

**BYLAWS OF  
WOMEN IN COMMERCIAL REAL ESTATE (WICRE)**

**A Kansas Non-Profit**

**ARTICLE ONE – ORGANIZATION NAME**

The name of the organization shall be: *Women In Commercial Real Estate* and shall be referred to as *WICRE*.

**ARTICLE TWO – PURPOSE**

**Section 1. Statement of Purpose:** The purpose of this organization is to educate, promote, mentor, and support the professional and personal advancement of its members. Quarterly meetings will be held presenting dynamic programs aimed at providing informative topics by industry speakers to inspire, encourage and motivate.

**Section 2. Mission Statement:** Women in Commercial Real Estate (WICRE) is an organization dedicated to providing networking venues for women in all aspects of commercial real estate. Its purpose is to educate, promote, mentor, and support the professional and personal advancement of its members.

**ARTICLE THREE – MEMBERSHIP**

**Section 1. Membership:** Membership is open to professional women working in or related to the commercial real estate industry, including but not limited to:

Accounting	Engineering	Mortgage Banking/Brokerage
Acquisitions	Environmental	Personnel/HR
Administration	Exchange Intermediary/1031	Property Management
Appraisal	Finance	Public Service/Agency
Architecture	Institutional Lending	Publishing/Journalism
Asset Management	Insurance	Sales
Business Owners	Interior Design/Space Planning	Syndication
Brokerage	Investments	Tenant Representation
Construction	Law	Title/Escrow
Consulting	Leasing	Government/Economic
Corporate Real Estate	Marketing/Advertising	Development

**Section 2. Admission to Membership:** Prospective members must fill out an application for membership. The application will require information about the applicant’s career experience, professional affiliations, education and industry interests. So long as the prospective member is currently working in one of the approved fields above, they will be automatically approved. Any applicant, who is working in a field not listed above, will have their application presented at the following Board of Directors meeting and will be approved or denied with majority vote. Each applicant must pay an annual membership fee. Membership and Application fees are non-refundable.

**Section 3. Membership Benefits:** Benefits of WICRE include:

1. Networking with other WICRE members and first hand knowledge of industry news and events.
2. Educational opportunities through quarterly programs and speaker lectures.
3. Mentoring opportunities with other WICRE members.
4. Promotional opportunities for businesses through speaking or sponsorships.

**Section 4. Member Termination:** Termination of a membership will occur when:

1. A member has not paid the scheduled dues/fees by January 31<sup>st</sup> and is considered delinquent.
2. A member conflicts with other members in the group and the conflict cannot be resolved within reasonable means.
3. A member's business practices are unethical as determined by industry standards.

For a member to be terminated for a reason outlined in #2 or #3 listed above, the original complaint must be received from a member in good standing, in writing, by a member of the Board of Directors (Board). The written complaint must include relevant factual information along with evidence substantiating the need for termination. Once the written complaint is received by the Board, the member whom the complaint is against will be notified by the Board, in writing, detailing the alleged activity giving rise to the need for possible termination. The member whom the complaint is against will have 10 business days to supply the Board with a response to the allegations, in writing, once the notice from the Board is sent. Once a response to the allegations is received by the Board from the member whom the original complaint is against, the Board will have 30 days to review the response and original complaint in their totality and issue a final decision as to whether the member will be terminated. The final decision will be sent by the Board, in writing, to both the member who made the original complaint and the member whom the complaint was against. Once a member is terminated, she must wait one calendar year before making a request to rejoin WICRE.

**Section 5. Requests to Rejoin:** Members who resign or are terminated and later wish to rejoin WICRE are required to resubmit their Application and pay the Application Fee. Any monies owed from the previous membership must be repaid before a new membership can be approved. If the Applicant fits the criteria in Section 1 Membership, has paid the Membership fee and any past dues amounts, she will be automatically reinstated. If the Applicant is not working in a field under Section 1 Membership, her application shall be reviewed by the Board and approved or denied based on majority vote.

## **ARTICLE FOUR – MEETINGS**

**Section 1. Meetings of Members:** Member meetings will be held on a quarterly basis and include industry speakers and informative programs. The purpose of these meetings is to provide networking and educational opportunities for members in order to advance their personal and career achievements. The final quarterly meeting for each calendar year will serve as the Annual Membership Meeting.

**Section 2. Attendance:** There are no requirements for member attendance unless otherwise expressly stated in these Bylaws, however attendance at each meeting is encouraged to receive the maximum benefits of membership.

**Section 3. Guests:** Invited guests will be free the first time they visit a WICRE meeting. There will be a minimal charge for attending a second meeting. After the second meeting, the guest must become a member if they wish to attend additional meetings.

#### ARTICLE FIVE – FEES

**Section 1. Membership Fees:** A one-time application fee will be due with the membership application and will be credited towards the first year's dues.

Following the initial year, annual Membership dues will be due every January 1<sup>st</sup> to cover membership dues for the following year.

Dues (including dues paid in advance) and membership fees are not refundable.

**Section 2. NSF Checks:** Members submitting checks which are returned for insufficient funds will be assessed a fee equal to the NSF fee charged to WICRE, plus an administrative fee.

#### ARTICLE SIX – BOARD OF DIRECTORS

**Section 1. Powers:** There shall be a Board of Directors, which shall supervise and control the business and affairs of WICRE, except as otherwise expressly provided by law, the Articles of Incorporation of WICRE, or these Bylaws.

**Section 2. Terms:** Each Board of Director shall serve a three (3) year term, January 1 through December 31, commencing with the 2014 calendar year. Directors may serve a maximum of two (2) consecutive terms in office. Directors wishing to serve more than the two (2) term maximum must wait a minimum of one (1) year before returning to the Board.

**Section 3. Meetings:** The Board of Directors' membership consists of all elected positions and Directors at-large. In order to conduct business and vote on items, at least four (4) Directors must be present at any meeting where business is conducted. The Board of Directors shall meet on a monthly basis and on a date determined by the Board.

**Section 4. Board Elections:** The members of the Board of Directors shall be elected by the membership at large at the Annual Meeting of the membership. Each Director shall hold office for a term of three years, except that the initial terms of the Directors commencing in the first organizational year of 2014 shall be held as follows:

a. President, Treasurer and at least one Director at-large shall have their terms expire at the end of calendar year 2016; requiring elections for these positions to be held at the 2016 Annual Meeting.

b. Vice President, Secretary and at least one Director at-large shall have their terms expire at the end of calendar year 2017; requiring elections for these positions to be held at the 2017 Annual Meeting.

A nominating committee will prepare a slate of candidates for office to be presented to the group for voting at the Annual meeting.

**Section 5. Special Elections:** A special election will be conducted in the event that there is a vacancy of an

office before the end of the term.

**Section 6. Procedures:** Members of the Board will maintain procedures for their duties. The updated procedures will be given to new Directors each year.

**Section 7. Officers & Duties:**

**President**

With the exception of the initial elected President, the President must have been a WICRE member for a minimum of one year before taking office. The President must preside at the meeting ensuring smooth flow and prompt timing of all activities.

The President must coordinate the club activities with other Directors. The President may call for Board meetings as necessary to facilitate activities.

The President shall maintain and update a procedure file of the duties of the President position.

**Vice President**

With the exception of the initial elected Vice President, the Vice President must have been a WICRE member for a minimum of one year before taking office. The Vice President shall reside at meetings in the absence of the President. The Vice President shall maintain a record of attendance and attendance sheets.

The Vice President shall maintain and update a procedure file of the duties of the Vice President position.

**Treasurer**

With the exception of the initial Treasurer, the Treasurer must have been a WICRE member for a minimum of one year before taking office. The Treasurer shall pay WICRE bills and maintain the WICRE checking account. She shall collect dues/fees and remind members of dues owed. The Treasurer must prepare financial statements and report the financial condition of the club.

The Treasurer will chair the budget committee.

The Treasurer shall maintain and update a procedure file of the duties of the position.

**Secretary**

With the exception of the initial Secretary, the Secretary must have been a WICRE member for a minimum of one year before taking office. The Secretary shall record meeting minutes and have them available at all meetings. The Secretary shall prepare all WICRE correspondence.

The Secretary shall maintain and update a procedure file of the duties of the Secretary position.

**Section 7. Expenses:** Payment of WICRE expenses less than one hundred (\$100.00) will be at the discretion of the Treasurer and will be made upon receipt of invoices or receipts for member reimbursement. A majority of the Directors present at any Board meeting may vote on the payment of expenses in excess of one hundred (\$100.00).

**Section 8. Committees:** The Board of Directors may designate and appoint one or more committees, each consisting of a committee chair. Committees shall have and exercise only the authority established by of the Board of Directors. However, no committee shall have the authority to amend or repeal these Bylaws, elect or remove any officer or Director, adopt a plan of merger, or authorize the voluntary dissolution of WICRE. Each committee member must be a member in good standing and shall serve a term of one (1) calendar year commencing in January or at the initiation of the committee. Each committee chair shall be appointed by the Board of Directors and shall serve a term of one (1) calendar year commencing in January or at the initiation of the committee. Each committee chair will be required to submit a report of the committee’s activity to the Board of Directors quarterly. Each committee chair is required to attend a minimum of 2 quarterly membership meetings each year.

#### **ARTICLE SEVEN – AMENDMENTS**

Proposed changes to the Bylaws will be distributed to all Directors for their review. Discussion of the changes will take place at the following Board meeting where a majority vote of the Board of Directors will be required for changes to be adopted or rejected.