

Extension Manual



In 1964, nine women had a vision – a vision of an organization for women in the mortgage industry that was dedicated to education and networking. Today, our founders can be proud of the accomplishments and successes of the past 50+ years. Their vision has become reality, and from the small beginning in 1964, NAPMW has emerged as a strong national organization.

Included in this handbook are the information, direction, and guidelines you will need to form a Local Association of NAPMW. I encourage you to read it and discover the many advantages of NAPMW membership. Use its contents to uncover and explore the benefits of being part of the organization that is the “voice” of those employed in the mortgage industry today.

We applaud you for taking the first step toward NAPMW membership by reading this guide. We challenge you to keep the momentum going by forming an association in your area. The National Association of Professional Mortgage Women is on the move. We invite you to join us on our journey. You will be glad you did.

NAPMW National Board of Directors



Our Vision...

Provide business, personal and leadership development advancing women in mortgage related professions.

Defining Statement

“Serving all mortgage professionals who want to excel and employers who want excellence.”

Purposes

- To promote and foster educational opportunities for its members
- To maintain the highest standards of the profession
- To work for equal recognition and opportunities for women
- To bring its members together for the exchange of experiences, ideas, and interests in all phases of mortgage banking on the local and national levels
- To encourage women to choose the mortgage banking profession as a career

Code of Ethics

Members shall recognize the magnitude of the responsibility in accepting this field as a career, shall engage themselves individually and collectively to further the purposes of the Association and to bind themselves to the provisions of this Code.

In fulfilling the obligations of our profession we...

- Shall adhere to the Articles of Incorporation, Bylaws and Operating Procedures and accept the responsibility of membership in this Association with integrity and dignity.
- Shall accord just and equitable treatment to all members of the profession in the exercise of their professional rights and responsibilities.
- Shall not misrepresent an institution or organization with which we are affiliated and shall take adequate precautions to distinguish between personal, institutional, and organizational views.
- Shall be guided in all our activities by the highest ideals for which the National Association of Professional Mortgage Women stands and be aware of our commitment to ourselves, the profession, and the community.

History



On February 12, 1964, nine women with 161 years of combined experience in various fields of mortgage banking met in Seattle, Washington to consider the need for an organization to promote women in the mortgage banking professions.

On April 22, 1964, the first association, known as the Seattle Association of Professional Mortgage Women, was officially formed.

Other areas began to show interest in a similar organization. In February of 1967, the National Association of Professional Mortgage Women was chartered for the purpose of organizing Local Associations throughout the United States.



Membership Categories

The types of membership are: Regular, Associate, Corporate, National, and Honorary.

Eligibility

All individuals currently or previously employed in the mortgage banking or related fields are eligible for membership in a Local Association or as an Associate Member. Individuals interested in and/or seeking education and/or employment in mortgage banking fields are also eligible for membership. Members who reach retirement age and officially retire from the industry may retain their membership.

Regular Member

Any person in the mortgage banking or related fields who pays annual dues shall be entitled to the full privileges of membership which includes meeting attendance, voting, serving on board positions and all other privileges. Includes a membership with a Local Association. Membership fees for regular membership vary considerably depending on your local.

Associate Membership

Any person in the mortgage banking or related fields who lives in a geographical location not within commuting distance (50 miles) to an existing Local Association, is entitled to membership as an Associate Member. Associate Members enjoy all other benefits apart from participating in an NAPMW local and their events, and are encouraged, but not required, to form a new Local Association.

Corporate Members

Corporate members are legal entities, organizations and/or companies, which obtain a membership and pay dues to the National Association on behalf of individual employees and agents according to a fee structure as designated by the National Board. Corporate members enjoy the rights and privileges of membership, with the noted exception that Corporate members are not entitled to vote or hold office.

Membership categories continued...

National Membership

National members are individuals that are employed by or otherwise associated with a Corporate member and identified by the Corporate member as a sponsored individual member. National members are entitled to all of the rights and privileges of membership and are entitled to vote and hold office. The term of the membership privileges shall be concurrent with the term of the Corporate member.

In the event National members live in close proximity of a Local Association, a National member may join the Local Association, but is not required to do so.

Honorary Members

Past National Presidents of NAPMW shall be Honorary members and are not required to pay National dues. Honorary members are entitled to all of the rights and privileges of membership and are entitled to vote and hold office.



Membership Benefits

Network and Increase Your Net Worth

Every contact you make is a potential asset to you and your business. Through the Local Association, the NAPMW Annual Conference, and the various leadership seminars put on by NAPMW, you will make valuable career connections to support your growth throughout your mortgage career. Whether you are looking for peer support, product and service information, or assistance with local regulations, NAPMW can help.

Keep In Touch With Industry Opportunities, Trends and Developments

You will regularly receive the monthly newsletter of NAPMW. You will also receive discounts and notifications of conferences and networking events across the United States for mortgage professionals. Most notably the NAPMW Annual conference has a top educational agenda, impressive speakers, and an opportunity for personal and professional growth with your NAPMW peers.

Increase Your Market Value

No matter how busy you are, you need to take time out to invest in your professional advantage. As industry members we need to be trained, knowledgeable, and competent. Local and National educational opportunities provide the necessary education and training. Local opportunities include monthly educational meetings with top industry speakers and National opportunities include, but aren't limited to, educational webinars and leadership training seminars.

Enhance Your Leadership Potential

Gain unparalleled leadership experience by assuming a leadership role in Local Association Board of Directors and dozens of committee and coordinator positions at all levels.

Build Consumer Awareness and Confidence In Your Mortgage Business

Being informed and the best source of knowledge for your consumers will give you an edge among mortgage professionals. Being a part of NAPMW gives you access to the current trends, training, and leadership opportunities to make you stand out and confidently serve your customers.



NAPMW Structure

THE NATIONAL BOARD OF DIRECTORS

President
President-Elect
National Vice President
Secretary
Treasurer

All members of the National Board are elected by the members of NAPMW.

All members of NAPMW have the ability to vote for the National Board. The board is also assisted by a Parliamentarian and Administrative Coordinator.

LOCAL ASSOCIATIONS

Local Associations are chartered in areas showing potential for membership growth. Each Local is governed by its elected Officers. Local Associations are under the guidance of a Vice President, who is a part of the National Board.

Local Associations

NAPMW Atlanta Association
NAPMW Bakersfield Association
NAPMW Fresno Association
NAPMW Hudson Valley Association
NAPMW Oklahoma City Association
NAPMW Phoenix Association
NAPMW San Joaquin Valley Association
NAPMW Seattle Puget Sound Association
NAPMW Spokane Association
NAPMW The Columbia River Association
NAPMW Wenatchee Valley Association



Organizing A Local

The following section contains the basic information you will need to begin the process of organizing a Local in your community.

There is no substitute for experience. So, if you find yourself needing guidance or support, please contact the National Membership/Extension Chair, the National Vice President or the association's Administrative Coordinator. Contact information is listed on NAPMW.org. NAPMW's support system is at your fingertips for advice, guidance, and encouragement.

Recommended Organizational Procedures

Invite potential members to attend an organizational meeting.

Your first meeting might be a luncheon, a no-host dinner, a week- end brunch, or an after work gathering. Select a meeting location and time convenient for those invited to attend the meeting.

A group of 12 or more persons is required to form a Local Association. Please note, however, that you may experience fewer numbers at organizational meetings until enthusiasm catches hold of the mortgage professionals in your area.

Although Robert's Rules of Order, Newly Revised is NAPMW's parliamentary authority and governs all NAPMW meetings, those rules need not apply at this time. The meeting should be professional and encourage all present to participate.

Once You Are Committed to Applying for Affiliation

NAPMW is composed of a National Association and Local Associations.

From the NAPMW Bylaws:

Local Associations are eligible for affiliation with NAPMW provided they:

- Submit a Letter Requesting Affiliation and Charter (see attached).
- Have twelve (12) or more initial members.
- Prepared Local Association Bylaws and Operating Procedures to be approved by NAPMW's National Board (see examples) and are not in conflict with the National Bylaws (National Bylaws attached).
- Pay a charter fee as determined by the National Board (an invoice can be issued upon request that will allow the fee to be paid by credit card or a check can be mailed to the

address on the invoice) - Currently the fee for chartering a Local Association shall be \$250.00 with a structured reimbursement of that \$250.00 charter fee as follows: \$100.00 once the membership reaches twenty 20 members; \$50.00 for holding 6 consecutive education events; \$50.00 for turning in timely meeting and treasurer reports for 12 months; consecutively; \$50.00 for filing year-end financial reports per the Financial Management Handbook. Associations with memberships falling below nine (9) may be placed on immediate suspension.

- Pay a general liability premium as assessed (an invoice can be issue if needed)

From the NAPMW Operating Procedures:

- A letter of request bearing signatures of the local President-Elect and Recording Secretary-Elect
- A list of its proposed officers and committee chairpersons.
- One year's dues (Local and National) per Charter member.
- Charter membership list.

Items needed to help with local association set up:

- Determine what you would like your local annual dues to be - Each new member will pay your local annual dues amount plus the National amount (currently \$70) when they join the association and then the National Treasurer will send you a check for the local portion.
- What would you like your association to be called? Examples include the name of the city of area in a state us as NAPMW Seattle Puget Sound Association, NAPMW Phoenix Association or NAPMW Hudson Valley Association.
- Apply for a local association EIN with the IRS, <https://www.irs.gov/businesses/small-businesses-self-employed/how-to-apply-for-an-ein>
- Open bank account – you will need your EIN for this. The bank may also request the National Board Business Meeting minutes that show approval of your affiliation with the organization and the IRS exemption document showing the association is Section 503(c) (6). Those two documents may be requested by emailing admin@napmw.org.

<u>Task</u>	<u>Date Completed</u>	<u>Date Sent to NAPMW</u>	<u>Comments</u>
Have a Formation Meeting (must have 12 people committed to membership prior to forming a local association)			
Determine the cost of membership (\$70.00 is the amount of national membership, any amount above \$70 will be sent to the local association)			
Prepare formal letter to NAPMW requesting affiliation, this must be signed by the President Elect and Recording Secretary Elect (sample attached)			
Prepare and submit Operating Procedures for the local (sample attached)			
Prepare and submit Bylaws for the local (sample attached)			
Pay a refundable Charter Fee of \$250.00 - over a period of time this will be sent back to local upon completion of certain tasks (see reimbursement guidelines attached)			
Pay a General Liability premium- to be determined by National			
Name of newly formed local (usually city or area, example NAPMW Phoenix, NAPMW San Joaquin Valley)			
List of proposed officers			
List of charter members			
Apply for EIN (IRS Employer Identification Number) - this is needed to open a bank account			
Open bank account			

SAMPLE LETTER REQUESTING AFFILIATION AND CHARTER

(Date)

National Association of Professional Mortgage Women

RE: Request for National Affiliation and Charter

To Whom it may concern:

This letter is to request affiliation and charter of NAPMW - _____.

The following items are enclosed:

- Copy of Local Association Bylaws
- Copy of Local Association Operating Procedures
- Proof of membership for a minimum of 12 members
- Charter fee in the amount of \$250
- Federal Employer Identification Number
- Local Affiliation Agreement

We request an affiliation date of _____ (must be at least 60 days after the date of this letter).

Please do not hesitate to contact us should you need any additional information.

Respectfully submitted,

President Elect, NAPMW _____
(Phone, email address)

Recording Secretary Elect, NAPMW _____
(Phone, email address)

NATIONAL ASSOCIATION OF PROFESSIONAL MORTGAGE WOMEN - _____ MODEL BYLAWS

ARTICLE I – NAME AND POLICY

1.1 Name

The name of this Association shall be the National Association of Professional Mortgage Women - _____.

1.2 Policy

This Association shall be nondiscriminatory and nonprofit, governed by the Articles of Incorporation, Bylaws, Operating Procedures and Code of Ethics of the National Association of Professional Mortgage Women. It is the undeviating policy of this Association to comply strictly with the letter and spirit of all federal, state, and applicable international trade regulations and anti-trust laws. Any activities of the Association or Association-related actions of its Officers, Directors, or members, which violate these regulations and laws, are detrimental to the interest of the association and are unequivocally contrary to the Association policy.

ARTICLE II- PURPOSE

The purpose of this Association shall be:

1. To promote and foster educational opportunities for its members.
2. To maintain the high standards of the profession.
3. To work for equal recognition and opportunities for women.
4. To bring together it's members for the exchange of experiences, ideas, and interests in all phases of mortgage banking on the local, region and national levels.
5. To encourage women to choose the mortgage banking profession as a career.

ARTICLE III – MEMBERSHIP

Membership in this Association shall be: Regular

3.1 Eligibility

- a. Individuals currently or previously employed in mortgage banking or related fields are eligible for membership.
- b. Individuals interested in and/or seeking education and/or employment in mortgage banking or related fields are eligible for membership.

3.2 **Regular Membership**

- a. Shall be open to individuals in accordance with Article III, 3.1.
- b. Shall be eligible to vote if current dues are paid.

3.3 **Limitation**

- a. Membership shall be Regular in one Local Association
- b. Membership is non-transferable from one individual to another.

3.4 **Transfers**

Any member in good standing of another Local Association may transfer their membership to this Association upon application.

3.5 **Termination**

Any member may be expelled for adequate reason by a two-thirds vote of the Executive Board. Failure to pay dues or failing to comply with NAPMW Articles of Incorporation, Code of Ethics, Bylaws, Operating Procedures or with any State or Federal Laws, including conviction of any felony crimes including but not limited to any form of fraud or misrepresentation in the performance of their responsibilities may be terminated in accordance with Termination of Membership procedures outlined in the National Operating Procedures.

3.6 **Reinstatement**

Membership may be reinstated upon approval of the Board of Directors

ARTICLE IV – FINANCE AND FISCAL YEAR

4.1 **Dues**

a. **New/Renewal**

Annual dues for all members become due on the anniversary date of membership and delinquent thirty (30) days thereafter.

- 1. Dues are payable in advance.
- 2. Dues are non-refundable.

b. **Regular**

- 1. Annual Local Association dues shall be established by vote of the membership.
- 2. Total dues shall be sufficient to cover this Association's operating expenses and the current National dues.

c. **Transfers**

- 1. Dues for a member transferring to this Association shall be established by the Executive Board and shall not include the National dues for the current fiscal year if previously paid.
- 2. Dues paid to this Association by a member who transfers to another Local Association shall not be transferred with their membership.

4.2 **Bonding**

Any officer or chairman who handles funds of this Association shall post a bond for a sum sufficient to protect this Association from loss, as required by the Executive Board.

4.3 **General Liability Insurance**

The Local must meet general liability insurance requirements as determined by the National Board.

4.4 **Fiscal Year**

The fiscal year shall be from June 1 through May 31.

ARTICLE V – EXECUTIVE BOARD

5.1 **Composition**

The officers shall constitute the Executive Board.

5.2 **Duties**

Perform the duties as defined in this Association's Operating Procedures or as necessary to conduct the business of this Association or to enforce these Bylaws.

**ARTICLE VI–OFFICERS, DIRECTORS, QUALIFICATIONS,
DUTIES & TENURE**

6.1 **Officers**

The officers of this Association can be those members who will best serve the association, as long as there is a President, Secretary and Treasurer.–The local may or may not elect to have Directors.

6.2 **Qualifications**

- a. A candidate for local office must be a Regular member in good standing-
- b. A candidate for local office shall be employed in accordance with the definition of mortgage banking and related fields.
- c. A candidate for Treasurer must have completed nationally approved Treasurer training prior to taking office.

6.3 **Duties**

The Officers and Directors shall perform those duties usual to the positions and defined in these Bylaws and this Association's Operating Procedures.

6.4 **Tenure**

- a. The officers and/or directors elected shall assume their respective duties on June 1 of the current year.
- b. The Officers and/or Directors shall serve for a term of one (1) year or until their successors are elected.
- c. An involuntary change in employment status of an Officer and/or Director shall not be cause for termination.

6.5 **Vacancies**

- a. A vacancy in the Office of President shall be filled by the President-Elect (or Vice President if the Local Association has no President-Elect position).
- b. All vacancies in elective offices, including Directors, except that of the President and President-Elect, shall be filled for the unexpired term by appointment of the President, with the approval of the Executive Board. *(President-Elect, if intended to succeed to the President position the next term, must be elected.)*

6.6 **Removal from Office**

Any officer and/or director may be removed from office for cause, as defined in this Association's Operating Procedures, by a two-thirds vote of the Executive Board.

ARTICLE VII – MEETINGS

7.1 **Regular**

- a. The number of meetings of this Association shall be determined by a vote of the membership or by the Executive Board.
 - 1. 25 percent of the membership shall constitute a quorum.
- b. Meetings of the Executive Board shall be determined by the Executive Board.
 - 1. Three (3) members shall constitute a quorum.

7.2 **Special**

- a. Meetings of the Association may be called at any time by the President or by a majority of the Executive Board, provided written notice is given each member at least ten (10) days prior to said meeting.
- b. Meetings of the Executive Board may be called by the President, or by a majority of the Board, provided written notice is given each member at least ten (10) days prior to said meeting.

7.3 **Installation**

The Officers and/or Directors (if elected) may be installed at the May meeting of this Association.

ARTICLE VIII – COMMITTEES

8.1 Committees

- a. This Association can determine those Committees it deems necessary to meet its goals. Some that may, but that do not have to be included are as follows:

Budget	Internal Audit
Bylaws	Nominating
Education	Services and Resources
Membership	

- b. The President of the Association may appoint whatever committees deemed necessary.

ARTICLE IX – NOMINATIONS, ELECTIONS AND BALLOTING

9.1 Nominating Committee

The Executive Board shall elect a Nominating Committee as set forth in this Association's Operating Procedures.

9.2 Nominations

- a. Officers and/or Directors
1. Candidates shall be Regular members in good standing.
 2. The Nominating Committee shall present the slate of nominees to all members at/or before the February meeting via mail or electronic medium as determined by the Executive Board.
 3. Additional nominations shall be permitted by members at the March Meeting or via mail or electronic medium as determined by the Executive Board, for a period of 30 days after receipt of the proposed slate of officers from the Nominating Committee. At the end of 30 days, the President will declare Nominations closed and present to the membership either at the March meeting or via mail or electronic medium, as determined by the Executive Board, the names of all proposed candidates for office.

9.3 Elections

- a. Officers and Directors
1. Shall be elected by ballot at/or before the April meeting by mail or electronic medium as determined by the Executive Board.

2. If there is only one candidate for an office, the proposed slate becomes the elective ballot for the officers of the Association.

9.4 **Voting**

- a. Voting shall be in accordance with this Association's Operating Procedures and by whatever means is best for the Association.
- b. No voting by proxy shall be allowed.
- c. No voting by absentee ballot shall be allowed.
- d. A majority of all votes cast for any office shall constitute an election.

ARTICLE X – NATIONAL ANNUAL MEETING REPRESENTATION

- 10.1 This Association may provide funds to members in good standing to attend the National Annual Meeting as set forth in their local Operating Procedures.

ARTICLE XI – ETHICS and STANDARDS

11.1 **Ethics**

All members of NAPMW shall adhere to the Articles of Incorporation, Bylaws, Operating Procedures, Code of Ethics, and comply with all Federal and State laws relating to, but not limited to, any form of fraud or misrepresentation in the performance of their responsibilities of their profession.

ARTICLE XII – OPERATING PROCEDURES

12.1 **Operating Procedures**

A set of Operating Procedures shall be established.

ARTICLE XIII – DISSOLUTION

This Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and upon dissolution no part of said funds shall inure to or be spent on behalf of the members or be distributed to the members of this Association or any organization not affiliated with NAPMW. On dissolution of this Association, any income or assets remaining shall accrue to the Association's respective National Treasury.

ARTICLE XIV – INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES & AGENTS

14.1 Indemnification of Officers, Directors, Employees and Agents

- a. No Officer or Director or former Officer or Director of this Association shall be personally liable to this Association or to its members for monetary damages for any conduct as an Officer or Director, provided, however, that this section shall not eliminate or limit the liability of a knowing violation of law by an Officer or Director or for any transaction from which the Officer or Director will personally receive a benefit in money, property or services to which an Officer or Director is not legally entitled; and provided this limitation shall not eliminate or limit the liability of an Officer or Director for any act or omission prior to the date when this provision becomes effective.
- b. Each Officer or Director shall be indemnified by this Association against all expenses reasonably incurred by him/her in connection with an action suit or proceeding to which he/she may be a party defendant with which he/she may be threatened by reason of his/her being or having been a Director or Officer of this Association or by reason of having acted pursuant to a resolution of the Executive Board, but an Officer or Director shall not be indemnified for any matter for which he/she is held liable for failing to act in good faith or in a manner opposed to the best interests of the corporation. The term “expenses” includes the amount paid in satisfaction of a judgment or in the settlement of a claim if the settlement is approved by a major of the members of the Executive Board of the Association other than those involved or by a majority of a committee of five or more members of the Association who are not Officers or Directors so involved appointed by the President, subject to the approval of the Executive Board. The right of indemnification under this article shall not exclude any other right to which an Officer or Director may be entitled nor restrict the Association’s right to indemnify or reimburse an Officer or Director in a proper case even though not specifically provided for herein.

ARTICLE XV – MERGER

15.1 Voting

If this association chooses to merge with one (or more) other Local Association(s), there must be an affirmative vote of 2/3 of the Regular Members in good standing.

15.2 Funds

Funds from Associations being merged will be combined to create the treasury of the new Association.

15.3 **Procedures**

The merger is to be accomplished in accordance with National Operating Procedures and under the guidance of the National Board, or its designee.

ARTICLE XVI – AMENDMENTS

16.1 **Proposed Amendments**

- a. Amendments to the Bylaws may be proposed by the Executive Board or a Regular member of this Association.
- b. Proposed amendment or amendments shall be presented at a regular or special meeting or via mail or electronic medium.

16.2 **Voting**

- a. Proposed amendment or amendments shall be sent via mail or - electronic medium to the last known address of each member at least thirty (30) days prior to voting.
- b. These Bylaws may be amended at any meeting by a two-thirds vote of the members present, provided a quorum is present or via mail or electronic medium.

16.3. **Effective Date**

Final adoption of all amendments to these Bylaws shall be contingent upon approval of the National Bylaws Coordinator.

16.4 **Compliance**

Changes required to bring these Bylaws into conformity with the National Bylaws shall be made without the necessity of a vote of this Association.

ARTICLE XVII – PARLIAMENTARY AUTHORITY

The current edition of *Robert's Rules of Order, Newly Revised*, shall be the parliamentary authority and shall govern all proceedings of this Association, subject to such special rules as may be adopted.

**NATIONAL ASSOCIATION OF PROFESSIONAL
MORTGAGE WOMEN - _____
OPERATING PROCEDURES**

ANTITRUST

1. Policy Purpose - The following policy is designed to minimize the risk of violating antitrust laws while at NAPMW functions, including informal discussions and written communications before, during, and after NAPMW functions. At the heart of this policy are subjects that may directly or indirectly affect competition, all of which deal with how companies compete against each other. Companies compete at many levels and in many ways, and any subject that touches on how they compete requires great care or may even be prohibited. Associations and their members are in a particularly sensitive position because so many competitors find themselves together at association functions, when the opportunity to talk about competitive subjects presents itself. Even the appearance of behavior that violates antitrust laws can lead to prosecution by the government or by companies.
2. Discussion Restrictions - Some subjects are closer to the competitive process than others. As a result, some subjects must be prohibited while others must be restricted. The lists below are not exhaustive; other topics may touch on competition and should also be avoided.
3. Prohibited Topics of Discussion - The mere discussion of or writing about the following topics may lead to a violation of the antitrust laws, therefore conversations or anything in writing dealing with any of the following subjects is prohibited:
 - a. Current pricing or pricing policies of the industry or individual members or nonmembers with respect to customers or suppliers.
 - b. Terms and conditions of doing business by competitors or with customers or suppliers, such as discounts, rebates, credit terms and credit availability, warranty terms, return policies, special orders, etc.
 - c. Future plans dealing with pricing, terms and conditions, product lines, levels of production, and product promotion.
 - d. Speculation or predictions about what companies or other parties may do in response to business developments or government actions.
 - e. Intent or willingness to serve or not serve certain customers, territories, or markets; to buy or not buy from certain suppliers; to restrict cooperation with competitors; to conduct or not conduct research on certain products; or to produce only certain types of products.
 - f. Developing or revising standards that can exclude competitors; and
 - g. Market shares or levels of production of any company.
4. Restricted Topics of Discussion - The following subjects should not normally be discussed at or written about before, during, or after an NAPMW function, unless they are approved in advance by NAPMW's Board of Directors:
 - a. Current or projected profits or profit margins of companies.
 - b. Current or projected costs of companies.
 - c. Data on investments, sales volumes, or other prohibited topics collected as part of a member's survey; and
 - d. Hostile or negative remarks about any other industry product/service and/or member company.

FINANCES AND FISCAL YEAR

1. Revenue

The revenue of this Association shall be derived from:

- a. Dues
- b. Investment of funds

Nothing in this section shall preclude the receipt of revenues from other sources that may be determined from time to time by the Executive Board.

2. Dues

Annual dues for Regular members shall be \$_____.

3. Payment

All checks, drafts, or other orders of payment of money, notes or other evidence of indebtedness issued in the name of the Association shall require one signature(s) on amounts under \$_____. Amounts over \$_____ require _____ signatures. The President, Vice President and Treasurer shall be the three authorized signatories, or such other officers as shall be determined by the Executive Board. The National Vice President - assigned to this Local Association shall also be an authorized signatory. All expenditures/vouchers shall be determined by the Executive Board. All expenditures/vouchers shall require approval by a majority of the Executive Board.

4. Budget

A proposed Budget for the Association shall be presented to the general membership for adoption at the June/July meeting

5. Internal Audit

An internal audit shall be made of this Association's financial records by a qualified person, or persons appointed by the Executive Board, and shall include the newly elected Treasurer, unless Treasurer was on the Executive Board for the year being internally audited. Such internal audit shall be completed within 30 days after receipt. A written report covering the internal audit shall be submitted to the membership. The financial records shall be transferred to the incumbent Treasurer.

6. Financial Records

The financial records shall be submitted to the Vice President (or designee) assigned to this Local Association for internal audit or review upon request.

7. Account Signatory

The current Vice President assigned to this Local Association will be an authorized signatory on all accounts.

MEMBERSHIP

1. New Member Packet

Each new member will be presented with a copy of the Local Association Bylaws, Operating Procedures, Code of Ethics, and Roster.

2. Termination of Membership

- a. Any member may be expelled for adequate reason by a two-thirds vote of the Executive Board. Failure to pay dues or to meet the criteria for membership is presumed to be adequate reason for expulsion and does not require advance notice to the member and deliberation by the Board.
- b. Any member proposed for expulsion for another reason shall be given advance written notice including the reason for the proposed expulsion. The member shall have 30 days to respond in writing to the Executive Board, and the member may request a formal hearing from the Executive Board. The Executive Board shall notify the member of its decision within 30 days of said formal hearing or upon review of the response. The member shall have the right to appeal the decision of

the Executive Board to the Ethics Committee within 30 days of the decision of the Executive Board. The Ethics Committee shall review the minutes of the formal hearing and all responses from the member and the Executive Board. The Ethics Committee may, in its discretion, hold a hearing. The Ethics Committee shall notify the member and the Executive Board of its final determination within 15 days of receipt of said appeal. The decision of the Ethics Committee shall be final and binding upon the Local Association and the member involved.

OFFICER DUTIES

1. The President shall:
 - a. Preside at all meetings.
 - b. Appoint a parliamentarian.
 - c. Enforce the Bylaws and Operating Procedures.
 - d. Appoint all committee chairmen as may be authorized by this Association or the Executive Board.
 - e. Be an ex-officio member of all committees except the Nominating Committee.
 - f. Perform such other duties as pertain to the Office of President, or as assigned or requested by the Executive Board.
2. The President-Elect shall:
 - a. Automatically succeed to the Office of President at the conclusion of the term as President-Elect.
 - b. Perform the duties of the President in her/his absence.
 - c. Assist the President in performing the duties of that office as related to Local and National responsibilities.
In the event of a vacancy in the Office of President, the President-Elect shall succeed to the unexpired portion of the President's term. This shall not preclude the President-Elect from serving the full term as President the following year.
3. The Vice President shall:
 - a. Perform the duties of the President in the absence of the President.
 - b. Assist the President in every way possible, and act as presidential representative when requested.
 - c. Perform such other duties as may be requested by the President.
4. The Recording Secretary shall:
 - a. Record all minutes.
 - b. Keep a record of attendance.
 - c. Have a copy of the bylaws and operating procedures available at all meetings.
 - d. Retain all ballots for a period of thirty (30) days after ballots are cast.
 - e. Perform such other duties as may be requested by the President.
5. The Corresponding Secretary shall:
 - a. Conduct the correspondence of this Association.
 - b. Send to the –Vice President - assigned to this Local Association, the names and addresses of Officers immediately after their election.
 - c. Perform such other duties as may be requested by the President.
6. The Treasurer shall:
 - a. Receive all monies payable to this Association.
 - b. Deposit receipts in a bank approved by the Executive Board in the name of the NAPMW - _____.
 - c. Disburse funds upon authorization of the President or the Executive Board.

- d. Submit to the National Vice-President assigned to this Local Association, the name and address changes of members within thirty (30) days of receipt.
 - e. Keep accounts and financial records and report at all meetings.
 - f. Submit Association's year-end financial report and copy of completed IRS Form 990 to the National Vice President assigned to this Local Association by August 1.
 - g. Comply with IRS regulations.
 - h. Assist National-as needed in notifying members that dues are payable or are in arrears.
 - i. Perform such other duties as may be requested by the President.
7. The Director shall:
- a. Perform duties as requested by the President and this Association.
8. All Officers and Directors shall:
- a. Attend all meetings of the Executive Board..
 - b. Deliver to respective incoming Officers and Directors, all records, books, papers, and other property belonging to this Association, on a date set by the incoming president.
 - c. Subscribe to the NAPMW Board Member Code of Conduct (see attachment).

EXECUTIVE BOARD

1. Duties
- a. Approve routine expenditures.
 - b. Review proposed projects.
 - c. Make recommendations to this Association.
 - d. Transact business approved by this Association.
2. Removal from Office
- a. An Officer or Director may be removed from office for failure to attend three (3) Executive Board Meetings.
 - b. In the absence of extenuating circumstances, failure of the members of the Executive Board to attend three meetings of the Executive Board shall constitute a breach of office. In the event this breach of office occurs, a letter of inquiry shall be sent to the absent Board member, with a provision to respond within 10 days as to their future interest. If no response is received within 10 days, the Executive Board may expel the absent Board member for cause.
3. Executive Board Meetings
- Executive Board shall meet on the dates, time and place determined by the Executive Board. All Executive Board meetings are open to the general membership.
4. Reports
- The Recording Secretary is to index all completed motions. Copies of the minutes of each Board meeting will be sent by mail or e-mail, to all members of the Executive Board within 10 days. A copy of the Treasurer's report shall be made available to the general membership along with the general meeting minutes.

MEETINGS

1. Date
- This Association shall meet on the dates determined by a vote of the membership or by the Executive Board.
2. Location

The Arrangements Chairman shall designate the Associations meeting place which shall continue regularly so long as the place, meals and prices are satisfactory to the majority of the members. Any change in the regular meeting place is to be made only after consultation with the Executive Board.

3. Reservations/Payment

- a. Each member is obligated to pay for meals at membership meetings, in accordance with local reservation policies.
- b. Non-members may be assessed an additional price as determined by the membership or the Executive Board.
- c. The Association shall pay for the-meals of the Association's speakers.

4. Programs

- a. Planned activities during the membership meetings may include, but are not limited to the following:
 - June - National Annual Meeting Reports
 - February - VIP Night
 - February - Nomination of Officers and Delegates
 - March - Elections
 - May - Installation of new Officers
- b. A "Member of the Year" award may be made annually on VIP night or on Installation Night. A Committee will be appointed by the President to select the winner from candidates whose names are recommended from the general membership. This person shall be deemed to have made the greatest contribution to the Association during the year.

NOMINATING COMMITTEE

1. Composition

- a. The Nominating Committee shall consist of at least three (3) members for the purpose of selecting a slate of Officers and Directors.
- b. The Nominating Committee, for the next fiscal year, shall be elected by the Executive Board. Members of the Nominating Committee are not barred from becoming nominees for office themselves.

NOMINATIONS, ELECTIONS AND BALLOTING

1. Balloting

- a. The ballots shall be prepared by the Teller/Nominating Committee.
- b. The ballots used shall contain the names of the candidates, listed in alphabetical order by Officer, with an equal number of blank spaces for use in the event of nominations from the floor.
- c. No member shall have more than one vote.
- d. All ballots shall be retained by the Recording Secretary for a period of thirty (30) days after ballots are cast.

REPRESENTATION AT NATIONAL ANNUAL MEETING

1. Duties

It shall be the duty of the members receiving funding from this Association to attend all sessions. A report shall be made when determined by the Executive Board.

2. Expenses

The expenses of the members of the Association to such Annual Meeting will be provided for in the Annual Budget, and as approved by the Association, dependent upon the financial condition of the Association. All expenses of the President to attend the Annual meeting shall be paid by the Association, dependent upon the financial condition of the Association.

SCHOLARSHIPS AND AWARDS

1. Scholarships

- a. A scholarship may be awarded annually, provided funds are available, to a student or students in a real estate or a related field.
- b. No funds may be donated to a member or a person related to a member for scholarships.

2. Awards

Awards as approved by the Executive Board in the amounts set forth in the budget may be presented to the incoming/outgoing President as a part of the installation ceremonies.

COMMITTEES

1. Duties

All committee chairmen shall be responsible to the Executive Board, and shall submit all expenditures for approval, prior to execution.



LOCAL ASSOCIATION BOARD MEMBER CODE OF CONDUCT

As a member of the Board of Directors, I will:

- Listen carefully to my fellow Board Members;
- Carefully consider and respect the opinions of my fellow Board members;
- Attempt to communicate the needs of those we serve to the Board of Directors;
- Bring to the attention of the Board any issue I believe will have a significant effect on our organization or those we serve;
- Keep well-informed of developments relevant to issues that may come before the Board;
- Participate actively in Board Meetings and actions and not discuss elsewhere what I am unwilling to discuss in Board Meetings;
- Recognize the authority invested in the Board;
- Respect and support all majority decisions of the Board;
- Refer complaints directly to the proper level on the chain of command;
- Recognize my job is to ensure that the organization is well-managed, not necessarily manage the organization;
- Represent all those whom this organization serves vs. geographic or special interest groups;
- Consider myself a “trustee” of the organization and do my best to ensure it is well-maintained, financially secure and always operating in accordance with our stated objectives, Bylaws and Operating Procedures;
- Work to learn how to do my job better;
- Acknowledge conflicts of interest between my personal life and my position on the Board, and abstain from voting or attempting to influence issues about which I am conflicted;
- Understand that I am always representing the Association in public; and
- Dress professionally as I am a member of the Board of Directors;

As a member of the Board of Directors, I will not:

- Criticize fellow Board members or their opinions, outside of the Board room;
- Use the organization or my position for my personal advantage or that of my friends, relatives, or associates;
- Discuss the confidential proceedings of the Board outside the Board room;
- Promise how I will vote on any issue before hearing the discussion and becoming fully informed on that issue;
- Interfere with the duties of staff or undermine the authority of our National Executive Staff to perform their duties;
- Speak for on behalf of the organization unless specifically authorized to do so; and participate in behavior that is unbecoming an officer of the Association.

Acknowledged by:

(Signature)

(Printed Name)

(Position on the Board)

(Date)

NATIONAL ASSOCIATION OF PROFESSIONAL MORTGAGE WOMEN BYLAWS

Revised 10.7.2022

ARTICLE I - NAME POLICY AND DURATION

1.1 Name

The name of this organization shall be the National Association of Professional Mortgage Women, hereinafter referred to as NAPMW.

1.2 Policy

NAPMW shall be nondiscriminatory and nonprofit. It is the undeviating policy of the Association to comply strictly with the letter and spirit of all federal, state, and applicable international trade regulations and antitrust laws. Any activities of the Association or Association-related actions of its staff, officers, directors, or members that violate these regulations and laws are detrimental to interest of the Association and are unequivocally contrary to Association policy.

1.3 Duration

The duration of NAPMW shall be perpetual and its geographical jurisdiction unlimited.

ARTICLE II - PURPOSE

The PURPOSES of NAPMW shall be:

- a. To promote and foster educational opportunities for its members.
- b. To maintain the high standards of the profession.
- c. To work for equal recognition and opportunities for women.
- d. To bring together its members for the exchange of experiences, ideas, and interests in all phases of mortgage banking on the local and national levels.
- e. To encourage women to choose the mortgage banking professional as a career.

ARTICLE III - MEMBERSHIP

NAPMW shall be composed of five (5) classes of members with rights and privileges of membership as designated below.

3.1 Regular Members

- a. Regular members are individuals that join an existing Local Association and pay dues to the Local Association of which a portion goes to the National Association.

- b. Regular members are entitled to all the rights and privileges of membership and are entitled to vote and hold office.

3.2 Associate Members

- a. Associate members are individuals that do not reside in a location served by an existing Local Association and pay dues to directly to the National Association.
- b. Associate members are entitled to all the rights and privileges of membership and are entitled to vote and hold office.

3.3 Corporate Members

- a. Corporate members are legal entities, organizations and/or companies, which obtain a membership and pay dues to the National Association on behalf of individual employees and agents according to a fee structure as designated by the National Board.
- b. Corporate members enjoy the rights and privileges of membership, with the noted exception that Corporate members are not entitled to vote or hold office.
- c. Corporate Members shall provide the National Association with a list of the sponsored individual members' names, titles and contact information at the time of application for Corporate membership.

3.4 National Members

- a. National members are individuals that are employed by or otherwise associated with a Corporate member and identified by the Corporate member as a sponsored individual member.
- b. National members are entitled to all the rights and privileges of membership and are entitled to vote. The term of membership privileges shall be concurrent with the term of the Corporate Member.
- c. In the event National members live in close proximity of a Local Association, a National member may join the Local Association, but is not required to do so.
- d. A National member who leaves the employment of the Corporate member shall no longer be a national member. The corporate member may designate a substitute National member.

3.5 Honorary Members

- a. Past National Presidents of NAPMW shall be Honorary members and are not required to pay National dues.
- b. Honorary members are entitled to all the rights and privileges of membership and are entitled to vote and hold office,

3.6 Termination of Membership

Membership of those members of NAPMW who fail to comply with NAPMW Articles of Incorporation, Code of Ethics, Bylaws, Operating Procedures or with any State or Federal Laws, including conviction of any felony crimes including but not limited to any form of fraud or misrepresentation in the performance of their responsibilities may be terminated in accordance with Termination of Membership procedures outlined in National Operating Procedures.

ARTICLE IV - FINANCES AND FISCAL YEAR

4.1 Dues

- a. Annual dues for Regular and Associate Members shall be set by a vote of the membership.
- b. Annual dues for Corporate Members shall be set by the National Board.
- d. Dues are non-refundable.
- e. Dues are non-transferable, with the exception of Corporate Members.

4.2 Charter Fees

The fees for chartering Local Associations shall be determined by the National Board.

4.3 Fiscal Year

The fiscal year shall be from June 1 through May 31.

ARTICLE V - NATIONAL BOARD OF DIRECTORS

5.1 Composition

The National Officers shall constitute the National Board of Directors, who shall be the Trustees of the Association.

5.2 Powers

- a. The National Board shall be the administrative body and shall be responsible for governing NAPMW by establishing direction and setting policy.
- b. The National Board shall have the authority to enter into contracts and agreements on behalf of NAPMW.

5.3 Duties

- a. The National Board of Directors shall:

1. Approve applications for affiliation of new Local Associations.
2. Manage the financial affairs of NAPMW and arrange for a periodic internal audit of the Treasurer's accounts.
3. Perform other duties necessary to conduct the business of NAPMW or enforce these Bylaws.

**ARTICLE VI - OFFICERS, QUALIFICATIONS, DUTIES,
TENURE VACANCIES AND REMOVAL FROM OFFICE**

6.1 The officers of NAPMW shall be the President, President-Elect, Vice President, Secretary and Treasurer.

a. Qualifications

1. A candidate for a National Office shall be a member in good standing for a minimum of 24 months, completed the NAPMW Leadership Training program as identified in the National Operating Procedures either before joining the board or during the first six (6) months of the first term of office. Considered candidates must have served on a local board or as a National Committee Chairperson.
2. A candidate for the Office of President-Elect shall have served on the National Board for a term of at least one (1) year within the preceding four (4) years.
3. A candidate for National Office shall register to attend that National Annual Educational Conference and Meeting.
4. A candidate for National Treasurer must have completed nationally approved Treasurer training prior to taking office.

b. Duties

1. The President, President-Elect, Vice Presidents, Secretary, and Treasurer shall perform those duties usual to the positions and defined in the NAPMW Operating Procedures.
2. The officers shall serve as members of the National Board. In addition, the President shall serve as the Chief Executive Officer of NAPMW and be the presiding officer at all National Meetings.
3. The President-Elect shall automatically succeed to the Office of the President of NAPMW at the conclusion of the term of President-Elect.

c. Tenure

- 1 The officers shall assume their respective duties following installation no later than June 1st of the year elected,
2. The officers shall serve for a term of two (2) years, except the President and President-Elect who shall serve for a term of one (1) year and President-Elect shall automatically succeed to the Office of President of NAPMW at the conclusion of the term as President-Elect.
3. The Secretary and Vice President shall serve two-year terms with elections being in odd years. The Treasurer shall have elections for terms ending in even years.
3. Six (6) months or longer shall be a term of office when determining eligibility for re-election.
4. The officers shall hold no more than one office on any one level at a time and shall be eligible to serve in the same office for no more than two (2) consecutive terms.

d. Vacancies

1. A vacancy in the Office of President shall be filled by the President-Elect, who shall succeed to the Office of President.
- 2 A vacancy in any office shall be filled by appointment of the President, for the remainder of the term upon approval of the National Board.

e. Removal from Office

A National Officer may be removed from office for cause, as defined in NAPMW's Operating Procedures, by a two-thirds (2/3) vote of the National Board.

ARTICLE VII- STRUCTURE

7.1 NAPMW is composed of a National Association and Local Associations.

7.2 Local Associations

a. Affiliation Requirements

Local Associations are eligible for affiliation with NAPMW provided they:

1. Sign a Local Affiliate Agreement with NAPMW.
 2. Have twelve (12) or more initial members, subject to the Bylaws Committee's review and approval of the local's proposed Bylaws and Operating Procedures and approval of the request for affiliation by the National Board.
 3. Adopt Local Association Bylaws that have been approved by NAPMWA and that are not in conflict with the National Bylaws
 4. Pay a charter fee as determined by the National Board
 5. Pay a general liability premium as assessed
- b. Composition
- Local Associations chartered by NAPMW shall be comprised of Regular and National members.
- c. Powers
- The Local Associations shall have the authority to conduct the business of the Association in accordance with the Local Association Bylaws, and NAPMW Operating Procedures.
- d. Probation
- Prior to Suspension, the National Board, may, within its discretion, place a Local Association under Probation for non-payment of dues or failure to comply with NAPMW Bylaws or Operating Procedures, IRS regulations, or other obligations of the Local Association.
- e. Suspension
- Local Associations who are delinquent for thirty (30) days in the payment of annual dues or any other indebtedness to NAPMW, may be suspended by the National Board for all rights and privileges of membership. Failure to comply with NAPMW Bylaws or Operating Procedures, IRS Regulations, or other obligations of the Local Association shall be deemed a Default. Any Local Association in Default may be placed under Suspension by the National Board if such Default continues for a period of thirty (30) days following written notice from NAPMW.

ARTICLE VIII-MEETINGS

8.1 National Annual Education Conference and Meeting

- a. The National Annual Education Conference and Meeting Shall be held at a location as determined by the National Board.
- b. The purpose of the National Annual Education Conference and Meeting shall be conducting the conference and to install the new National Officers, hear the annual reports of the Board of Directors and Committees of the Association and the transaction of any business as shall be legally brought before the members. The voting body for the Annual meeting shall be the members in attendance who are entitled to vote, which shall constitute a quorum.
- c. Voting on other matters may be by ballot or viva voce, as called for by the presiding officer.
- d. Action Without Meeting

Any action which may be taken at any meeting of Members may be taken without a meeting. Voting Members shall receive a written ballot not less than ten (10) days prior and not more than thirty (30) days prior to the ballot return date. Ballots may be sent by electronic transmission by the association and responses may be returned to the association by electronic transmission. Voting by proxy shall not be permitted.
- e. Board of Directors
 - 1. The National board of directors shall meet monthly and may designate any cost-effective location, either within or outside the State of Washington, as the place for any regular or special meetings. If no designation is made or if a special meeting be otherwise called, the place of the meeting shall be the registered office of NAPMW.
 - 2. Members of the National Board may participate in the meeting in person, by conference telephone, or similar communications equipment so that all persons participating in the meeting can hear each other at the same time.
 - 3. Unless otherwise provided by the articles of incorporation, these bylaws, NAPMW Operating Procedures or provisions of law, the following provisions shall govern the giving of notice for meetings of the board of directors:
 - (a.) Written notice stating the place, day, hour, and purpose of any meeting of the National Board shall be delivered via email or other electronic means to each National Board member, Local Association President, and all Association Members at least five (5) days prior to the meeting.
 - (b.) Whenever any notice of a meeting is required to be given to a director of this Association under provisions of the articles of incorporation, these bylaws, or the law of this state, a waiver of

notice in writing signed by the director or communicated via email, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

4. Two-thirds (2/3) of the members of the National Board shall constitute a quorum.
5. The act of the majority of the National Board members present at any meeting at which a quorum is present shall be the act of the National Board, unless a greater number is required by law or by these Bylaws.

ARTICLE IX - NOMINATIONS ELECTIONS AND BALLOTING

9.1 Nominations for National Officers

- a. Nominations for National Office shall be submitted to the Nominating Committee.
- b. The Nominating Committee shall submit the slate of nominees in writing to the National Board of Directors not less than thirty (30) days prior to the date of electronic balloting.

9.2 Elections

- a. National Officers shall be elected by written ballot sent by electronic transmission or as determined by the National Board of directors.
- b. The voting body shall be all members entitled to vote and in good standing. A majority of the voting body shall constitute a quorum.
- c. Local Officers shall be elected in accordance with their respective Local Association Bylaws.

9.3 Balloting for National Officers

- a. Voting members shall receive the slate of officers not less than thirty (30) days prior to the ballot return date. Any write in nominations must be vetted by the Nominations Chair by submitting their resume and qualifications at least 96 hours before the ten (10) days prior to the ballot return date. Ballots may be sent by electronic transmission by the association and responses may be returned to the association by electronic transmission. Voting by proxy shall not be permitted.
- b. A majority of all votes cast for any office shall constitute an election.

ARTICLE X - STANDARDS

All members of NAPMW shall adhere to the Articles of Incorporation, Bylaws, Operating Procedures, Code of Ethics, and comply with all Federal and State laws relating to, but not limited to, any form of fraud or misrepresentation in the performance of the responsibilities of their position.

ARTICLE XI - OPERATING PROCEDURES

11.1 Operating Procedures

- a. A set of Operating Procedures shall be established.
- b. An Operating Procedure may be adopted, amended, or rescinded by a majority vote at any regular business meeting of the National Board or at the National Annual Meeting.

ARTICLE XII - INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

12.1 Indemnification of Officers, Directors, Employees and Agents.

- a. No officer or director or former officer or director of the Association shall be personally liable to the Association or its members for monetary damages for any conduct as an officer or director; provided however, that this section shall not eliminate or limit the liability of an officer or director for acts or omissions that involve intentional misconduct by an officer or director or a knowing violation of law by an officer or director or for any transaction from which the officer or director will personally receive a benefit in money, property or services to which an officer or director is not legally entitled; and provided, this limitation shall not eliminate or limit the liability of an officer or director for any act or omission prior to the date when this provision becomes effective.
- b. Each officer or director shall be indemnified by the Association against all expenses reasonably incurred by him/her in connection with an action suit or proceeding to which he/she may be a party defendant or with which he/she may be threatened by reason of his/her being or having been a director or officer of the Association or by reasons of having acted pursuant to a resolution of the Board of Directors, but an officer or director shall not be indemnified for any matter for which he/she is held liable for failing to act in good faith or in a manner opposed to the best interests of the corporation. The term "expenses" includes the amount paid in satisfaction of a judgment or in the settlement of claim if the settlement is approved by a majority of the members of the Board of Directors of the Association other than those involved or by a majority of a committee of five or more members of the Association who are not officers or directors so involved appointed by the President subject to the approval of the Board. The right of indemnification under this article shall not

exclude any other right to indemnify or reimburse an officer or director in a proper case even though not specifically provided for herein.

ARTICLE XIII - DISSOLUTION

The Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure, or be distributed, to the members of the Association. On dissolution of the Association, any funds remaining shall be distributed to one or more qualified charitable, educational, or philanthropic organizations to be selected by the Board of Directors

ARTICLE XIV - AMENDMENTS

14.1 Proposed Amendments

- a. Amendments to the National Bylaws may be proposed by the Bylaws Committee or the National Board.
- b. Proposed amendments shall be received by the National Board thirty (30) days or more prior to the first day of the National Annual Meeting.

14.2 Voting

These Bylaws may be amended by a majority vote of the ballots cast by the members of the Association.

14.3 Effective Date

Any amendments to the Bylaws shall become effective upon adoption unless otherwise specified and shall be binding on all Local Associations.

14.4 Corrections

Any automatic grammatical, punctuation, clarification, and correlation corrections in these Bylaws and/or amendments thereto, which in no way alter the intent of the respective Bylaws or amendments, shall be affected by those members serving on the National Bylaws Committee at the time said Bylaws or amendments were adopted.

14.5 Suspension of Bylaws

- a. When the National Board deems it necessary to consider the restructuring of NAPMW, they may suspend any part or all the Bylaws.
- b. At the time of suspension of any and/or all the provisions of these Bylaws as provided for in paragraph a. above, temporary provisions for continued operation of NAPMW may be presented for use during a transition and evaluation period of not less than one (1) year.

- c. During the transition period, the National Bylaws Committee will re-evaluate the suspended Bylaws and with the National Board monitor the temporary operating procedures along with any changes in operations made during the transition period.
- d. At the end of the transition period, the National Board and Bylaws Committee will compile a report to the membership outlining its recommendations as how best to restructure NAPMW in a more streamlined manner to ensure the continued existence of NAPMW for the future to be voted on by the membership.

ARTICLE XV - PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order, Newly Revised, shall be the parliamentary authority and govern all proceedings of NAPMW, subject to such special rules as may be adopted by the Board of Directors.

The fee for chartering a Local Association shall be \$250.00 with a structured reimbursement of that \$250.00 charter fee as follows: \$100.00 once the membership reaches twenty 20 members; \$50.00 for holding 6 consecutive education events; \$50.00 for turning in timely meeting and treasurer reports for 12 months; consecutively; \$50.00 for filing year-end financial reports per the Financial Management Handbook.

Instructions for a local association to apply for an EIN as of 1.6.23

<https://www.irs.gov/businesses/small-businesses-self-employed/how-to-apply-for-an-ein>

Apply Online, click on Internet EIN

Next click on **Apply Online Now**

A box will pop up (Sa.www4.irs.....) click OK

Begin Application >>

What type of legal structure is applying for an EIN?

Click View Additional Types, Including Tax-Exempt and Governmental Organizations – Continue >>

Additional Types

Click Other Non-Profit/Tax-Exempt Organization – Continue >>

Please confirm your selection.

No boxes to check, just click Continue >>

Why is the Non-Profit/Tax-Exempt Organization requesting an EIN?

Click Started a new business box – Continue >>

Please tell us about the Responsible Party – this should be the association President or Treasurer

- First name * - Enter the first name of the association President or Treasurer
- Last name * - Enter the last name of the association President or Treasurer
- SSN/ITIN * - Enter the social security number or individual taxpayer identification number of the person you entered as the name (President or Treasurer).

Choose One: *

Click the box: I am a responsible and duly authorized member or officer having knowledge of this organization's affairs. Continue >>

Where is the Non-Profit/Tax-Exempt Organization physically located?

You should enter the same address that you plan to use when you open your association bank account.

You can decide yes or no if you'd like mail sent to a different address. Continue >>

Tell us about the Non-Profit/Tax-Exempt Organization.

- Legal name * NAPMW XXXXXXX Association (This will be whatever you have chosen to be your official NAPMW name, typically a city or area. You should have already made this decision prior to reaching the step of requesting this EIN.)
- County * – should auto fill from when you entered your address on the previous page
- State * - should auto fill from when you entered your address on the previous page
- Non-Profit/Tax-Exempt Organization start date * - this should be the date when the NAPMW National Board approved your membership.

Tell us more about the Non-Profit/Tax-Exempt Organization.

Click No for each category – Continue >>

What does your business or organization do?

Other (all the way at the bottom) – Continue >>

You have chosen Other.

Please choose **one** of the following that best describes your primary business activity:

Click Other-please specify your primary business activity:

Type in Education – Continue >>

How would you like to receive your EIN Confirmation Letter?

Click Receive letter online (unless you would rather it be mailed which takes a long time) – Continue >>

Summary of your information

Review all the information and if ok click Submit

After a few minutes a letter with your EIN should pop up. Save or print. This will be your only opportunity to do this.