

**100+ Women Who Care – Peterborough
Dba 100+ Women Who Care - Monadnock
By Laws
Effective July 11, 2019**

Article One: Name

The name of this association is 100+ Women Who Care – Peterborough, doing business (effective November 26, 2017) as 100+ Women Who Care – Monadnock, an unincorporated nonprofit association. The organization hereafter shall be referred to as 100+ Women Who Care – Monadnock.

Article Two: Purpose

The association was established for the sole purpose of bringing local women in the eastern Monadnock area of the State of New Hampshire together to provide grass-roots financial support directly from the members to local charities serving the towns of Antrim, Bennington, Dublin, Frankestown, Greenfield, Hancock, Harrisville, Jaffrey, Nelson, New Ipswich, Peterborough, Rindge, Sharon, and Temple.

Article Three: Membership

Membership in the organization may be obtained through a commitment in writing to make a \$50 donation directly to the charity selected by the members present at each of the association's quarterly meetings.

An annual optional administrative fee of \$15 is requested from each member. These fees are used to defray association expenses as approved by the association's Steering Committee but are not required for membership.

A member may cancel her membership at any time by giving written notice to the organization. A member who misses two quarterly donations in a one-year period is subject to termination of membership.

All members who are current in their donations have full voting rights when present at the organizations' meetings, or when asked by the Steering Committee to vote by email on issues of governance.

Article Four: Management

The activities and affairs of the organization shall be managed by the Steering Committee, consisting of not fewer than five (5) members.

In addition to general powers, specific duties of the Steering Committee include:

1. Meeting venue and food procurement;
2. Public relations and press releases relative to quarterly meetings;
3. Social media coordination;
4. Volunteer recruitment;
5. Website coordination;
6. Vetting of charities, coordination of selected charities, and delivery of donations to winning charities;
7. Maintenance of data and financial records of all donations, and fee related costs associated with the implementation of the quarterly meetings;
8. Being authorized to sign on behalf of the association, and to file all state and local forms as required by local and state statutes;
9. Leading quarterly meetings, and conducting other planning meetings as required; and
10. Leadership in strategic planning.
11. Other responsibilities as determined.

Article Five: Membership Meetings

Membership meetings are held four times a year. At each meeting three charities are chosen by those members present, as specified in the Operations Manual of the organization, to make presentations to the members. One presenting charity is selected by majority vote of the membership in attendance. The winning charity directly receives the association's membership donations.

Notice of dates, times and locations of the quarterly meetings are provided to the membership via email, publication on the organization's web site, and through other media sources.

Article Six: Conflict of Interest

1. Disclosure and Voting Requirements. Any possible conflict of interest on the part of any Steering Committee member shall be disclosed in writing to the Committee and made a matter of record through an annual procedure. In addition, the Steering Committee member shall disclose any conflict of interest when a specific issue or transaction comes before the Committee. Where the transaction involving a Committee member exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote approving the transaction is required. Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote approving the transaction and publication of a legal notice in the required newspaper is mandatory, together with written notice to the Charitable Trusts Unit. The minutes

of the meeting shall reflect that a disclosure was made; that the interested Committee member and all other members with a pecuniary transaction with the charity during the fiscal year were absent during both the discussion and the voting on the transaction. Every new member of the Committee will be advised of this policy upon entering the duties of her office and shall sign a statement acknowledging understanding of and agreement to this policy.

2. *Other Statutory Requirements.* The Committee will comply with all requirements of New Hampshire law dealing with pecuniary benefit transactions (RSA 7:19-a and RSA 292: 6-a) and all such laws are incorporated in full into and made a part of this bylaw. These requirements include, but are not limited to, an absolute prohibition on any loans to any committee member or, and prohibition of any sale or lease (for a term greater than five years) or conveyance of real estate from or to a Committee member without the prior approval of the probate court. These requirements extend to both direct and indirect financial interests, as defined by the statutes.

Article Seven: Dissolution

The organization may be dissolved by the Steering Committee upon authorization of a majority vote of the members present at a meeting of the membership. After the payment in full of accounts payable, and necessary final expenses, assets shall be distributed, as determined by majority vote by the membership at the time the vote for dissolution is passed, to one or more receiving organizations with exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

Approved and enacted at a meeting of the Steering Committee on _____.