

**BYLAWS (Operation Directive, not State of Florida By-laws, for governance.)
of
THE ORLANDO DIOCESAN COUNCIL OF CATHOLIC WOMEN**

ARTICLE I. NAME

This Organization shall be known as the Orlando Diocesan Council of Catholic Women (ODCCW) and affiliated with the National Council of Catholic Women (NCCW).

ARTICLE II. OBJECTIVES

Section 1. To unite Catholic Women's organizations in the Diocese of Orlando in purpose, direction and action in spiritual, educational, and social fields and to support objectives which are appropriate to the times.

Section 2. To further spiritual and material endeavors at the recommendation of the ODCCW Board of Directors with the approval of the Bishop.

ARTICLE III. AUTONOMY OF ORGANIZATION

The ODCCW shall not in any way compromise the autonomy of its affiliated organizations.

ARTICLE IV. MEMBERSHIP

All Catholic women's organizations recognized by the Orlando Diocese shall be eligible for membership.

ARTICLE V. GOVERNMENT

Section 1. The ODCCW shall be governed by its Board of Directors which shall have jurisdiction over all matters relating to the ODCCW.

Section 2. The ODCCW Officers:

- a. The elected officers shall be President, Executive Officer, Treasurer, and Recording Secretary.
- b. The Deanery Presidents who are elected by their respective Deaneries will be the ODCCW Vice-Presidents.
- c. The President shall appoint the Corresponding Secretary and Parliamentarian from the current or newly elected ODCCW Board Members, with the approval of the Diocesan Spiritual Advisor.
- d. The list of nominees shall be presented to the ODCCW Board of Directors by the Nominating Committee Chair at the Board meeting of the convention.

Section 3. The Board of Directors shall consist of all elected and appointed officers, the ODCCW Spiritual Advisor, the Deanery Spiritual Advisors, ODCCW Board Members elected by their respective deaneries, past ODCCW Presidents, any currently serving Florida Council of Catholic Women (FCCW) officer or chairman, and any member currently serving as a National Council of Catholic Women (NCCW) officer, chairman, Nominating Committee member or Leadership trainer. The elected and appointed officers shall be from the current or newly elected ODCCW Board Members.

Section 4. The ODCCW Executive Board shall consist of all elected officers, President, Executive Officer, Vice Presidents, Recording Secretary, Treasurer and the ODCCW Spiritual Advisor. Said Executive Board is hereby authorized to confer by electronic means only when all reasonable efforts to contact all board members have been exhausted and no majority vote has been obtained.

Section 5. Any diocesan representative to the ODCCW Board who resigns or misses two (2) consecutive ODCCW Board meetings, without due reason, shall be replaced. The ODCCW President shall appoint her successor, with the approval of the ODCCW Spiritual Advisor, and notification sent to the respective Deanery President. If the member in question is a Diocesan Board Representative, said appointee shall be from the same deanery as the replaced ODCCW Board Member. Members appointed to fill vacancies shall be ratified at the first regular ODCCW Board Meeting following appointment.

Section 6. One representative from each of the following organizations of NCCW may be members of the ODCCW Board with voice, but no vote: the Associates of NCCW, the Catholic Daughters of the Americas, the Military Council of Catholic Women, and the Association of Ladies of Charity of the United States.

Section 7. Past Presidents of Dioceses other than the Orlando Diocese, shall be considered members of the ODCCW Board with voice but no vote.

Section 8. All ODCCW Board members, with the exception of those listed in Article V Section 6 and 7 shall be entitled to vote at all meetings of the Board of Directors and at the Convention.

Section 10. The ODCCW Board of Directors shall establish Standing Rules for the ODCCW.

ARTICLE VI. NOMINATIONS, ELECTIONS, AND TERM OF OFFICE

Section 1. Deanery Nominations/Procedures:

- a. Nomination forms for ODCCW Board Members shall be sent by the ODCCW President to each Affiliation President by December 1 of the odd year, prior to the election for ODCCW Board Members in the even year. The completed forms shall be sent to the current respective Deanery President no later than fifteen (15) days prior to the Spring Deanery Board Meeting of the even year.

- b. At the Spring Deanery Board Meeting of the election year (even year), each Deanery shall elect three (3) ODCCW Board Members for a two (2) year term. No member shall be eligible for more than two (2) consecutive elected or appointed terms unless elected or appointed as an ODCCW Officer.
- c. The two (2) year term of office as Deanery President is served on the ODCCW Board as an officer (ODCCW Vice President) per Article V, Section 2c. She shall be eligible to serve two (2) additional two-year terms as an ODCCW Board Member provided she is elected by her deanery per Article VI Section 2.

Section 2. Qualifications for ODCCW Board Members:

- a. Each affiliation that has paid dues to ODCCW for the current year may submit the name of one (1) candidate for election to the ODCCW Board.
- b. Said nominee must be a practicing Catholic, in a parish recognized by the Orlando Dioceses, be willing and able to serve, and to have served on the Deanery Board for two (2) years.
- c. She must accept a Commission/Committee or an assignment on the ODCCW Board or be replaced, with the exception of the current Deanery Presidents, and past ODCCW Presidents.

Section 3. Ratification of the newly elected ODCCW Board Members shall be conducted at the final business session of the convention.

Section 4. ODCCW Nominations/Procedures:

- a. At the ODCCW Fall Board Meeting following the election of the ODCCW President, the President shall appoint a Nominating Committee which shall consist of a past ODCCW President as Chairman, one member from each deanery, and the ODCCW Spiritual Advisor.
- b. This committee shall nominate, from past ODCCW Presidents, those who will run for FCCW office when appropriate.
- c. After all deanery Spring Board meetings have been held, this committee shall nominate from qualified ODCCW Board Members, per Article VI Section 2b, those who will run for ODCCW offices, with the exception of those nominated for the office of Treasurer. Candidates for the office of Treasurer may be any Council member, regardless of service on their Deanery Board, who has submitted a resume to the Nominating Committee and is qualified to fulfill the duties outlined in Article VII Section 6.
- d. The list of nominees shall be presented to the ODCCW Board of Directors at the Board meeting of the convention.

- e. The ODCCW affiliations shall have written notification, from the Nominating Committee Chairman, of the candidates for FCCW and ODCCW Officer(s) by April 1.
- f. The nominees shall be presented to the ODCCW Convention Delegates at the first business meeting of the convention.
- g. Nominations may be made from the floor of the ODCCW convention but must have the written approval of the ODCCW Spiritual Advisor before being presented. Elections will be held according to ODCCW Convention Election Rules printed in the convention program.

Section 5. Term of Office

- a. The term of office shall be two (2) years. No elected or appointed officer may succeed herself in the same office and anyone who has been appointed to complete a term of office is eligible to be a candidate for the same position in the next election.
- b. ODCCW officers elected at convention, in even years, shall be installed and assume office at the close of convention with the exception of the Treasurer.
- c. In the event that a Board member is unwilling or unable to perform her duties, the President shall offer assistance. If the Board member refuses help, the President shall poll the Board members for permission to replace her.
- d. In the event of a vacancy in an officer's position it will be filled by a vote of the Board of Directors at its next meeting. The replacement will meet the qualifications as specified in Article VI, Section 4c.

Section 6. To be eligible for the office of ODCCW President, one must have served at least two (2) years on the ODCCW Board.

Section 7. FCCW Nominations/Procedures:

- a. At the proper time of rotation for FCCW Officers, all past ODCCW Presidents shall be eligible for nomination.
- b. Each past ODCCW President shall receive a nomination form from the ODCCW Nominating Committee Chairman. The forms shall be submitted for review by the Nominating Committee at a called meeting.
- c. These nominees shall be presented at the Annual ODCCW Convention and elected by the ODCCW voting delegates. The FCCW Officers are President/Province Director, Vice-President, President/Province Director-Elect, Secretary, and Treasurer. In conformity with the FCCW Bylaws, it shall be understood that the FCCW President/Province Director-Elect, after serving her term, automatically becomes the next FCCW President/Province Director.

ARTICLE VII. DUTIES OF ODCCW OFFICERS

Section 1. The President shall preside at all meetings of the ODCCW Board of Directors and shall be an ex-officio member of all committees except the Nominating Committee. She shall be a voting delegate at the NCCW Annual Convention. She shall submit written reports to the ODCCW Board of Directors and shall perform all additional duties as required by the office.

Section 2. The Executive Officer shall preside in the absence of the President and represent the President when necessary. She shall be a voting delegate to the NCCW Annual Convention. She shall succeed to the office of President in the inability of the President to continue in office. She shall coordinate Commissions and recommend to the ODCCW Board any changes/updates to the ODCCW Manual.

Section 3. The Vice-Presidents are the Deanery Presidents of the Central, Eastern, Northern, Southern, and Western Deaneries. They shall attend all ODCCW Board Meetings and report on the activities of their respective Deaneries.

Section 4. The Recording Secretary shall keep minutes of all meetings. She shall send said minutes to the ODCCW President within ten (10) days following each meeting and to the other ODCCW Board Members within thirty (30) days following each meeting.

Section 5. The Corresponding Secretary shall conduct all correspondence requested by the ODCCW President. She shall keep a current list of all Affiliation Presidents, Officers, Pastors, Spiritual Advisors, Commission Chairmen, and Members of the ODCCW Board.

Section 6. Treasurer

- a. The ODCCW Treasurer will be given the ODCCW computer on or about July 1st of her elected term. She will use this computer for all transactions of ODCCW. The Treasurer will be using QuickBooks to compile accounting information. She will have to enter all the Deanery financial information for 990 reporting by ODCCW. All information will be given to CPA firm absolutely no later than August 30 of each year to file the yearly 990 which is due on November 15th of each year. The Treasurer shall collect all dues and pay all bills in a timely manner with the approval of the ODCCW President. All payment transactions will have an expense sheet on file in a timely manner for any checks or debit transactions made. She shall submit the hard copies of financial information to the auditor for audit by July 30 of each year. Treasurer will be able to use QuickBooks. (Outgoing Treasurer will share her knowledge with incoming Treasurer). She shall compile charitable contribution reports and in-kind donation reports from all deaneries to be presented at the annual ODCCW Convention.
- b. The Treasurer will be responsible for updating the State of Florida annual report yearly – in the odd year any time after January 1 and in the even year after election at convention.

Section 7. Parliamentarian

- a. The Parliamentarian shall advise the ODCCW President on those rules which govern parliamentary procedure.
- b. She shall be responsible for the Rules of the Convention.
- c. She shall make recommendations to the ODCCW Board regarding amendments to the Bylaws and Standing Rules.
- d. She shall present proposed Bylaws amendments to the voting delegates at the annual convention.

ARTICLE VIII. ODCCW CONVENTION

The ODCCW Treasurer shall submit a written convention financial report to the ODCCW Board of Directors at the June Board Meeting following the Convention.

ARTICLE IX. DUES

Section 1. Affiliation annual dues for membership in the NCCW shall be mandated by the NCCW Board of Directors.

Section 2. The annual dues for Affiliation membership in the ODCCW shall be determined by the ODCCW Executive Board, and will be as stated in the Standing Rules, and shall be paid by November 30 of each year.

Section 3. The ODCCW dues from affiliated organizations shall be sent to the Deanery Treasurer, with checks made payable to the ODCCW.

Section 4. The fiscal year of the ODCCW shall begin July 1.

Section 5. All new organizations affiliating with ODCCW shall have their first-year dues and ODCCW dues waived; ODCCW will pay their NCCW dues for the first year.

ARTICLE X. ODCCW MEETINGS

Section 1. The ODCCW shall meet annually at the ODCCW convention for the transaction of business.

Section 2. The ODCCW Board shall meet four (4) times a year; September, January, June and the annual convention.

Section 3. Meetings of the ODCCW Board may be conducted, under exceptional circumstances, by electronic means (i.e. Zoom, Free Conference Call, etc.) provided members can hear and

speak to each other. Quorum will be determined by the Recording Secretary or by roll call.

Section 4. The meetings of the ODCCW Executive Board shall be subject to the call of the ODCCW President.

Section 5. A quorum for the transaction of business at the Annual ODCCW Convention shall consist of a majority of the voting delegates of the ODCCW Affiliations, Deaneries, and Diocesan Board Members.

Section 6. A quorum at any meeting of the ODCCW Board shall be 2/3 (two-thirds) of the ODCCW Voting Board Members that are present.

Section 7. Written ballot may be used at the discretion of the President or called by a member of the Board.

ARTICLE XI. REPRESENTATION AT ODCCW CONVENTION

Section 1. The members of the ODCCW Board, Affiliation Presidents, and Affiliation Deanery Board Members who are on the Deanery Board at the time of the Spring Deanery Board Meeting shall be official voting delegates at the ODCCW Convention.

Section 2. Each affiliation is entitled to two (2) votes at the convention, the Affiliation President and the Deanery Board Member. Should an affiliation have only one (1) representative on the Deanery Board (e.g. affiliation president) a bona fide member of the affiliation may be selected or elected as a second voting delegate and have certification as in Section 3. Both delegates must be registered and in attendance full time at convention in order to vote.

Section 3. The Affiliation President and/or Deanery Board Member may send a qualified member of the affiliation to represent her at the ODCCW Convention. Certification of the representative requires the completion of the Alternative Delegate Vote Form, which must be submitted to the Convention Registration Chairman who shall forward said certification to the Elections Chairman prior to the opening session.

Section 4. Absentee Ballots

- a. An ODCCW Board Member, having voice and vote, but unable to attend an ODCCW Convention, shall be entitled to vote via an absentee ballot.
- b. A full-time registered delegate, in attendance at the convention, will be allowed to vote an absentee ballot only in case of an emergency. A bona-fide member from the same affiliation may be authorized by the Affiliation President, in writing, to vote in her absence.
- c. Absentee ballots must be returned to the custody of the Chairman of Elections at least one (1) hour before the polls are opened.

- d. No electronic voting by email will be allowed at anytime except for ODCCW Board Members.

ARTICLE XII. COMMISSIONS AND SPECIAL COMMITTEES

The objectives of the Commissions and Special Committees will be to carry out the purpose of the NCCW. They shall be established by the ODCCW Board of Directors with the guidance of the NCCW Mission Statement.

ARTICLE XIII. AUDITOR

The Auditor shall be appointed by the ODCCW President with the approval of the ODCCW Board of Directors.

ARTICLE XIV. AMENDMENTS

Section 1. The Bylaws may be amended at any Annual ODCCW Convention by a two-thirds (2/3) vote of the delegates present.

Section 2. The Standing Rules may be amended by a majority vote of ODCCW Board members at any Board Meeting, without prior notice.

ARTICLE XV. PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall be the authority for parliamentary procedure when not in conflict with the ODCCW Bylaws and any other special rules of order adopted by the ODCCW.

4-30-06 Revisions Adopted
4-26-09 Revisions Adopted
4-30-11 Revisions Adopted
4-30-12 Revisions Adopted
4-27-14 Revisions Adopted
4-26-15 Revisions Adopted
4-25-16 Revisions Adopted
4-28-19 Revisions Adopted
5-02-21 Revisions Adopted
4-23-22 Revisions Adopted
4-23-23 Revisions Adopted