

The Membership Committee shall be responsible for maintaining a prospective membership list and for encouraging prospective members as they deem appropriate.

Programs

The standards for the programs which are intended to qualify for CPE will comply with the standards set by the National Association of State Boards of Accountancy.

The Board of Directors shall approve all the programs.

Program Chair shall be responsible for contacting the speaker and securing biographical information. This information will be forwarded to the Newsletter Chair in time to meet the publishing deadline for the newsletter. The information will also be provided to the Marketing Committee for publicity purposes.

The Continuing Education records, including attendance and presentation outlines, shall be maintained by the Program Committee. NASBA guidelines as distributed by ASWA National shall be followed. A minimum of six of the programs should be on relevant and timely professional subjects which comply with standards for CPE.

The quality and content of the programs for Student Night and the Community Relations Dinner are the responsibilities of the respective committees.

Representation at National Meeting

The Chapter shall provide funds to defray costs of representation at the Annual Meeting. The purpose of this account is to encourage Chapter representation and participation in the National policy-setting and decision-making process. The Board of Directors shall set a maximum reimbursement annually. This account shall be used to reimburse expenses of Chapter attendees at the Annual Meeting in the following order: President, President-Elect, elected representatives, and other attendees. It is recommended that the President receive double the annual reimbursement. The representative(s) using the budgeted funds will furnish the Chapter treasurer with receipts for all expenses reimbursed by the Chapter.

Standing Rules Amendments

These standing rules may be amended by a majority vote of the Board of Directors. Before any changes are suggested, the chapter bylaws will be reviewed to make sure that said changes do not conflict with the chapter bylaws.

The Bylaws Committee shall review all standing rules at least annually. Recommended changes, additions or deletions may be made at any time during the year as the Committee deems appropriate. Suggestions from members shall be given prompt attention and members shall be given an explanation if the committee does not concur with their suggestion(s).