

# IWAM

## INTERNATIONAL WOMEN'S ASSOCIATION OF MONGOLIA

### BY-LAWS

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#### **Article I      Name and Location**

1. The name of this nonprofit organization shall be the International Women's Association of Mongolia, hereafter referred to as IWAM.
2. IWAM was founded in April, 1992 and was registered officially as an NGO on May 23, 1993 in Ulaanbaatar.

#### **Article II      Objectives**

1. Through its activities IWAM strives to:
  - a) Promote better understanding between women from different countries, cultures and backgrounds.
  - b) Familiarize foreign members of IWAM with the culture, history, economy and social setting of Mongolia and other member countries.
2. IWAM endeavors to support activities that focus on vulnerable families especially women and children through existing institutions in Mongolia using funds obtained from IWAM membership fees, donations and through fundraising efforts.
3. IWAM shall not become involved in religious or political activities.

#### **Article III      Membership**

1. Membership in IWAM is open to all Mongolian women and all foreign women of all nationalities residing temporarily or permanently in Mongolia. Members must be at least 18 years of age and be prepared to further the aims of IWAM. A man following his wife's career shall be allowed to become a member of IWAM.
2. The common language of the membership shall be English.
3. The IWAM membership year is from September 1 - August 31.
4. Any member not abiding by these By-Laws or whose actions are contrary to the policies of IWAM will be asked to resign their membership by a majority vote of the Board.
5. People wishing to become members of IWAM should present themselves at the monthly meeting, complete a registration form from the Membership Chairperson and pay the membership fee.
6. No member shall use the name, funds or facilities of IWAM for any commercial, political, religious or personal purpose.

7. Members of IWAM are required to:
  - a) Pay annual dues;
  - b) Attend as many general meetings as possible;
  - c) Vote;
  - d) Actively participate in at least one annual fundraising event;
  - e) Actively consider participating when solicited for help on projects;
  - f) Consider demonstrating some aspect of their culture to the membership of IWAM at the monthly meeting, or a topic of personal interest;
  - g) Consider serving on the Board if nominated.
8. Membership of IWAM is for individuals only. No collective or group membership is permitted.
9. Members may invite guests to the monthly meeting or activity, except when it is specifically announced that a guest may not be invited. The same guest may not attend more than two meetings per year. Guests are required to pay a nominal fee for each visit, which will be determined by the Board.
10. One-third of the membership of IWAM shall constitute a quorum at the Annual General Meeting and at Special General Meetings.
11. The Board shall invite an Honorary President by majority vote who shall serve for one year with the possibility of renewing her term of office dependent on a majority vote of the Board. The honorary President is a nonvoting member of the Board.
12. The Executive Board shall invite honorary memberships by majority vote. Honorary memberships shall be given for outstanding contributions to IWAM. Only existing members may be nominated for an honorary membership. Honorary members will be exempt from Article III Membership 7a - pay annual dues.

#### **Article IV      The Executive Board**

1. The officers and coordinators of the committees collectively comprise the Executive Board, hereafter referred to as the Board.
2. The Board shall be composed of no fewer than nine voting members and no more than thirteen voting members.
3. Each member of the Board should have a good understanding of English both in the written and spoken word.
4. The officers of the Executive Board shall include President and two Vice Presidents (elected from different international communities), a Secretary, a Treasurer and a Vice Treasurer (also elected from different international communities), and an Honorary President (nonvoting member).
5. The remaining Board members shall act as coordinators of committees. These committees shall include: membership, projects, events and public relations. The Board has the right to create committees as needed to facilitate the functioning of IWAM and to promote its activities. If no committee is required, then a member-at-large may be nominated. Each committee shall elect its coordinator whose responsibility is to facilitate activities and a vice person shall act on their behalf including attending and voting at Board meetings.
6. The duty of the Board is to conduct the general business of IWAM, to disburse the funds of IWAM for necessary expenses, and to plan and organize the projects and events for the members of IWAM.
7. Any Board member receiving a suggestion from a member of IWAM shall bring it to the attention of the Board.
8. The Board shall report its activities to the membership at each monthly meeting.
9. The full Board shall stand for election every year by a majority of those members present at the meeting where the election takes place, by a secret ballot if there is more than one nominee.
10. Board vacancies that arise during the fiscal year will be filled by IWAM members who are nominated by the membership and invited by a majority vote of the Board. Any vacancy arising should be immediately announced to the membership at the next monthly meeting.

11. The offices of the board shall be elected by a majority of the board in a special meeting except for the President who shall be elected by a majority of the members present at the monthly meeting where the election takes place by a secret ballot if there is more than one nominee.
12. The Board should ensure that the membership of IWAM is reflected by the composition of the Board. There shall always be at least two Mongolian members, while the other members should be elected from as wide a geographical area as possible.
13. A simple majority of the Board constitutes a quorum provided that either the President or one of the Vice Presidents is present.
14. In the event of the resignation of a Board member, all records must be handed over to the incoming position holder or the President.
15. Each Board member and committee coordinator shall attend all Board meetings unless excused and shall submit an annual report to the President.

## **Article V      The Officers and Coordinators of the Executive Board Duties**

### **1. President**

- a) Is the official representative of IWAM and responsible for all its activities.
- b) Presides over monthly Board meetings, general and special meetings.
- c) May attend committee meetings and is an ex-officio member of all committees, with the right to vote.
- d) Gives an annual report at the annual general meeting including reports from the committee coordinators.
- e) Ensures that an agenda is prepared for general and special meetings.
- f) Keeps all files and correspondence pertaining to her activities as President and provides copies of key documents to the Secretary.

### **2. Vice Presidents**

- a) Act on the Presidents behalf in her absence and must be prepared to fulfill all duties.
- b) Should the President retire before her term of office expires, one of the Vice Presidents (referred to as an acting President) shall assume the office of the President until a new President is elected.
- c) Assist the President in attending official appointments, with the monthly meetings and specific IWAM correspondence.

### **3. Secretary**

- a) Ensures that an agenda is prepared for Board meetings.
- b) Takes minutes at all Board meetings, the Annual General Meeting and at special meetings. If approved by a quorum of the Board these minutes stand as the decision of IWAM.
- c) Issues notices as directed by the Board and keeps a record of the By-Laws.
- d) Assists the President in the preparation of correspondence.
- e) Presents a summary of pertinent decisions made at Board meetings and collaborates with the President in facilitating the general meeting.
- f) Keeps all secretarial IWAM files, correspondence and other items pertaining to IWAM and relinquish them when her term of office is ended.

### **4. Treasurer**

- a) Is responsible for all the financial accounts of IWAM.

- b) Receives all money paid to IWAM and issues appropriate receipts.
- c) Pays out all Board-approved expenditures incurred on behalf of IWAM and issues payment vouchers.
- d) Submits a detailed statement of accounts at each Board meeting.
- e) Pays out reimbursements for expenses incurred in the work of IWAM. The member shall present an itemized statement of expenses together with the relevant receipts.
- f) Presents an annual written statement of accounts to the membership at the Annual General Meeting and a brief financial report to the membership every quarter.
- g) Manages the IWAM bank account and petty cash as designated by the Board.

5. Vice Treasurer

- a) Acts on behalf of the Treasurer in her absence and must be prepared to fulfill all duties.
- b) Should the Treasurer retire before her term of office expires, the Vice Treasurer shall assume the office of the Treasurer until a new Treasurer is elected (referred to as the Acting Treasurer).
- c) Produces a quarterly tax report for submission to the relevant government authority.

6. Membership Chairperson

- a) Keeps the membership records updated and submits it to the Board.
- b) Makes prospective IWAM members aware of IWAM's policies and membership requirements.
- c) Keeps registration forms updated. Any changes made to the form should be approved by the Board.
- d) Stands at the entrance of General meetings to register new members and guests.
- e) Sends the by-laws to new members.

7. Projects Chairperson

- a) Is responsible for facilitating the activities of the projects committee. One of the committee members should be a Mongolian speaker to help with translation.
- b) Ensures that the projects committee assesses proposals received and selects those that reflect IWAM's objectives.
- c) Keeps a record of charitable causes and updates it.
- d) Obtains Board approval before committing IWAM to proposed projects.
- e) Reports also on HIWAM activities as needed.

8. Events Chairperson

- a) Is responsible for developing and facilitating the activities for fundraising and socializing.
- b) Installs sub-committees for fundraising events, tours, fun events etc.
- c) Keeps a detailed portfolio of successful IWAM fundraising events to be used as a blueprint for future efforts.
- d) Maintains a database of IWAM sponsors

9. Public Relations Chairperson

- a) Is responsible for all public relations issues (website, newsletter, Facebook page, news update, advertising) and may enlist the help of assistants. One of which should be a Mongolian speaker to help with translation.
- b) Ensures that the public image reflects IWAM's objectives.
- c) Keeps a record of all published information.
- d) Obtains approval of the President before releasing information

## **Article VI      Finances**

The IWAM fiscal year is from January 1 - December 31.

1. Each member pays annual dues to the Treasurer or Membership Chairperson (or other designated Board members)
2. The annual dues should provide IWAM's operating funds.
3. Annual dues shall be fixed by the Board by the last meeting of the fiscal year, subject to review each fiscal year.
4. Any change in the dues decided upon by the Board, will be announced to the membership one month before the change goes into effect.
5. IWAM's funds will be deposited into an account of a reliable bank in the name of the 'International Women's Association of Mongolia'. The bank will be in Ulaanbaatar.
6. The Board will propose criteria for disbursement of IWAM's funds. Any changes to the criteria must also be approved by the membership.
7. IWAM finances will, under no circumstances, be used for individuals in need. However, special funds donated to the general meetings can be used for such purposes if specifically announced before the donation is made.
8. An audit shall be made by an independent auditor every two years unless the Treasurer leaves mid-term, in which case an audit will be made before the two-year limit.
9. All fiscal transactions must be shown in IWAM bookkeeping.

## **Article VII      Liability**

IWAM declines all responsibility for any accidents or damage to, or loss of personal property by members and their guests while participating in any IWAM activity.

## **Article VIII      Meetings**

1. There will be at least 8 general monthly meetings of IWAM during the fiscal year, one of which will be the Annual General Meeting (AGM).
2. Board meetings will be held once a month at a time and place designated by the President.
  - a) Special meetings of the Board may be called by the President.
  - b) Minutes will be made available for perusal to any IWAM member in good standing upon her request.
3. There will be an Annual General Meeting to be attended by members of IWAM who shall have the right to vote.
  - a) The AGM will be held within the first three months of the membership year.
  - b) The order of business at the AGM will be as follows:
    - i) Presentation of the Annual Report by the President.

- ii) Approval of the Treasurer's Report and Statement of Accounts
- iii) Election of vacancies occurring on the Board
- iv) Any other business with the permission of the President.

#### **Article IX      Amendments**

1. These By-Laws shall be reviewed yearly by the Board. Revisions shall be recommended to the membership at the AGM at which time a vote will be taken, a quorum of the IWAM membership being present.
2. New By-Laws may be adopted or these By-Laws amended at a regular meeting, a quorum being present, provided the amendment was submitted electronically 2 weeks prior to the vote.

#### **Article X      Parliamentary Authority**

Robert's Rules of Order, Newly Revised, shall govern in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order this Association may adopt.

#### **Standing Rules (included in articles)**

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These By-Laws were prepared in January 1995 by Hilary Metternich, President and Baljinnyam Damdiny, Vice President, in Ulaanbaatar, Republic of Mongolia. They were approved by the Executive Board on January 6, 1995, and are subject to annual review.

The By-Laws were amended and approved by the General Membership on:

May 6, 1997

September 7, 1999

October 3, 2002 and December 3, 2002

September 7, 2004

June 3, 2008

September 24, 2012

December 2, 2014