NEW MEMBER ORIENTATION
OUR VISION

To serve as a catalyst for change by drawing on the multifaceted strengths of women to create a more equitable community.
Congratulations and welcome. We are excited to continue our work towards gender equity and economic stability for women in Chester County!

The Commission's work is ever more significant as we face challenges to women’s rights, the gaps between women’s rights and women’s reality, and the impact of the ongoing pandemic and economic fallout that have disproportionally affected women.

The work done today by the current Commission is informed by and is a continuation of past efforts. Since 1993, the Commission has been advocating for all women in our community by acting on the issues they face and by promoting equity and social justice, ever conscious of the intersection of race, class, gender, and orientation.

Today’s Commission brings renewed dynamism in carrying out its mandate and promoting a range of selected women’s issues. We seek to be a community catalyst and partner for positive change and a clearinghouse for efforts underway throughout the County.

There is much to learn as a new Commissioner. Your colleagues stand ready to help you as you begin your new role.

Commission activities include bi-monthly meetings of the full commission, the Executive Committee, and each of its four other committees.

All Commission meetings are open to the public. In addition, to help inform the Commission’s priorities and advocacy, full Commission and committee meetings frequently include invited guests who share their expertise on important topics.
The mission of the Chester County Women’s Commission is to identify and advance diverse needs and interests of the women of Chester County, empower them to reach their personal and professional potential, and act as an advocate for women to the Chester County Board of Commissioners.
The first Women's Commission originated on the presidential campaign trails of John F. Kennedy. He vowed to examine the issues and concerns facing women, established the first National Commission on the Status of Women, and in 1963 appointed Eleanor Roosevelt as the Commission's first chairwoman.

The result of the investigation into women's status revealed a staggering number of laws, regulations, and traditions that actively discriminated against American women. Many states, soon followed the national lead and created state commissions to investigate how the state governments hindered women's full and equal status. Pennsylvania's Commission for Women (PACW) was established in 1975 by Executive Order.

The Chester County Women's Commission was created by the Board of Commissioners on December 13, 1993 by Resolution to ensure women equal economic, social, political, and educational opportunities throughout the county. The Commissioners empowered the Commission to study problems, consult with the Board of Commissioners, prepare information, advise and counsel residents as well as County officials concerning matters related to the status of women.

Areas of advocacy over the years have included at-risk women including justice-involved women, race equity, voting rights, equal pay, domestic violence, and sexual harassment. Collaboration has been key and has been critical to the success of the commission over the years.
Pursuant to the Resolution, the purpose of the Women’s Commission shall include, but not be limited to, the following:

- To promote opportunities for the inclusion of women as full and equal participants in all facets of life in Chester County.
- To identify the needs of the women of Chester County and support them as we strive to advocate, empower, and connect them to appropriate opportunities.
- To promote and encourage the participation of women in leadership positions in Chester County.
- To initiate or support projects that provide opportunities for women to uncover and develop their potential.
- To act in an advisory capacity to the Board of Commissioners of Chester County and to educate the Board and the Chester County community regarding women’s status, needs, and rights.
- To support Chester County women by identifying services and resources available to them by developing relationships with relevant Chester County organizations that primarily promote and support women’s causes and initiatives in Chester County.
MEMBERSHIP

- No more than 21 members appointed by the Board of Commissioners
- Required to reside or work in Chester County
- Three (3) year term, with limit of 2 consecutive terms

MEETINGS

- Bi-monthly full Commission meetings the 2nd Monday of the month at 6 p.m. - virtual option is available
- One (1) organizational meeting per year
- We are governed by Robert's Rules of Order
- Absence from three (3) consecutive meetings or five (5) monthly meetings "letter of notice" will be issued

COMMITTEES

- Nominating
- Communications
- Diversity, Equity, & Inclusion
- ChescoActs
- Committees meet in interval months
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ARTICLE I. Name

Section 1.1 Name
The name of this organization shall be the Chester County Women's Commission, hereinafter referred to as the Commission or CCWC.

ARTICLE II. Purpose

Section 2.1 Establishment
The Chester County Women's Commission was established by Resolution of the Commissioners of Chester County on December 13, 1993 (the "Resolution").

Section 2.2 Mission
The mission of the Chester County Women's Commission is to identify and advance diverse needs and interests of the women of Chester County, empower them to reach their personal and professional potential, and act as an advocate for women to the Chester County Board of Commissioners.

Section 2.3 Vision
To serve as a catalyst for change by drawing on the multifaceted strengths of women to create a more equitable community.

Section 2.4 Objectives
Pursuant to the Resolution, the purpose of this organization shall include, but not be limited to, the following:

- To promote opportunities for the inclusion of women as full and equal participants in all facets of life in Chester County.
- To identify the needs of the women of Chester County and support them as we strive to advocate, empower, and connect them to appropriate opportunities.
- To promote and encourage the participation of women in leadership positions in Chester County.
- To initiate or support projects that provide opportunities for women to uncover and develop their potential.
- To act in an advisory capacity to the Board of Commissioners of Chester County and to educate the Board and the Chester County community regarding women's status, needs, and rights.
- To support Chester County women by identifying services and resources available to them by developing relationships with relevant Chester County organizations that primarily promote and support women’s causes and initiatives in Chester County.
ARTICLE III. Membership

Section 3.1 Commission Membership
The Commission shall be comprised of no more than twenty-one (21) members appointed by the Board of Commissioners of Chester County, Pennsylvania. Members are required to be residents of or work in Chester County. The CCWC shall be encouraged to seek members who possess a special understanding and knowledge of issues relating to women. The CCWC shall seek, whenever possible, members who represent social, geographical, or culturally diverse constituencies.

Notwithstanding the forgoing, no person who currently holds public office in the Commonwealth of Pennsylvania is eligible for membership on the Commission.

Section 3.2 Membership Term
Members shall be appointed for a term of three (3) years. No person may be appointed to the CCWC for more than two (2) consecutive 3-year terms. After completing two (2) consecutive 3-year terms, a CCWC member shall be ineligible for re-appointment for at least one year.

Section 3.3 Recommendation Process for New Members
Membership recommendations shall be made by the Commission (see role of Nominating Committee in Section 8.1.B). The names of proposed new members will be forwarded to the Chester County Commissioners by the CCWC President or Vice President for their approval and appointment.

ARTICLE IV. Meetings

Section 4.1 Regular Meetings
The regular meetings of the CCWC shall be scheduled at a time and place to be determined by the CCWC.

Section 4.2 Organizational Meeting
At least one meeting per year shall serve as the organizational meeting of the CCWC.

Section 4.3 Attendance
Attendance to all meetings is expected. If a member is absent from three (3) consecutive CCWC meetings, or five (5) monthly meetings in a fiscal year, the Secretary of CCWC shall issue a letter of notice.

Section 4.4 Special Meetings
Special meetings of the CCWC may be called by the CCWC President as needed. In such instances, the President shall notify all members no less than 24 hours in advance by the normal method of communication used to notify members of regular meetings of the Commission.

Section 4.5 Conduct of Meetings
The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the CCWC in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and special rules of order that the Commission may adopt.
ARTICLE V.  Voting, Quorum, and Action by the CCWC

Section 5.1  Voting
At all CCWC meetings, each member shall have one (1) vote.

Section 5.2  Quorum
A quorum shall consist of 50% plus one member of the current CCWC membership; the acts of the members present at a meeting at which a quorum is present shall be the acts of the CCWC. In the absence of a quorum, there will be no formal action taken at that meeting. Votes may be taken via a roll call of attendees if an emergency meeting is convened by teleconference.

Section 5.3  Actions on Regular Business
Votes on motions made for regular business, except as noted in Section 5.4, require a quorum and an affirmative majority of the members present at the meeting.

Section 5.4  Special Action by Members
A quorum and an affirmative vote of two thirds (2/3) of the members present shall be necessary in order for the Commission to take any of the following actions:
A. Amendment of Bylaws;
B. Removal of existing members;
C. Removal of any Officer; or
D. Approval of the annual budget.

ARTICLE VI.  Executive Board

Section 6.1  Composition
The Executive Board shall consist of the Officers: President, Vice President, Secretary, and Treasurer. If necessary, the duties of President may be shared with a Co-President, with majority Board approval.

Section 6.2  Duties
• Act as liaison between the Board of Commissioners of Chester County and the CCWC.
• Develop an agenda for each CCWC meeting.
• Develop a yearly budget that is discussed and approved at a CCWC meeting.
• Designate, by resolution, special committees and/or task forces as necessary and appropriate.
• Set a yearly meeting schedule for the CCWC which may include special events, such as social meetings and/or planning retreat.
• Be empowered to act on behalf of the CCWC in the event such action is necessary between meetings of the CCWC, except as detailed in Section 5.3.

Section 6.3  Meetings
The Executive Board shall meet monthly at a time and place to be decided upon by the members of the Executive Board.

ARTICLE VII.  Duties of the Officers

Section 7.1  Duties of the President
• Preside at all meetings and act as spokesperson with the County Commissioners and the media in the administration of the CCWC.
• Be the President of the Executive Board.
• Perform such duties as may from time to time be assigned by the CCWC.
• Appoint members to the standing committees as needed.

Section 7.2 Duties of the Vice President
• Shall have such powers and duties as may be assigned by the CCWC.
• In the absence of the President, the Vice President shall have the powers and execute the duties of the President.

Section 7.3 Duties of the Secretary
• Record and distribute the minutes of the meetings of the CCWC including record of all votes of the Commission.
• Reserve meeting rooms as necessary.
• Call to order the meeting in the absence of the President and Vice President.
• Preside until the President position is filled in accordance with Section 10.1 "Executive Board Vacancies".
• Other duties as may be assigned by the CCWC or President.

Section 7.4 Duties of the Treasurer
• Maintain complete and accurate records of receipts and disbursements of the CCWC, including statements, financial records, tax reporting, etc.
• Oversee all monetary activities of the CCWC.
• Create and distribute a Treasurer's Report at monthly meetings.
• Ensure adequate insurance for the CCWC.
• Schedule an independent audit at the conclusion of a Treasurer's term.
• Other duties as may be assigned by the CCWC or President.

ARTICLE VIII. Committees

Section 8.1 CCWC Nominating Committee
A. Membership
The Nominating Committee shall be comprised of 3 members, inclusive of a Chairperson. The Chairperson of the Nominating Committee shall be elected by the CCWC members as per Article IX herein. The remaining two (2) members may be filled either voluntarily, or, if necessary, by appointment of the CCWC President. Current Officers may not serve on the Nominating Committee.

B. Duties
• Review applications from prospective Commission members and present suitable candidates to the Commission for discussion and agreement of proposing the candidate to the Chester County Commissioners (as per Section 3.3).
• Periodically review the Commission membership in terms of diversity (eg, geographic representation, ethnicity, skillset) and highlight gaps. Recommend recruiting strategies to fill any identified gaps.
• Oversee the Annual Elections by establishing a complete slate for the annual election including confirmation of willingness of the candidates to potentially serve. Tally the results of the election and announce the results. Note: Members of the Nominating Committee who are on the ballot may not participate in the tally. Under such circumstances, the CCWC President shall name sufficient members to reach three (3) members to conduct the vote tally.

Section 8.2 Other Committees
Other committees or ad-hoc task forces may be established and terminated by the Executive Board as needed to effectively meet the mission and objectives of the Commission. The membership of these committees will be filled on a voluntary basis from the CCWC or appointed
by the CCWC President. Examples of such committees may include, but not be limited to, Communications, Social Media, Legislative, or planning for a CCWC-sponsored event

ARTICLE IX. Nominations and Election

Section 9.1 Election of Officers and Nominating Committee Chairperson
The Officers shall consist of President, Vice President, Secretary, and Treasurer. The President must have served on the Commission for no less than one year prior to election to this office. Additionally, a member to serve as the Nominating Committee Chairperson is selected through the election process.

Section 9.2 Membership Slate, Voting, and Installation
- The slate for the election of officers and Nominating Committee Chairperson shall be presented by the Nominating Committee to the CCWC not later than at its September meeting. Additional nominations may be made from the floor during this meeting and prior to the election.
- The Commission members shall vote on the recommended slate at the meeting following the presentation of the election slate (eg, November).
- The new Executive Board members and the Nominating Committee Chairperson shall assume their duties not later at the first meeting of the next fiscal year (January).

Section 9.3 Terms
- President, Vice President, Secretary, and Nominating Committee Chairperson shall be elected for a one (1) year term by written ballot or alternate means approved by a majority of the members present.
- Due to the need for continuity with the financial accounts, the Treasurer shall be elected for two (2) years by written ballot or alternate means approved by a majority of the members present.
- No elected position shall be eligible to serve more than two (2) consecutive terms in the same office.

ARTICLE X. Vacancies

Section 10.1 Executive Board Vacancies
A vacancy in the office of President arising from any cause shall be filled by the Vice President. If the Vice President is unable to serve and for any other Officer vacancies arising from any cause, the un-expired term shall be filled by a member designated by the Nominating Committee for approval by vote of the CCWC.

Section 10.2 Resignation of Members
Any member of the CCWC may resign at any time by giving written notice to the Secretary of the Commission. Such resignation shall take effect on the date of the receipt of such notice, or at any time specified therein.

Section 10.3 Removal of Members
Members of the CCWC may take action, as set forth in these Bylaws, to remove a member for just cause. Any CCWC member can make a motion for removal of a member for a just cause (see Section 5.3). For purpose of this Section 10.3, "just cause" shall include, but is not limited to:
- Conduct of CCWC member that adversely reflects upon the CCWC and/or that serves as an impediment to the purposes of the CCWC.
- Failure to attend three (3) consecutive Commission meetings or five (5) monthly meetings during a calendar year. If a member has exigent circumstances, eg, a medical or family emergency, the member may send a written request to the President seeking a
short-term waiver of this provision to permit attendance at no less than four (4) monthly meetings for that calendar year. Such a waiver must be approved by the CCWC members.

- Failure to materially adhere to CCWC policies and procedures.
- At the discretion of the Chester County Commissioners.

Section 10.4 Filling Membership Vacancies
Any position on the CCWC left vacant by the resignation, removal, or death of a member may be filled by following the procedures outlined in Section 3.3 and Section 8.1 of these Bylaws.

ARTICLE XI. Fiscal Year

Section 11.1 Fiscal Year
The fiscal year of the CCWC shall coincide with the fiscal year of Chester County, January to December.

ARTICLE XII. Amendment of Bylaws

Section 12.1 Amendment of the Bylaws
The Bylaws may be amended by a vote when a quorum is present and there is an affirmative vote by two thirds (2/3) of the CCWC members present. Proposed amendments to the Bylaws (i) may be submitted by any member and (ii) must be submitted to all members of the CCWC by regular mail, electronic mail, or personally at least ten (10) days prior to the meeting at which the Bylaw amendment will be presented for approval. To be effective under these Bylaws, the proposed Bylaw submission to the members must state the time, date, and location of the meeting and the intent of the proposer to request approval of the amendment by the CCWC members.

ARTICLE XIII. Adoption

Section 13.1 Adoption of the Bylaws
These Bylaws have been duly adopted on April 15, 2019.

Amended: June 19, 1996
Amended: June 18, 1997
Amended: June 18, 2001
Amended: September, 18, 2003
Amended: May 20, 2004
Amended: April 9, 2007
Amended: November 10, 2014
Amended: March 12, 2018
Amended: April 15, 2019
Amended: March 14, 2022
Section 1: Public Statements

1.1 Public Statements
The President and a designated liaison from the Communications Committee (if established) are authorized to speak in the name of the Commission. However, media opportunities and speaking engagements on designated subjects may be shared with Commission Executive Board members. If directly contacted by the news media, a Commission member should call the President before making public comment. If a given statement is already in print as an official Commission position on an issue, a Commission member should feel free to restate it as such. ANY OTHER STATEMENT ON AN ISSUE SHOULD BE IDENTIFIED AS A PERSONAL OPINION.

Section 2: Representation and Communication

2.1 Procedure for Absent Members to Express Opinions
Commission members who are unable to attend a meeting at which an issue is being discussed may voice their opinion by sending a written statement either to the President of the CCWC or relevant committee member, expressing the absent member's opinion.

2.2 Social Media Guidelines
Integrity is our most important commodity. Avoid writing or posting anything that would embarrass, jeopardize the interests, reflect unfavorably and/or harm the reputation of the CCWC. Assume that your professional life and your personal life will merge online regardless of your care in separating them.

Section 3: Request for Endorsements, Memberships

3.1 Outside Organization Request for Support
Any request for support from an outside organization or source must be submitted in writing to the President for review and recommendation for Commission action.

- Joint projects with other organizations shall be evaluated on a case-by-case basis.
- To be considered, requests for joint projects must include the following types of information:
  - How the activity supports the goals/purposes of the Commission.
  - Whether there is a cost to the Commission.
  - What other groups, if any, would be involved.
  - Time schedule.
  - Input required for the Commission/Committee.
- When time is a relevant factor in a request, an email or survey shall be taken of the CCWC and reported at its next meeting.

3.2 Partnering with Organizations
The members of the CCWC must approve any partnership with an organization in advance. Any organization with which the CCWC agrees to partner must have a mission that is compatible with or complimentary to the mission of CCWC as stated in these Bylaws.

Section 4: Policy Modification Procedure

4.1 Policy Modification Procedure
Proposals for policy change should be submitted to the Commission in writing, at least two (2) weeks prior to the meeting at which they will be considered.
### Section 5: Conflict of Interest Policy

**Adopted: April 12, 2021**

#### 5.1 Introduction

The Chester County Women’s Commission (CCWC) is a publicly supported commission serving Chester County. CCWC operates within the public trust and strives to maintain the highest code of conduct in all of its operations.

CCWC recognizes that it can best accomplish its mission when members represent the diverse interests, organizations, occupations, and expertise of the community. Thus, CCWC recognizes that members will from time to time face possible conflicts of interest or situations in which the appearance of conflict of interest could be detrimental to CCWC and to the communities it serves. CCWC adopts this code of conduct in recognition of its responsibility to the public trust, in recognition of the importance of fairness and objectivity in its conduct of business, as a means of assuring that every decision is made in the interest of the CCWC and the communities it serves, and as a means of publicly codifying its expectations of members.

This code of conduct applies to all persons holding positions of responsibility and trust on behalf of CCWC. This code of conduct shall be provided to each member at the time that she is asked to serve CCWC.

#### 5.2 General Policies and Expectations

Members of CCWC are expected to commit themselves to ethical and professional conduct. This includes the proper use of authority and appropriate decorum.

It is the policy of CCWC that no member shall derive any personal profit or gain, directly or indirectly, by reason of her service to CCWC.

#### 5.3 Financial Support for Partner Organizations

Members of CCWC are encouraged to play active roles in their communities by serving as board members or otherwise being involved with a wide spectrum of nonprofit organizations. This means that, from time to time, potential conflicts of interest or the appearance of such conflicts will inevitably arise. It is CCWC’s policy to deal with such conflicts in a way that is as open and appropriate as possible.

Conflicting involvements include but are not limited to the following: CCWC members serving as board or staff members of partner organizations, immediate family members of CCWC members serving as board or staff members of partner organizations, CCWC members or their immediate family members being employed by or doing business with partner organizations.

In case of such conflicts or the appearance thereof, CCWC members are expected to disclose the conflict before making any related financial sponsorship decisions. Disclosures may be made in advance of a discussion directly to the President or members may disclose the conflict when it arises in a meeting.

Once such a disclosure has been made, the remaining CCWC members will determine whether or not there is a potential conflict of interest. Should it be so considered, the CCWC member involved shall abstain from voting and shall not participate in the discussion of the partner organization other than to answer specific questions that may be raised by other CCWC members.

The final decision about the financial award will be made as the last order of business in the meeting. Before CCWC members make the final determination, the member with the conflicting involvement will withdraw from the meeting so the matter may be discussed and acted upon in her absence.

In cases where CCWC decides to award a financial donation to an organization and one or more of CCWC’s members has abstained from voting as the result of a conflict or the appearance thereof, such sponsorships and CCWC members shall be identified in a disclosure shared with the County Commissioners in its annual report.

In the event that a member does not disclose a conflict of interest that exists, the Executive Committee will convene to determine the best course of action to address the conflict.
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