

DoD SENIOR PROFESSIONAL WOMEN'S ASSOCIATION

CONSTITUTION

ARTICLE 1. NAME AND PURPOSE

Section 1. The name shall be the DoD Senior Professional Women's Association, also known by the abbreviation SPWA.

Section 2. The purpose of the Association is to promote the personal and professional development of female mid-level and senior civilian and military personnel, thereby furthering the human capital and talent development interests of the Department of Defense (DoD). More specifically the organization sponsors and supports events that:

- a. Provide opportunities to expand professional contacts within DoD, across the Federal Government and externally with the private sector;
- b. Serve as a forum for exchange of ideas across disciplines;
- c. Contribute to personal and professional education and growth; and
- d. Recognize and promote excellence in public service.

ARTICLE 2. FINANCING

Section 1. The Association shall be self-sustaining.

Section 2 Receipts and expenses shall be recorded using accepted accounting practices and reported monthly to the Executive Board. A financial report will be provided to the membership annually.

Section 3. Dues and assessments shall be recommended by the Executive Board and adopted by majority vote of the membership present and voting - votes may take place in person or electronically with 30 days prior notice.

Article 3. MEMBERSHIP

Section 1. Eligibility:

- a. Individuals eligible for membership include:
 - 1) Current and former DoD civilians at the grade of GS-12 or higher; and
 - 2) Military members grade E-7, WO-2, and O-3 and higher.

- 3) Contractors serving DoD in a senior role.

Section 2. Privileges: Members are entitled to:

- a. Mentoring, networking, team-building, and seminar opportunities;
- b. Voting privileges during general membership meetings;
- c. Insignia pin;
- d. Discounted registration fee for special programs/ conferences that are open to non-members; and
- e. Advance notification of meetings and special programs.

ARTICLE 4. ELIGIBILITY, NOMINATIONS, ELECTIONS, AND DUTIES OF OFFICERS

Section 1. Eligibility. All members in good standing are eligible for nomination/election as a SPWA officer.

Section 2. Election of Officers

- a. All members are eligible to vote.
- b. The election of officers shall normally be held biennially in November.
- c. Officers elected must receive plurality of the votes cast.
- d. Elections shall be by ballot and vote count verified by at least two current officers.
- e. Tie votes shall be resolved by the President within 30 days.

Section 3. Special Election Nominations:

- a. All members are eligible to vote.
- b. When an Executive Board vacancy exists or is projected, the Executive Board will canvas the membership for candidates and obtain consent from those nominated to serve.
- c. All members in good standing may nominate themselves for the office by notifying a member of the Executive Board in writing of their desire to serve.
- d. The board will then vote on nominations within 30 days of the vacancy notice of resignation.

Section 4. Officers, Duties, and Responsibilities

- a. The Executive Board shall consist of: President, Vice President, Vice President of Programs, Vice President of Membership, Vice President for Communications, Vice President for Community Outreach, Secretary, Treasurer, and Sergeant at Arms. Their duties include but are not limited to:

- 1) President: preside at general and Executive Board meetings; appoint committee chairs as required; and oversee association management, programs, and activities.
- 2) Vice President: preside in the absence of or at the request of the President; in coordination with the President, oversee association management, programs, and activities; updates the Constitution biennially; as Chair, oversees preparation and conduct of the annual Leadership in Excellence Awards Ceremony Committee; chairs the Constitution Committee; and serves as an alternate point of contact for the PayPal account.
- 3) Vice President for Programs: plan, coordinate, schedule and oversee association programs and events.
- 4) Vice President for Membership: promote and document new membership, manage member data and renewals, and announce new members at SPWA events. Chairs the Membership Committee. Serves as an alternate point of contact for the PayPal account.
- 5) Vice President for Communications: advise the Executive Board regarding message, media and timing of publicity for association programs, projects and events; oversee the association's social media and publicity for events; and serve as an alternate point of contact for the PayPal account.
- 6) Vice President for Community Outreach: Oversee, plan, coordinate, and schedule community outreach events (e.g. training/workshops, clothing or food drives, etc.) on behalf of the Association. Execute at least two community outreach events per year.
- 7) Secretary: keep minutes of general and Executive Board meetings; provide agenda and minutes to the Executive Board prior to and after meetings; maintain association correspondence and historical records; and serves as an alternate point of contact for the Pentagon Federal Credit Union SPWA bank account.
- 8) Treasurer: collect dues, assessments, and program and activity fees; serve as custodian of the Association's funds; make disbursements within the limits of the assets and upon authorization of the general membership or Executive Board; prepare an annual financial statement; furnish reports to the President prior to general membership meetings and as requested for Executive Board meetings; submit books for audit at the close of the calendar year or at the request of the Executive Board; purchases and safeguards board-approved items, i.e., SPWA mugs, membership pins, pens, and flower arrangements. Serves as the primary point of contact for the PayPal account. The Treasurer will also provide information as required for formal auditing and/or reporting.
- 9) Sergeant at Arms: makes physical arrangements and sets out all materials for meetings and events; serves as master host in welcoming members and guests and ensures that any handouts, programs are received; distributes and collects election ballots, tallies votes; controls club property between meetings (banners, signage, table clothes, gifts, etc.); ensures organization is prepared for meetings,

events and activities; and maintains order within the organization at all times.

- b. Officers shall serve for a two-year term commencing January 1st.
- c. The Executive Board shall meet at the discretion of the President. Members are permitted to attend meetings virtually.
- d. Attendance of all Board members at Board meetings is mandatory, although special circumstances will be considered on a case-by-case basis. If a Board member misses more than two (2) regularly scheduled Board meetings within one calendar year, the Board has the right to, determined by majority vote, request that the Board member step down from their position. Vacancies created should be addressed in the same manner as other succession planning requirements detailed in “f.” below.
- e. Secretary will draft for Board’s review a Year in Review to be provided to membership.
- f. In addition to the above responsibilities, the Board is responsible for ensuring that any vacancy of a Board position due to a member leaving prior to the end of their term is filled as soon as possible through a “pop-up” vote.
 - 1) Board’s order of succession in case of vacancies: President, Vice President, Vice President of Programs, Vice President of Membership, Vice President for Communications, Vice President for Community Outreach, Treasury, Secretary, Sergeant at Arms
 - 2) When a Board member announces their intention to leave, the acting President is required to notify the membership that there is a vacancy no later than two weeks after the position is made vacant, and to request membership’s nominations and/or volunteers to fill the vacant position.
 - 3) Nomination period should end within a reasonable period of time, not to exceed one month.
 - 4) The Secretary will create a ballot with candidates’ names and send out to membership for an official vote (unless Secretary is the position that is vacant, in which case the responsibility will fall to the acting Secretary to send the ballot out).
 - 5) Sergeant at Arms will provide the Board with the results of the ballot, and the President (or Acting President) will certify the results.
 - 6) The results will be provided to membership within two weeks by email.
 - 7) The newly elected Board member will commence duties at the next scheduled Board meeting, and will be officially inducted at the next scheduled membership meeting.

ARTICLE 5. GOVERNANCE STRUCTURE IN SUPPORT OF BOARD FUNCTIONS.

Section 1. Committee Structure. SPWA shall establish committee structures comprised of an SPWA Officer & members interested in facilitating the smooth operations of that Officer's roles and responsibilities. Such committees enhance the representation of ideas from the broader membership and afford members the opportunity to be more fully engaged in the development and implementation of SPWA business practices and programs.

Section 2. Eligibility. All SPWA members are eligible for membership on SPWA committees.

Section 3. Expectations.

- a. Where an identified need exists, SPWA Officers will solicit volunteers from the membership to serve on committees. SPWA Officers will host meetings as needed to conduct business and ensure full participation in the SPWA programs.
- b. Volunteers may serve for the duration of an activity or project or as long as they are members in good standing. It is preferable that volunteers have the ability to make a commitment to participate in committees for at least one full year.

ARTICLE 6. EVENTS

Section 1. Events

- a. The Association shall meet at least on a quarterly basis. Special meetings may be called by the President or by a majority of the Executive Board.
- b. Special programs and events may be scheduled more frequently at the discretion of the Executive Board.
- c. The Board may approve the expenditure of Association funds for major programs or community service projects.

ARTICLE 7. THE DoD SPWA EXCELLENCE IN LEADERSHIP AWARD

Section 1. Purpose: The award shall be awarded annually to recognize exemplars of SPWA principles of promoting the personal and professional development of women and excellence in public service.

Section 2. Eligibility: Individuals with an extensive and distinguished record that demonstrate active recruitment and management of women in developmental assignments; who exercise strategic vision in redefining women's roles and expectations; provide advocacy in breaking down barriers and creating opportunities for women; and possess a legacy of service enabling new prospects for achievement of women in the future are eligible to be nominated for the award. Membership in SPWA is not required.

Section 3. Nomination and Selection: Members may submit award nominations in writing to

As of January 2017

the Executive Board. The board subsequently provides recommendation to the President whom serves as the approving authority.

Section 4. Presentation: The award consists of an engraved memento, funded by SPWA to not exceed \$100.

ARTICLE 8. “AD HOC” AWARDS

“Ad hoc” awards may be designed, voted upon, and presented during SPWA events, i.e., the “David S.C. Chu Award for Advocacy.” Members may submit nominations in writing to the Executive Board. The board subsequently provides award recommendation to the President whom serves as the approving authority. Consideration for such awards must include:

Section 1. Purpose:

Section 2. Eligibility:

Section 3. Nomination and Selection:

Section 4. Presentation:

ARTICLE 9. SPWA “GIVE BACK” PROGRAMS

SPWA “Give Back” programs may be designed, voted upon, and presented during SPWA events. Give Back programs include: charitable giving; sustainable giving; and mentorship; other programs will be considered by the Executive Board where appropriate. Members may submit program nominations in writing to the Executive Board. The board subsequently provides recommendation to the President whom serves as the approving authority. Consideration for such programs must include:

Section 1. Purpose/Objectives.

Section 2. Components.

Section 3. Nomination and Selection:

Section 4. Presentation:

ARTICLE 10. AMENDMENTS

Section 1. Any member of the Association may submit amendments to the constitution by submitting them in writing to the President.

Section 2. Any amendments shall become effective upon a quorum approval of the Executive Board.

ARTICLE 11. DISSOLUTION OF THE ASSOCIATION

In the event of dissolution, all remaining financial assets of the Association will be donated by SPWA to a non-profit that membership has approved by vote.

Adopted November 1986

Amended November 1989

Amended November 1990

Amended November 2005

Amended November 2009

Amended July 2013

Amended April 2015

Amended January 2017