By-Laws of
The Women's Roundtable at East Carolina University

Board of Directors
(Adopted 10-15-10)

Preamble:
The East Carolina University Foundation, Inc. is a voluntary association of individuals that is exclusively charitable, educational, and scientific within the meaning of Section 501(c)(3) of the Internal Revenue code; and is the primary fund-raising organization of the University for the receipt and management of all private gifts except those specifically designated to the East Carolina University Endowment fund, the East Carolina University Medical and Health Sciences Foundation, Inc., or the East Carolina University Educational Foundation (Pirate Club). The Women's Roundtable at East Carolina University is an initiative of the East Carolina University Foundation dedicated to increasing the involvement and philanthropic support of women to the University.

ARTICLE I
General

Section 1. Name. The name of this organization shall be The Women's Roundtable at East Carolina University, which was formed in 2003 as a supporting organization of the East Carolina University Foundation, Inc.

Section 2. Purpose. The mission is to increase awareness among women of philanthropy as a force in shaping the future of East Carolina University through creating a culture of giving by focusing its efforts on raising funds for ECU's Access Scholarship program and endowed scholarships; building a strong volunteer base of women committed to advancing the university; and forming a deeper pool of women to be considered for other leadership roles at ECU.

Section 3. Frequency of Meetings. The Board of Directors shall hold a meeting in the fall and in the spring of each year and shall meet at other times on the call of the Chair of the Board of Directors.

Section 4. Quorum. Fifty-one percent of the Board membership must be present at any regular meeting or special meeting to constitute an official meeting.

Section 5. Voting. Any active member of the Board of Directors in attendance at any meeting provided for in Article I, Section 4 of this document may vote on any matter.

Section 6. Robert's Rules of Order Newly Revised. At any meeting of The Women's Roundtable, Robert's Rules of Order Newly Revised shall govern the conduct of such meetings, except when these rules are inconsistent with the provisions of this document.
ARTICLE II
Membership and Terms of the Board of Directors of the Women's Roundtable

Section 1. Election of Members. Membership shall not exceed twenty-five (25) women members of the Board of Directors of The Women's Roundtable with representatives from alumnae, friends, faculty and administration. No more than half of the Board membership shall be residents of Pitt County.

Section 2. Membership Classification.

- **Active Board Members.** There shall be no more than twenty-five (25) active women serving as voting members of the Board of Directors.
- **Emerita Members.** There shall be an undetermined number of emerita, non-voting members who are retired from service on The Women's Roundtable. These members will be invited to all Board meetings, special events and receive all publications and notices.
- **Ex-Officio Members.** There shall be three ex-officio members invited to serve: the spouse of the Chancellor of East Carolina University, the Vice Chancellor of University Advancement at East Carolina University, and the Director of Women's Philanthropy.

Section 3. Membership Responsibilities.

- **Active Board Members** shall be expected to attend the fall and spring Board meetings, to actively participate in facilitating the mission of The Women's Roundtable by supporting programs, to help target donor prospects, and to serve on a standing and/or ad hoc committee.
- **Emerita Members** shall have no obligation to serve but will be encouraged to participate in all of The Women's Roundtable activities.

Section 4. Financial Responsibilities. (a) Active Board members shall be expected to make an annual gift of at least a determined amount per year to The Women's Roundtable Fund as stated in Appendix A. Financial commitment is waived with a minimum gift of $50,000 to support an endowed Access Scholarship. (b) Emerita members shall financially support the programs of The Women's Roundtable by joining at least at the minimum general membership level.

Section 5. Term. (a) Active Board members shall serve a three-year term. (b) One-third of the Board membership is eligible to rotate off each year at the spring meeting to become Emeritus members. (c) Active Board members may be elected to serve a second three-year term. (d) Should a member resign or otherwise be unable to complete her term, then the executive committee shall recommend to the Board the name of an individual to be appointed to serve until the expiration of the vacating member's current term.

Section 6. Termination of Membership. By a unanimous affirmative vote of the Executive Committee, any member of the Board may be suspended for any reason deemed advisable and in the best interest of The Women's Roundtable Board. Membership shall be terminated if the member has two unexcused absences from regular meetings and/or fails to fulfill responsibilities outlined in Section 3 and Section 4.

ARTICLE III
Officers and Terms
Section 1. Officers Designation. The officers shall consist of a Chair, Chair-Elect, Secretary, and Treasurer.

Section 2. Election of Officers and Board Members Upon recommendation of the Nominating Committee, the Board shall elect the Chair, Chair-Elect, Secretary, Treasurer, and new Board members, all who will be duly elected by a majority vote of the Board at the spring meeting. New Board members will begin service at the fall board meeting and new officers and committee chairs will begin service January 1st. The Officers shall be elected every two years as stated in Article III Section 3 and new Board members shall be elected annually.

Section 3. Terms of Office. Each officer shall serve for a two-year term or until her successor is elected. No former Chair shall be eligible for election to the office of Chair-Elect within three years after the expiration date of her term as Chair. The Chair-Elect shall automatically become Chair after serving as Chair-Elect.

ARTICLE IV
Duties of Officers

Section 1. Chair. The Chair shall take care that the purposes set forth in this document are carried out faithfully and shall preside over the affairs of The Women's Roundtable.

Section 2. Chair-Elect. The Chair-Elect shall have all the authority vested by these Articles in the absence of the Chair.

Section 3. Secretary. The Secretary shall oversee the minutes of the meetings, and in general, shall perform all duties incidental to the office of Secretary, and other duties assigned to her by the Chair.

Section 4. Treasurer. Working in compliance with the policies and procedures of The East Carolina University Foundation, Inc., the Treasurer shall monitor all of The Women's Roundtable funds to The East Carolina University Foundation, Inc. and all financial activities of The Women's Roundtable. The Treasurer shall present financial reports to the Board, and in general, shall perform all duties incident to the office of Treasurer, and other duties assigned to her by the Chair.

ARTICLE V
Committees

Section 1. General Provisions. The Chair, in consultation with the chair-elect, shall appoint all committees and designate chairpersons for the following standing committees and such ad hoc committees as she deems necessary to carry out the purposes of the document. Additional standing committees may be appointed by the chair, with the approval of the executive committee, without requiring an amendment to the By-Laws.

Section 2. Standing Committees
(a) **Executive Committee.** The Executive Committee will be comprised of the Chair, Chair-Elect, immediate Past-Chair, Secretary, Treasurer, Standing Committee Chairs, and the Director of Women's Philanthropy (staff designee).

(b) **Donor Relations Committee.** The Donor Relations Committee shall facilitate relationships to donors and donor prospects and shall also plan and implement special events.

(c) **Leadership Committee.** The Leadership Committee shall create and execute initiatives for the development and advancement of female leadership.

(d) **Nominating Committee.** The chair and chair-elect shall appoint a nominating committee which shall be responsible for duties outlines in Article III, Section 2. Board members are encouraged to make recommendations for officers and potential new members.

**Section 3. Ad Hoc Committee.**

(a) Ad Hoc Committee formation will occur when deemed necessary by the Chair and Chair-Elect.

(b) The recommendations of any Ad Hoc Committee will be acted on by the Board or Executive Committee as appropriate.

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**ARTICLE VI**  
**Ratification and Amendments to the By-Laws**

**Section 1. Amendment Procedure.** Any proposed amendment to this document must be submitted in writing to the Executive Committee thirty days prior to the next Board meeting for its consideration and subsequent recommendation at the meeting.

**Section 2. Ratification.** Approval of By-Law changes must come as a result of two-thirds majority vote of those Board members present and voting during the meeting or by proxy or by using the Action Without Meeting of The Board of Directors forms signed by each Board member.

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**Appendix A**  
**Financial commitment of members of the Board of Directors and General Membership of The Women's Roundtable**

**Board of Directors.** Active members of The Women's Roundtable Board of Directors shall be expected to make an annual gift of at least $1,000 to The Women's Roundtable Fund.

Minimum annual gift: $1,000

**General Affiliation:**

**Lifetime Member**  
$1,500 (payable either as a one-time gift or three consecutive annual gifts of $500 each)
Benefits include:
• The Women's Roundtable lapel pin
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events
• Guaranteed admission, with the purchase of tickets, to premier Women's Roundtable events

Once a former Board of Directors member retires from a minimum of three (3) years of service on the board and moves into Emerita status, the member will become a Lifetime member of the Women's Roundtable. Founding members of the Women's Roundtable Committee (2003-2008) and Board (2009 forward) who have met a financial obligation of a minimum of $1,500 are eligible for lifetime Emerita member status.

**Benefactor**

**Annual contribution of $1,000 and above**
Benefits include:
• The Women's Roundtable lapel pin
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events
• Guaranteed admission, with the purchase of tickets, to premier Women's Roundtable events
• Membership in the Chancellor's Society

**Advocate**

**Annual contribution of $350 to $999**
Benefits include:
• The Women's Roundtable lapel pin
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events
• Guaranteed admission, with the purchase of tickets, to premier Women's Roundtable events

**Centurion**

**Annual contribution of $100 to $349**
Benefits include:
• The Women's Roundtable lapel pin
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events

**Donor**

**Annual contribution of $50 to $99**
Benefits include:
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events

**Lifetime Member**

$1,500 (payable either as a one-time gift or three consecutive annual gifts of $500 each)
Benefits include:
• The Women's Roundtable lapel pin
• The Women's Roundtable newsletters and other publications as appropriate
• Invitations to regional and premier Women's Roundtable events
• Guaranteed admission, with the purchase of tickets, to premier Women's Roundtable events
Once a former Board of Directors member retires from a minimum of three (3) years of service on the board and moves into Emerita status, the member will can become a Lifetime member of the Women's Roundtable. Founding members of the Women's Roundtable Committee (2003-2008) and Board (2009 forward) who have met a financial obligation of a minimum of $1,500 are eligible for lifetime Emerita member status.

**Young alumnae who have graduated from ECU within past five years are encouraged to become a part of The Women's Roundtable at the following levels:**

**Advocate**

**Annual contribution of $50 and above**

Benefits include:
- The Women's Roundtable membership lapel pin
- The Women's Roundtable newsletters and other publications as appropriate
- Invitations to regional and premier Women's Roundtable events

**Donor**

**Annual contribution of $25**

Benefits include:
- The Women's Roundtable newsletters and other publications as appropriate
- Invitations to regional and premier Women's Roundtable events

Annual gifts will be made payable to the ECU Foundation Inc. for The Women's Roundtable Fund. These gifts will support the Access Scholarship Endowment Fund and operating expenses for The Women's Roundtable. **The scholarships will be named The Women's Roundtable Access Scholarships.**

**Access Scholarship Champions.** Alumnae who have endowed an Access Scholarship either at the minimum endowment of $50,000 or full endowment of $125,000. Access Scholarships will be named by the person or group funding the endowment.