

# How to Form a Chapter of Women In Defense, A National Security Organization



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A member of Women In Defense in good standing (belonging to one of the dues-paying WID membership categories and having paid dues for the current year) can lead the initiative to form a chapter. She must demonstrate her commitment to the organization by having a membership before making the first contact with a WID National representative. For additional details and to discuss the prospects of a chapter in your geographical area, contact Britt Sullivan, Acting WID Staff Director, [bsullivan@ndia.org](mailto:bsullivan@ndia.org); 703-247-2587.

### **Before you begin**

A member of Women In Defense in good standing (belonging to one of the dues-paying WID membership categories and having paid dues for the current year) can lead the initiative to form a chapter. She must demonstrate her commitment to the organization by having a membership before making the first contact with a WID National representative.

### **What is a chapter of Women In Defense?**

Defense professionals join Women In Defense and then are assigned to a chapter based on zip code. A chapter of Women In Defense is a local way to benefit from the mission of the organization. Chapters conduct professional development and educational events, networking events, mentoring, and in some cases, community service. Chapters are an integral part of the WID national organization, which in turn is an integral part of the National Defense Industrial Association (NDIA). WID is an affiliate of NDIA, which is similar to being a wholly-owned subsidiary.

### **Identifying need, interest, sustainability**

New chapters are typically created because members see that a chapter would enhance their professional development and networking opportunities. Employers often realize the association could fill a need in their area and are willing to provide resources.

The following checklist will help you through the steps of creating a chapter. As you will see, it can be a substantial amount of work. It is very important to enlist the aid of others who are committed to the organization, both in the short term and the long term. Sustainability is vital. Typically, the first year of a WID chapter's existence is met with enthusiasm and eagerness. It is the second year and thereafter that is still more important.

In general, **four elements** form the base for a healthy chapter. Those are **leadership, programs, membership base, and finances**. Leadership is at the top because the people making decisions for your chapter ensure its strength and its future. Starting a chapter and sustaining its success over time require strong leadership. Some chapters have found it beneficial to have a well known senior individual be the chief elected officer during the organization stage. It is valuable to consider who the next president will be.

The quality, variety and interest of the programs you develop are what will keep members coming to your events. Strong chapters keep their membership base thriving. After all, it is for the sake of the members that we exist. And sound financial footing derives from managing the chapter in a businesslike fashion.

## Requirements, Expectations

Those who want to organize a new chapter should be members of WID before they make the first contact with a WID representative.

Many organizers have had experience managing other volunteer-run, non-profit organizations. Because a chapter of WID is an integral part of Women In Defense, which in turn is an integral part of the National Defense Industrial Association, being involved on a leadership level might be easier than with other groups where you have served.

For example, your WID chapter **does not need** the following elements:

- **does not need** federal identification number (also known as an employer identification number)—the number for NDIA is to be used and will be sent to you as you get further in your development of a chapter
- **does not need** insurance—NDIA risk management programs cover WID and chapters
- **does not need** separate incorporation—NDIA incorporation covers WID chapters
- **does not need** separate tax exemption ruling—NDIA tax exemption covers WID and chapters, and you will be sent appropriate documentation.

In certain instances, a military installation has special requirements for hosting events at the installation. Chapters should coordinate with the WID Staff Director.

**National's Expectations of Chapters.** The National organization expects a chapter to:

- maintain sound finances, including budgeting (programs, general funds, income, expenses)
- file an annual financial report with WID National (simple, one page document)
- maintain its leadership (officers and directors), keeping the minimum number of officers as stated in the chapter bylaws
- assist in carrying out the mission of the organization
- host events that are self-supporting and that reflect favorably on the total organization
- foster membership growth and maintain at least 35 members in the chapter
- keep its web presence up-to-date and ensure it complies with requirements
- follow the guidelines in the chapter formation and chapter management manuals

### Requirements for a Successful WID Chapter

1. Send a list of officers and directors to the National headquarters (yearly or when changes occur)
2. Have a chapter management manual
3. Maintain sound finances
4. Produce events that at least break even financially
5. Charge member/non-member registration fees at events
6. Inform the National headquarters if planning activity that would likely exceed the chapter's financial means
7. Inform the National headquarters of the date of chapter events that would be considered substantial (for example, attracting nationally-prominent speakers, registrants from throughout the nation, attracting more than 75 attendees)
8. Track income and expenses; prepare a budget
9. Track events and number of attendees; track income and expenses from events
10. Have a checking account

## Chapter Formation Checklist

Key elements needed: chapter name, 35 dues-paid WID members, list of officers/board of directors, an outline of programs for at least one year, a budget based on the program outline, and bylaws.

- Often it is just a couple of people who begin the process of forming a chapter. Those individuals should belong to the association before pursuing the chapter. They should quickly recruit others to form the initial leadership base.
- Contact the WID staff director, National President or Vice President, indicating your area's interest in a chapter. In addition to overview documents, you will be sent a template for chapter bylaws, a list of WID members in your area, and membership brochures and applications.
- Select a name for the chapter. Where a chapter of NDIA exists, repeating the name of the corresponding NDIA chapter is preferred.
- Secure the support of at least 35 WID members who will belong to your chapter. This means having 35 individuals who are WID members and who express their desire to take part in the organization and success of the new chapter. The purpose of garnering the formal support is to assure that the organization will continue into the future. Be sure to capture the names of these 35 members; they are your charter members and an important part of your chapter's history.
- Host a meeting to explain the proposed new chapter and how members will benefit and participate. Develop an invitation list that includes representatives of key local employers, senior base/post leaders, your own personal contacts and co-workers. Take advantage of any means available to you for targeting large numbers of prospective attendees/members. Record the names of the attendees for posterity. You might need to have a variety of meetings, for example, with representatives of large employers, local military/government components, and more.
- Recruit volunteers to form an organizing board to make plans and to prepare chapter bylaws. This group might be the basis for your officers after the chapter is official.
- Plan a year's worth of programs and activities to include speakers, types of meetings (for example, breakfast, dinner), locations, pricing.
- Treasurer prepares an outline for a budget (see below) with input from other board members and/or leaders such as the programs chair. Chapters follow the same fiscal year as that of WID National, which is October 1-September 30. Keep track of money collected and money spent. At the end of the fiscal year, WID National (through NDIA) provides that information to the Internal Revenue Service for the total organization.
- Conduct the first business meeting. Obtain votes on:
  - A slate of officers and the board of directors. Select the following officers at a minimum: president, treasurer, and secretary. If you choose, you can select a vice president and directors. Ideally, you should consider the leadership for

the chapter's second year. Beginning a succession plan early can be a big step toward the chapter's success.

- Proposed bylaws
  - Submission of bylaws to WID National for approval.
- ☐ WID National will approve and return bylaws, subject to completion of other requirements. From the date of the WID National President's signature, your organization is officially a chapter of WID.

### **Suggested Items for Budget Inclusion (not all-inclusive)**

#### Revenue

- Seed money from National
- Fees you charge for events (probably your largest source of income)
- Donations from individuals or organizations
- Sponsorships (possibly from area companies, employers); perhaps they would sponsor an event or your chapter in general

#### Expenses

- Food & beverage for events (probably your largest expense). Visit venues you think you might want to use and ask for sample menus and room rental fees. Explore alternatives such as corporate board rooms and self-catering.
- Communications, postage, copies
- Recommended: Attendance at the annual WID Leaders Forum for chapter & national leaders (informal dinner the night before); registration for the National Annual Dinner, registration for the National Conference. Events are held consecutive days in the Washington, DC area. Include transportation, lodging, conference registration fee.

## After the Chapter is Official

- Your chapter will use the NDIA federal ID number, which will be supplied to you after chapter status is achieved. A chapter does not need its own federal ID number or insurance. It does not have to incorporate separately or have a separate tax exception ruling. Chapters are part of the larger WID and NDIA organization.
- WID National will send membership brochures, letterhead template, logo customized for your chapter, and membership lists.
- WID National will send “seed money” to help cover initial expenses.
- Have all your volunteer leaders review the chapter management manual thoroughly to assure they understand the full spectrum of opportunities and responsibilities of leading and managing a chapter as a unit of the WID organization. Begin organizing a manual for your chapter.
- Hold a membership meeting. You might want to invite a prominent local individual to speak and help assure a large attendance.
- Work with WID National to develop your web presence. For no cost, your chapter can have a page on the WID site. The communications section of the chapter management manual provides details
- If you want to develop a social media presence, review the guidance in the chapter management manual. You must sign documents and forward to WID National before launching your social media platforms.
- Continue to recruit volunteers to carry out chapter goals and objectives.
- Open a checking account. WID National will send relevant documents.
- Consider getting a post office box for the chapter. Because your chapter is volunteer-run, the post office box provides continuity when volunteers change. Checking the mail could be a good job for someone who wants to volunteer but is not looking for responsibilities requiring a heavy commitment of time and knowledge.
- Develop a system for promoting the chapter and its activities. Send a press release to local media announcing the new chapter.
- Develop member recruitment and retention strategy. Examples: Personal contacts, co-workers, senior leaders on the post/base, community leaders, Chamber of Commerce. Consider having a membership committee.
- Enjoy the rewards of local networking and professional development.

## Frequently-Asked Questions

### **Does someone join the chapter or join the national organization? How does that work?**

Members join the national organization (\$35 annually). They are automatically assigned to a chapter based on their zip code. There are no additional membership requirements or dues for chapters.

### **Will we have our own logo?**

Yes! Each chapter has a custom logo based on the national organization's. Artwork will be provided. The style sheet in the chapter management manual describes how to use the logo correctly. It may appear only as red and blue or as solid black.

### **What materials are available to us?**

- An electronic letterhead template
- Contact information for members in your area
- Membership brochures

### **What about websites?**

Visit <http://wid.ndia.org/chapters> for examples of WID chapter websites. Some chapters have a presence on the national site, while others construct a separate web site and are linked. Before developing your own site, contact the Staff Director for guidelines. **The WID staff director must approve the website before it goes live.**

### **Can NDIA members be grandmothers into WID? Transferred to WID?**

No. Although WID is an affiliate of NDIA, they are separate. NDIA membership is included with WID membership.

### **As a WID member, can I attend meetings of other NDIA affiliates at the member rate?**

Yes. WID members can attend meetings conducted by NDIA and its affiliates—National Training and Simulation Association, Association For Enterprise Integration, and Precision Strike Association—at **member rate**. Similarly, members of NDIA and the affiliates may attend WID meetings at the member rate.

### **What about member/non-member price differences for WID events?**

To underscore the value of WID membership, chapters should charge a different rate for members and nonmembers, even if it is only a token amount. Sometimes chapters use events as a means of recruiting new attendees who are likely to become new members and will make member rates available if the current member brings a non-member.

### **Are WID corporate memberships available?**

No, corporate membership in WID is not available. WID is a type of professional society.

### **How will we be notified when new members become part of our chapter?**

Memberships are processed monthly by Trina Dickey, WID administrative support, ([tdickey@ndia.org](mailto:tdickey@ndia.org); 703-247-2589). After new members have been added and expired memberships dropped, she will send membership contacts a spreadsheet with names and contact information of your members. Most chapters have one person who serves as membership point of contact, and that person is the one who receives the lists. Members have a three month grace period before the membership is terminated.

**Do we have to maintain a database?**

No. WID members reside in the NDIA data base. It is wise to retain the monthly reports you receive. As a general rule, you should not maintain a separate data base.

**Do we have to send renewal notices?**

No. WID National sends renewal notices and acknowledgements to new and renewing members. You might want someone from the chapter to contact new members and welcome them. You can help keep member retention high by making a telephone call, sending an e-mail, and writing a quick note

What do WID members receive upon joining?

From National, they receive a WID lapel pin plus a link to a membership card and the membership directory. Renewing members receive these items minus the lapel pin.

**What about member changes of address?**

Sometimes members will want to report changes in contact information to you. Refer them to [www.ndia.org/login](http://www.ndia.org/login), where they can make the change themselves.

## Chapter Bylaws

### Template

Following is the template for crafting your WID chapter bylaws. Please request an electronic copy from Britt Bommelje, [bbommelje@ndia.org](mailto:bbommelje@ndia.org).

Having a template makes it easier to create your chapter's bylaws. The template usually allows for the needs of most groups, but if you have a question, contact the staff director.

Because of increased scrutiny by the Internal Revenue Service of activities of tax-exempt organizations, counsel has advised that the bylaws must contain provisions that insure chapter activities are consistent with the tax-exempt purposes of NDIA and Affiliates. Therefore all content below is required.

There are a few areas where you will need to make a decision specific to your chapter (highlighted in the template):

1. Name of chapter
2. Chapter officers. Article VI Structure (Officers, Board of Directors). The minimum is President, Secretary, and Treasurer. You might choose to have more.
3. Officer terms. Article IX Elections, 1 and 2. Chapters may elect officers and/or directors for a term of more than one year if they desire. The structure should reflect what is best for the members and the chapter. To assure greater continuity, the Board may choose to stagger some positions, such as Secretary and Treasurer. (For example, the Secretary might be elected in even-numbered years; the Treasurer in odd-numbered.) When making decisions about chapter leadership, please remember that continuity is vital. The language in the bylaws presents one way that tenure definition can be expressed. For your bylaws, state the tenure you decide.

*Template, Chapter Bylaws (Approved Sep. 2007)*  
**Bylaws of the (Name) Chapter  
of Women In Defense, A National Security Organization**

**ARTICLE I - NAME**

**1. Name.** The name of the organization shall be the \_\_\_\_\_ Chapter of Women In Defense, A National Security Organization (hereafter called WID).

**ARTICLE II - PURPOSES**

**1. Purposes.** The purposes of the Chapter as the arm of WID that provides local geographic focus shall be to further the objectives and policies of WID as set forth in its Bylaws by:

- 1.1. Supporting current WID programs and activities.
- 1.2. Providing a means for liaison with local U.S. government agencies and personnel.
- 1.3. Encouraging and facilitating the exchange of information between industry and government with particular reference to national security.
- 1.4. Pursuing an active program in support of WID membership recruitment and retention efforts.

**ARTICLE III - ESTABLISHMENT**

**1. Establishment of Authority.** The Chapter is an integral part of WID, and WID is an integral part of the National Defense Industrial Association (NDIA). WID chapters derive their existence, authority and fiscal tax status from WID, and in turn, WID derives its existence, authority and fiscal tax status from NDIA.

**2. Chapter Establishment.** In order to be a chapter, the entity must have bylaws signed by the WID National President and the chapter president.

**ARTICLE IV - POLICY**

**1. Policy.** Actions, programs and public statements of the Chapter must conform to the policies and objectives in the WID National Bylaws or NDIA National Bylaws and other official expressions of WID or NDIA policy. Nothing in these Bylaws or elsewhere shall be construed so as to authorize any action that does not further the stated policies and objectives.

**2. Officer Status.** An individual shall not serve as a WID Chapter Officer and as a WID National Officer at the same time.

**ARTICLE V – MEMBERSHIP AND DUES**

**1. Membership.** Chapter membership is granted by the National Headquarters to persons who have been approved as members and whose address is in the geographical area assigned to the Chapter by the Association.

**2. Membership Dues.** The annual fee paid for WID membership by an individual includes Chapter and National membership. Membership in NDIA is also included. Chapters will not charge separate Chapter membership dues.

**ARTICLE VI –STRUCTURE (Officers, Board of Directors)**

**1. Officers.** The Officers of the Chapter shall be the President, Secretary, and Treasurer. The offices of President and Secretary and President and Treasurer shall not be held by the same person. **[OPTIONAL: The three positions listed are the minimum. Your chapter might choose to have additional officers.]**

2. **Board of Directors.** The Board of Directors shall be comprised of the following: the President, the Secretary, the Treasurer, and no more than five other Directors with the number to be determined by the Officers. The Chapter may choose to have one or more Board Member(s) for the purpose of overseeing activities such as membership, programs, etc. Members of the Board of Directors will also be known as Directors or Board Members.

3. **General Powers.** The Officers shall manage the business and affairs of the Chapter. Except as provided by law or WID National Bylaws or these Chapter Bylaws, all the powers of the Chapter are vested in the Board of Directors.

4. **Representation.** During the last quarter of the fiscal year, the Chapter Board shall establish the number of Directors for the following year.

5. **Committees.** Committees may be appointed by the President to assist in the performance of the President's duties.

6. **Meetings.** The Board of Directors shall meet at least quarterly and as deemed necessary by the President or a simple majority of the Directors.

7. **Quorum.** A quorum of the Board of Directors is constituted by a simple majority of the number of elected Board Members.

8. **Removal for Cause.** By vote of a majority, the Board of Directors may remove a Director from the Board for cause at any time.

9. **Duties.** The Officers shall have such duties as generally pertain to their offices as well as duties conferred by the President of the Chapter.

## ARTICLE VII - COMMITTEES

1. **Standing Committees, Other Committees.** The standing committee shall be the Elections Committee. The Board may create other committees deemed necessary to carry out its purposes.

2. **Elections Committee.** The President, with the approval of the Board of Directors, shall appoint an Elections Committee of at least three members. The most recent Past President shall chair the Elections Committee.

## ARTICLE VIII – MEETINGS OF MEMBERS

1. **Annual Meeting.** An annual meeting of the Chapter will be held during the month of October on a date set by the President. Written or electronic notice of the Annual Meeting shall be given to each member at least thirty (30) days before the meeting. The elected Officers will take office at the Annual Meeting.

2. **Special Meetings.** Special meetings of the members may be called at any time by the Board of Directors or a majority thereof, or by not less than one-third of the members. Notice of 48 hours shall be given.

3. **Voting.** Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

## ARTICLE IX - ELECTIONS

**NOTE.** Chapters may elect officers and/or directors for a term of more than one year. The structure should reflect what is best for the members and the chapter. To assure greater continuity, the Board may choose to stagger some positions, such as Secretary and Treasurer. When making decisions about chapter leadership, please remember that continuity is vital. Following is a way that tenure can be expressed.

1. **Elections.** The Officers and, if desired, Directors shall be elected annually by the members of the Chapter by mail or electronic ballot at least thirty (30) days preceding the Annual Meeting of the Chapter. The Elections Committee shall issue a call for nominations for candidates for available positions. Nominations may be made by individuals (self-nominations are allowed) and must be received by the committee sixty (60) days prior to the annual meeting. All nominations must include the nominee's personal data, verification of eligibility, and a vision statement for carrying out the duties of the office. Each officer shall hold office beginning October 1.

2. **Tenure, Officers.** Officers will be elected for a **period of one year**. No one shall serve more than **two consecutive one-year terms** in any one Officer position.

OR

Officers will be elected for a **period of two years**.

In the absence of the President, those duties shall devolve upon the Treasurer, and, in turn, the Secretary. In their absence, those duties shall devolve upon other Directors by the order of seniority.

3. **Tenure, Directors.** Directors will be elected for a term of one year. Director vacancies may be filled at any time during the year by a majority vote of the remaining directors.

## ARTICLE X – FINANCIAL ADMINISTRATION

1. **Fiscal Year.** The fiscal year of the Chapter shall be the same as the fiscal year of WID (**October 1-September 30**).

2. **Authorized Signatures.** All contracts, checks, notes, drafts and other orders for the payment of money shall be signed by such persons as the Board of Directors from time to time may authorize.

3. **Financial Records.** The financial records of the Chapter shall be kept in a manner generally deemed acceptable for such organizations and consistent with guidance from WID National.

4. **Fiscal Responsibility.** The National Organization has ultimate fiscal responsibility for the Chapter. Accordingly, the Chapter shall not, without approval of the WID National President, enter into a contract or agreement that exceeds the Chapter's ability to meet expenses. The chapter is expected to be self-sustaining.

5. **Annual Audit.** The Chapter will provide to the WID National President the annual audit. The Chapter may request that the WID President waive the audit requirement if in the Chapter's opinion the funds involved do not require an audit and an annual financial report is adequate. Additional reports may be rendered as deemed necessary by the Chapter or as directed by WID National.

6. **Financial Report.** A financial report for tax purposes will be rendered in a format and time as requested by the WID President.

7. **Obligations.** All obligations incurred by the Chapter shall be solely Chapter obligations and no personal liability whatsoever shall attach to, or be incurred by any member, Officer, or Director of the Chapter.

8. **Administrative Expenses.** The necessary routine administrative expenses of the Chapter shall be met from the proceeds of Chapter meetings and activities. Expenses for specific projects not directly related to the business and policy aspects of government-industry interface (e.g., scholarships, charitable donations) will be paid for principally from the proceeds of events that are expressly advertised as a fundraiser (e.g., golf tournament).

9. **Government Employee.** In the event that the chapter has paid employee(s), no government employee shall serve as a paid employee of the Chapter.

## ARTICLE XI – COORDINATION

1. **Coordination of Events.** To prevent schedule conflicts, the Chapter will coordinate with a representative of the National Organization designated by the President whenever it intends to invite a significant speaker from a federal agency or intends to invite speakers or participants from outside the Chapter’s geographical area. In general, Chapter events should emphasize the local nature of Chapter activities while the WID National Board will conduct events of national and international interest. Chapter programs should not compete with WID National programs or with NDIA National or Chapter programs.

## ARTICLE XII - MISCELLANEOUS

1. **Precedence.** The National Bylaws of Women In Defense will be followed for items not covered herein. NDIA National Bylaws will be followed for items not covered there.

2. **Dissolution.** Upon dissolution of the Chapter, all monies and assets will be distributed to the National Organization.

3. **Roberts Rules of Order.** The rules contained in the most recent edition of Roberts Rules of Order shall provide the rules of procedure for the Chapter where they are not inconsistent with the provisions of these Bylaws or of those of the National Organization or of NDIA.

4. **Use of Logo.** Use of the WID logo is authorized only by those members of the Chapter conducting official business of the Organization or Chapter.

5. **Official Expressions.** Actions, programs and public statements of the Chapter must conform to the policies and objectives in WID’s National Bylaws and other official expressions of WID policy.

6. **Membership List.** Contact information for members is to be used only for WID purposes and shall not be made available to any other organization for any purpose.

## ARTICLE XIII - INDEMNIFICATION

1. The Chapter shall provide indemnification to the extent indemnification is permitted under NDIA bylaws.

## ARTICLE XIV - AMENDMENTS

1. **Procedure.** The Bylaws may be amended or repealed by vote of the Chapter Board of Directors at any meeting or conducted through a written ballot sent to the Directors via the mails or by electronic means. Amendments to the Bylaws require affirmative votes from a majority of those in office. Amendments must conform to Organization policies. The National Board must approve amendments.

2. **Approval.** These Bylaws and any amendments thereto are approved when signed by the Chapter President acting with the approval of the WID Board of Directors and the National President, acting in accordance with the advice and direction of the National Board of Directors. The area below must be signed by both the WID National President and the Chapter President at the time the Chapter is constituted.

**Approved**

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Chapter President

Date

**Approved**

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WID National President

Date