



# Bylaws

Maryland Commission for Women

**Approved:** January 21, 2021

# Maryland Commission for Women

## BYLAWS

### **Background**

The Commission was first established in 1965 as the Governor's Commission on the Status of Women. To solve pressing social problems and foster human understanding, the Commission was reactivated in 1968 as the Maryland Commission on the Status of Women. The Governor directed the Commission to review the previous Commission's recommendations on education, employment, and community and civic participation, and implement those most pertinent. The Commission also cooperated with State and local organizations to identify problems and improve opportunities for women to serve in a variety of fields.

In 1971 legislation was introduced by Senator Rosalie S. Abrams during the General Assembly Session through SB 190 "calling for the creation of an independent state commission on the status of women." That law passed, creating the "Maryland Commission on the Status of Women" effective on July 1, 1971 and the commission became part of the Department of Human Resources. The Commission adopted its present name in 1976 (Chapter 119, Acts of 1976). Maryland Manual, 1989-1990, pp. 315-315. The Commission's enabling legislation was further modified by SB 257 in 2005 and again in 2009 by HB1153/SB149.

The Commission's enabling legislation provides that there are 25 members appointed by the Governor with the advice and consent of the Senate. The legislation provides that "at the end of a term, a commissioner continues to serve until a successor is appointed and qualifies." For the purposes of these Bylaws, the term "Commissioner" refers to those individuals who have been so appointed and whose term is in active status as here described.

In this document, "Commission" and "Maryland Commission for Women" are used interchangeably.

## Article I – Officers and Elections

- Section 1. Officers: The Commission’s enabling legislation provides that “the Commission shall elect a chair and a vice chair from among its members” and that it “may appoint any officers that it considers necessary.” These bylaws further provide that there shall be a third elected officer titled Second Vice Chair.
- Section 2. Elections: Elections of Commission Officers are held in June every two years, and are always held on even-numbered years. The Chair, First Vice Chair, Second Vice Chair and any designated officer are elected to serve a two-year term or until the current term of that office has expired. Newly elected officers take office immediately upon election.
- Section 3. Nominations: Nominations for officers shall be by letter of intent. Intent to Run forms shall be distributed to all Commissioners at or before the April meeting in an election year and may be issued electronically and/or by hard copy. Intent to Run Forms must be received by the Commission office before the May meeting where the candidates will be announced. Elections are held at the June meeting.
- Section 4. Ballot Election: Ballots will be issued for each office, either paper or electronic. A simple majority vote is required to elect officers, quorum present. Every qualified Commissioner attending the meeting at which the election is held, including Commissioners attending via conference call, having followed procedures outlined in these bylaws, is eligible to vote in the election. No proxy voting is permitted.
- Section 5. Limitations: Individuals elected shall hold only one office at a time. Individuals may serve two consecutive terms in the same office. In general, officers shall not chair committees, except under extraordinary circumstances.

Section 6. Vacancies: Vacancies in office occur when a commissioner is no longer in active status or resigns from the office or from the Commission. If there is a vacancy in the office of the Chair, the First Vice Chair shall serve in that capacity as Chair until the next regularly scheduled election. Should a vacancy occur in the office of the First Vice Chair, the Second Vice Chair shall fill that office until the next regularly scheduled election. If there is a vacancy in the office of the Second Vice Chair when there is more than 90 days before the next regularly scheduled election, an election for that office shall be held at the next regularly scheduled meeting of the Commission. Nominations shall be taken from the floor at that meeting. Should all three offices become vacant at the same time, elections are to be held within 31 days or at the next regularly scheduled Commission meeting, quorum present. If there is no regularly scheduled meeting within 31 days, a special meeting will be called for the purpose of conducting the election, with nominations being made from the floor at that meeting. Newly elected officers will serve to the extent of the remaining time in the term of that office.

## Article II – Duties of Commission Officers

- Section 1. Chair: The Chair shall carry out the policies that the Commission shall establish. Specifically, the Chair shall:
- (a) convene and preside at all meetings of the Commission and of the Executive Committee;
  - (b) serve as principal spokesperson for the Commission in all matters related to official policy and actions approved by the Commission;
  - (c) appoint Committee Chairpersons and official liaisons to other organizations;
  - (d) serve as ex-officio member of all committees;

- (e) oversee the preparation of the annual report and assure that it is transmitted to the Governor and legislators in a timely manner; and
- (f) assure that the mission, goals, policies, actions and procedures of the Commission are properly implemented.

Section 2. First Vice Chair: The First Vice Chair shall serve as the Acting Chair in the absence of the Chair at meetings or as otherwise requested by the Chair and shall perform such other duties as the Commission may determine.

Section 3. Second Vice Chair: The Second Vice Chair shall assume the duties of the Chair or First Vice Chair in the event either officer is unavailable to fulfill the duties of that office, and other such duties as the Commission may determine.

### Article III – Standing and Ad Hoc Committees

Section 1. Standing Committees: The Standing Committees of the Commission shall be the Policy and Legislation (PAL) Committee, and the Awards and Recognition Committee (ARC) which is responsible for planning and conducting the Maryland Women’s Hall of Fame and the Maryland Young Women Leaders Award activities and annual ceremony.

Section 2. Ad Hoc Committees: The Commission may establish up to two Ad Hoc Committees active at any one time to focus on specific issues or projects. Ad Hoc Committees may be established at the annual planning meeting as the Commission deems appropriate and for whatever length of time necessary to accomplish a specific task.

### Article IV – Duties of Committee Chairs

Section 1. Each Committee Chair shall be responsible for: convening and presiding at committee meetings no fewer than three times per year; coordinating the work of the committee; providing an annual committee report for the Commission's Annual Report and all other duties normally associated with the office of a committee chair. Committee Chairs will decide the date, format and location of their committee meetings.

## Article V – Duties of Standing and Ad Hoc Committees

Section 1. Standing Committees:

- (a) Policy and Legislation (PAL) Committee: A standing committee that proposes a legislative agenda for the Commission at the beginning of each session of the Maryland General Assembly and develops and submits testimony and correspondence related to that agenda, following approval by the Commission. The Committee may work in collaboration with women's and other cooperating groups and organizations regarding legislation and public policy.

- (b) Awards and Recognition Committee (ARC): A standing committee that seeks nominations of Maryland women who have made historically significant contributions to such fields as the arts, athletics, business, education, government, the humanities, human rights, law, medicine, philanthropy or science. The Committee also seeks nominations of high school girls who have achieved records of academic excellence, extraordinary community service and outstanding leadership for the Women of Tomorrow Awards. Nominations are invited from organizations, schools and individuals across the state of Maryland. The committee receives nominations and establishes independent selection committees to make final decisions on the inductees. The induction and awards ceremony is held annually. A member of the ARC Committee will serve as a liaison between the Commission for Women and the Maryland Women's Heritage Center.

Section 2. Ad Hoc Committees may be established to monitor developments and promote inquiry into specific issues, propose long-term and annual projects for the annual program plan and carry out projects approved by the Commission. As provided in Article III Section 2 of these Bylaws, the Commission may have up to two Ad Hoc Committees in operation at any time.

## Article VI – The Executive Committee

Section 1. Duties: The Executive Committee consisting of the Chair, First Vice Chair, Second Vice Chair and Committee Chairs shall:

- (a) advise agenda items for full Commission meetings and the annual planning meeting;
- (b) exercise executive decision making authority between Commission meetings;

- (c) interpret Commission policy as necessary;
- (d) review and act upon matters presented by the officers, Executive Director, Committee Chairpersons, or Commissioners;
- (e) approve requests for Commission partnerships and sponsorships, in accordance with the MCW's accepted guidelines;
- (f) review drafts of Commission publications;
- (g) develop and propose an annual program plan;
- (h) approve resource allocations to programs and projects; and
- (i) act on such matters as the Commission may direct.

Section 2. Quorum: Attendance by a majority of Executive Committee members shall constitute a quorum.

Section 3. Absence of the Chair: In the absence of the Chair, Vice Chair and Second Vice Chair, the other members of the Executive Committee, if constituting a quorum, may elect a presiding officer for that meeting.

Section 4. Meetings: At a minimum, the Executive Committee shall meet in person or via teleconference once during any month when the full Commission meets. Special Executive Committee meetings may be convened either by the Chair or by a majority of Executive Committee members as often as needed to conduct its business. Executive Committee meetings are open to all Commissioners.

Section 5. Meeting Notices: All Commissioners shall be sent written notices of regular Executive Committee meetings. Special meetings of the Executive Committee may be called with three days' notice by telephone, except in the event of an emergency requiring immediate action.



## Article VII – Duties of Commissioners

Section 1. As individuals, Commission members are expected to assume certain responsibilities with regard to the Commission. Some of these responsibilities are listed as follows:

- (a) In addition to attendance at Commission meetings and Commission-sponsored events, each Commissioner is responsible for working on at least one Commission-sponsored program or project throughout the year. Assignment of programs/projects shall take place at the beginning of each program year. For example, a Commissioner may be assigned to chair and/or serve on a task force, committee or coalition, conduct a special research project, or serve as a liaison to one or more community organizations.
- (b) Commissioners shall, upon request of the Commission Chairperson, give periodic reports to the Commission on the progress or status of their program/project responsibility.
- (c) With regard to speaking in the name of the Commission, a Commissioner may not represent a position or opinion on an issue or subject as an official Commission position unless the full Commission has previously recorded an official position on that issue or subject. All written communication which implies or states that the Commissioner is writing as an official Commission representative must be reviewed and approved in advance by the Commission Chairperson. Commissioners may not represent themselves as "speaking for the Commission" unless they have received prior approval to do so from the Commission Chair.
- (d) Commissioners should be familiar with and able to discuss the Commission's activities, and are responsible for being aware of the issues affecting women and their families in their geographic area and for bringing those concerns to the attention of the Commission.

- (e) Commissioners serve as Liaisons to the city or county Commission for Women in their geographic region, as needed.

## Article VIII – Commission Meetings and Attendance

- Section 1. Regular Meetings: Meetings of the full commission shall normally be scheduled to occur in the months of January, February, April, May, June, September, October, and November. In addition, Commissioners are expected to attend and/or participate in Commission-sponsored events. The annual schedule for Commission meetings shall be established by the Commission prior to the September meeting and a calendar of meeting dates shall be provided to Commissioners at the earliest possible time. All full Commission meetings, including the annual planning meeting, shall be considered as regular Commission meetings.
- Section 2. Quorum: One half of the Commissioners in office shall constitute a quorum for the transaction of regular business.
- Section 3. Special Meetings: Special meetings may be called as needed by a majority of the Commissioners in office or of the Executive Committee.
- Section 4. Meeting Notices: All Commissioners shall be sent written notices of regular Commission meetings at least ten days in advance. Special meetings may be called with three days' notice by telephone.
- Section 5. Absence of the Chair: In the absence of the three MCW officers, the other members of the Executive Committee, if constituting a quorum, may elect a presiding officer for that meeting.
- Section 6. Cancellation of Meeting: Regular meetings of the Commission shall not be cancelled, but may be postponed and rescheduled, due to unforeseen circumstances such as the weather.

Section 7. Annual Planning Meeting: There shall be an annual planning meeting during a month designated by the Commission.

Section 8. Minutes: Minutes of regular Commission meetings shall be available to all Commissioners before the next Commission meeting.

Section 9. Attendance via Video/teleconference:

- (a) Commissioners may attend meetings by telephone or video conferencing (here after referred to as “video/teleconference”) provided that the Commission member complies with the established procedures and the meetings are held in accordance with applicable laws and regulations.
- (b) When meetings are held in person, every effort will be made to ensure that meeting locations have the equipment needed to permit electronic participation.

The Commission staff shall provide an established video/teleconference connection for full Commission meeting purposes only.

- (c) Meeting Procedures: Any Commissioner participating via video/teleconference must comply with the following:
  - (i) Identify herself/himself upon entering the video/teleconference (or at an appropriate time if doing so would disturb the proceedings) and when speaking during the meeting.
  - (ii) Operate his or her computer microphone/telephone on “mute” except when speaking to minimize any distracting outside noises.
  - (iii) Refrain from participating in the video/teleconference while operating a motor vehicle.
  - (iv) Give full attention during the meeting for the duration of the meeting. If a Commissioner needs to leave the meeting early, he or she should notify the Chair in advance of the meeting.
  
- (d) Circumstances Warranting Video/teleconference Meeting: The elected Commission officers may determine when to hold the Commission meeting at its scheduled time via video/teleconference, wherein all Commissioners, including the chair, may participate via video/teleconference. The video/teleconference site will be arranged through the state government's facilities and the participation process will be shared with all commissioners.

## Article IX – Rules

- Section 1. Conduct of Meetings: All Commission meetings shall generally follow the parliamentary procedures outlined in Robert's Rules of Order.

## Article X – Amendments

- Section 1. These bylaws may be amended by a two-thirds vote of Commissioners, provided written notice of proposed amendments has been forwarded to all Commission members at least 30 days before the date of the meeting.