

Article II

Governance

The Board of Directors

Among its functions, the board:

- Establishes policies
- Approves long range plans developed in collaboration with the Executive Director
- Approves annual budget prepared by the Executive Director and recommended by the Finance Committee
- Elects officers of the Board
- Hires, annually evaluates, and terminates the Executive Director
- Annually reviews changes to the by-laws and proposes them to the members for approval.

Article IV

Board of Directors

The Board of Directors of the Communicators for Women Religious shall consist of not fewer than eleven (11) and not more than fifteen (15) Directors.

Directors shall be Individual CWR members elected at the business meeting of the annual conference or, as needed, during the calendar year by an on-line voting process. Non-members shall be nominated by the Board and affirmed by the members.

No fewer than nine (9) Directors shall be Individual CWR members. The Board has the option to nominate from one (1) to three (3) Directors who are not members of CWR.

CWR Individual members considered for the Board shall be members in good standing and shall be active in the projects and concerns of CWR.

Non-members considered for the Board shall be chosen for expertise/counsel that can assist the Board in advancing the mission of CWR.

A liaison from the Leadership Conference of Women Religious and National Religious Vocations Conference may attend at least one Board meeting each year at which policies and long-range plans are discussed.

Election

Board candidates may self-nominate or be nominated by any member of the Communicators for Women Religious. CWR members will elect Directors at the annual

meeting or, as needed, during the calendar year by an on-line voting process. Individual members may also vote for candidates for the Board of directors via absentee ballot in accordance with the CWR absentee voting policy.

The Board will nominate non-CWR members for the Board and submit the nomination for affirmation by the members. The CWR Board is responsible for the election process.

Term of Office

The first term for a CWR member Director shall be three (3) years. The first term for a non-CWR member Director shall be two (2) years. Directors may serve for additional terms of one, two or three years. In no case shall any Director serve for more than six (6) consecutive years.

Absenteeism Policy

All Board members are expected to attend each CWR meeting.

If a Director has a valid reason for absence, that member shall contact the Chair prior to the meeting date. If a member has missed two meetings, the Chair, in collaboration with the Board, may dismiss the Director who has incurred the absences.

Vacancy

Vacancy on the Board shall be filled by Board appointment for the balance of the term of the member.

Meetings

The Communicators for Women Religious Board shall meet in person at least twice a year. The time and place of the meeting shall be designated by the Chair or by resolution of the Board.

Special meetings of the Board may be called by the Chair or at the request of at least one third of the Board members. Any such request shall state the purpose for which the meeting is being called.

The ordinary mode of operation of CWR and the Board is to make decisions by consensus. When that is not necessary or possible, Robert's Rules of Order (revised edition) shall be the governing authority in the transaction of business, unless it is in conflict with the by-laws of the association.

Officers

The officers of the Board, also called the Executive Committee, shall consist of a Chair, Vice Chair and Treasurer.

Chair

At a designated meeting, the Chair shall be selected by Communicators for Women Religious Directors from among themselves. The Chair assumes responsibility at the January meeting following her/his election.

The term of office shall be one year, with the option of serving additional years, with the approval of the Board.

The Chair, with other members of the executive committee, shall be responsible for:

- Working with the Executive director to prepare an agenda and conduct the meetings of the Board
- Carrying out the directives of the Board
- Discharging other duties as may be assigned by the Board.

Vice-Chairperson

At a designated meeting, the Vice-Chair shall be selected by Communicators for Women Religious Directors from among themselves. The Vice-Chair assumes responsibility at the January meeting following her/his election.

The term of office shall be one year, with the option of serving additional years, with the approval of the Board.

In the absence or resignation of the Chair, the Vice-Chair shall exercise the duties assigned to the Chair. The Vice-Chair will also serve on the executive committee.

Treasurer

At a designated meeting, the Treasurer shall be selected by Communicators for Women Religious Board Directors from among themselves. The Treasurer assumes responsibility at the January meeting following her/his election.

The term of office shall be one year, with the option of serving additional years, with the approval of the Board.

The Treasurer shall be responsible for facilitating oversight of CWR finances and shall make a financial report at each Board meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget and make financial information available to the members and to the directors as requested and the public as required. The treasurer will also serve on the executive committee.

Committees

The Board may designate standing and special committees

Standing Committees

Standing committees shall consist of but are not limited to, an Executive committee and a Finance Committee.

Special Committees

Special committees (ad hoc) may be established by the Chair with the approval of the Board, for special tasks (planning, research, evaluation, etc.)

Each special committee shall limit its activities to the accomplishment of the task for which it was established. Upon completion of the task, such committee shall be considered dissolved.