

# NASW Bylaws

## Article I. Name

The name of the organization is the Washington State Chapter, National Association of Social Workers.

## Article II. Purpose

- A. The Washington State Chapter is constituted to advance the purposes of the National Association of Social Workers in Washington State and is a basic administrative unit of the National Association of Social Workers. The Washington State Chapter program and structure shall be designed to encourage and facilitate participation by members. The program of the Washington State Chapter shall be related to the basic unified program plan of the National Association of Social Workers, taking into consideration the special needs and interests of the members within the Washington State Chapter.
- B. The goals of this Chapter are to advance the purposes of the Association on the state and local levels and to encourage and facilitate participation by all the members. To these ends, the Association shall formulate a program designed to attain its objectives and shall so organize and use its resources as to maintain consistently a sound balance and integration of its activities. At all times the purposes of the Chapter shall be consonant with the purposes of the Association outlined in Article II of the Association's By-laws.

## Article III. Membership

- A. Membership categories, including attendant rights and privileges, are specified in Article III of the national bylaws.
- B. All NASW members in the area of Washington State shall automatically be members of the Washington State Chapter. An NASW member may elect to affiliate with the Chapter where they live or work. In special circumstances as determined by the National Board of Directors, a member may elect to affiliate with a chapter within which a member neither lives nor works.

## Article IV. Officers

- A. Officers - The officers of the Washington State Chapter are the President, Vice-President of Professional Development and Standards, Vice-President of Membership and Communication Services, Vice President of Legislative and Political Action, Vice President of Diversity, Secretary, Treasurer, Treasurer Elect or President Elect and other officers deemed necessary for chapter operations.
- B. **Duties**
  1. **President** - The President shall be the presiding officer of the Board of Directors, Executive Committee and an ex-officio member of all committees; shall represent the Board of Directors between its meetings and report to the Board of Directors all important interim actions, in consultation with the Board of Directors shall make all appropriate committee, council, task force, Region and other appointments and is available to consult with staff.
  2. **President Elect** - The President Elect shall be elected one year in advance of assuming the duties of the office of the President. This position will be elected on a year staggered with the position of Treasurer Elect.
  3. **Program Vice Presidents** (4) shall be elected for two-year staggered terms and assume responsibility for the oversight of programs assigned to them. The Board of Directors shall periodically review the assignments of the Program Vice Presidents and make such revisions in existing assignments as are necessary to assure the efficient functioning of the Chapter. They will fulfill the duties and responsibilities as identified in their respective Job Descriptions. **Vice Presidents in order of succession are:**
    - Vice President of Professional Development and Standards
    - Vice President of Communication and Marketing
    - Vice President of Social and Political Action
    - Vice President of Diversity Action

4. **Secretary** - The Secretary is responsible for the Board of Directors and Executive Committee meeting minutes, as well as for the non-fiscal records of the chapter.
5. **Treasurer** - Treasurer is responsible for ensuring the receipt, deposit, disbursement and withdrawal of all chapter funds and renders quarterly financial statements to the Board and Executive Committee. The Treasurer serves as the Finance Committee chairperson and as an ex-officio member of any other committees established to develop fiscal policies and procedures.
6. **Treasurer Elect** - The Treasurer Elect shall be elected and trained for the position one year in advance of assuming the duties of the office of Treasurer. This position will be elected on a year staggered with the position of President Elect.

**C. Terms of Office**

1. The officers are elected by the Chapter membership. Chapter officers, except the President Elect and Treasurer Elect, shall serve terms of two years each. Officers may not succeed themselves in the same office.
  2. No member shall serve more than six consecutive years of office on the Board. Terms as President Elect and Treasurer Elect do not count in the consecutive year prohibition.
  3. The President Elect and Treasurer Elect shall be elected one year in advance of their assumption of duties of their office. In the event of the vacancy of the office of President Elect or Treasurer Elect, the chapter shall either (a) offer the position to the nominee receiving the next largest number of votes in the Chapter election or (b) provide for a special election to the office.
- D. **Vacancies** - With the exception of the offices of, President Elect and Treasurer Elect, vacancies occurring before the expiration of the term of office shall be filled by appointment by the President of the Board, with the consent of Board of Directors. Person so chosen shall serve until the term expires.

**Article V. Board of Directors**

- A. **Powers** - The Washington State Chapter Board of Directors exercises all powers of the Chapter specified in the national bylaws or otherwise delegated by the National Board of Directors.
- B. **Composition** - The Board of Directors are to be elected from the membership and will represent all geographical areas and population concentrations; will provide a balanced membership group reflecting the ethnic minority, gender, sexual orientation, students and special interests of the members of the Chapter and; will reflect affirmative action requirements. The Board consists of the following members:
  1. President, Secretary, Treasurer, President Elect or Treasurer Elect;
  2. Four (4) Program Vice Presidents;
  3. Nine (9) members elected by their Regions as representatives to the Board of Directors;
  4. Two student members, one graduate and one undergraduate, elected by the Chapter membership.
- C. **Terms of Office**
  1. The president and treasurer positions shall be elected for three year terms, the first year of which shall be as President Elect and Treasurer Elect respectively, and shall serve during the President's and Treasurer's last year in office. The treasurer elect position shall serve during the president's first full year of office.
  2. The term of office shall commence July 1st for a two-year term, except student members, President Elect and Treasurer Elect shall serve one-year terms. No member shall serve more than six consecutive years of office.
  3. The Vice President of Professional Development and Standards, Vice President of Communication and Marketing and approximately one-half of the Regional Representatives shall be elected in the odd numbered years.
  4. The Secretary, Vice President of Social and Political Action and Vice President of Diversity, and approximately one-half of the Regional Representatives shall be elected in the even numbered years.
- D. **Duties** - Within the policies and priorities established by the Delegate Assembly and the National Board of Directors, the Washington State Chapter Board of Directors has responsibilities to:
  1. Develop programs reflective of Delegate Assembly priorities and association major objectives, including annual budgets supporting program implementation.

2. Establish and dissolve committees and task forces based on Chapter program and administrative needs.
  3. Develop Chapter policy within the framework of NASW public, professional and organizational policies.
  4. Create, restructure, review and determine the level of support for all local units of the Chapter within national standards.
  5. Represent the Chapter in the community to maintain its relationship with other organizations.
  6. Hire and annually evaluate the performance of the Executive Director.
  7. Oversee Chapter finances, including the development of fiscal policies, adopt an annual budget, publish an annual financial report to the membership and obtain an annual audit.
  8. Develop and implement membership recruitment and retention programs.
  9. Provide a periodic evaluation and appraisal of operations relative to achieving association and chapter objectives.
  10. Review the Chapter's organizational pattern after each Delegate Assembly to assure relevant structure.
  11. Review and resolve intra-organizational issues and problems.
  12. Review all materials sent by the Chapter office and attend all Board meetings and oversee other business necessary to fulfill the chapter's purposes.
- E. **Meetings**
1. The Board of Directors shall meet at least four times annually. Meeting dates, times and locations will be scheduled into the calendar at the beginning of each fiscal year and given to all Board members. Meetings may be face to face or electronic.
  2. Special meetings can be held at the call of the President or by petition of six (6) members of the Board. A two-week notice for special meetings is needed, unless right of notice is waived by three-quarters of the Board of Directors.
- F. **Quorum** - A simple majority of the Board of Directors constitutes a quorum for the transaction of all business.
- G. **Proxy Voting** - Proxy voting is not allowed.

#### **Article VI. Executive Committee**

- A. **Powers** - The Executive Committee of the Board of Directors is responsible for chapter affairs between Board meetings. This Committee shall focus primarily on Chapter administrative issues and emergency policy issues.
- B. **Composition** - The Executive Committee consists of the officers and President Elect or Treasurer Elect.
- C. **Term of Office** – The terms of office of all Executive Committee members shall reflect their terms on the Board of Directors.
- D. **Duties** - Between Board meetings, the Executive Committee has the powers of the Board of Directors within the general policies, program, budget and specific directions established by the board, except that decisions regarding the employment status of the Executive Director are reserved for the full board.
- E. **Meetings** - Executive Committee meetings will be scheduled by the Committee. The date, time and location of the meetings will be scheduled into the calendar at the beginning of the fiscal year. The President or three members of the Committee may call additional meetings as necessary.
- F. **Quorum** - A simple majority of Executive Committee members constitutes a quorum for the transaction of all business.

#### **Article VII. Nominations, Elections, and Removal from Office**

- A. Nominations and election processes specified in the NASW Standards for Chapter Nominations and Elections adopted by the Board of Directors will be followed.
- B. Board members will be required to sign the NASW Code of Conduct and Conflict of Interest statements.
- C. Nonattendance by Board members at three consecutive meetings during their term of office on the Board of Directors and nonattendance by officers at three consecutive Executive Committee and/or Board of Directors meetings during their term of office may be cause for removal. When

such an officer or Board member has been absent from the number of meetings designated above the item of his or her retention shall be placed on the agenda of the next regularly scheduled meeting of the Board of Directors. At that meeting, the Board may remove the officer or Board member by a vote of the majority of the full Board.

- D. A Board member may be removed for violating the Code of Conduct and Conflict of Interest statements under the procedures approved by the NASW Board of Directors.

### **Article VIII. Delegates to Delegate Assembly**

- A. **Election of Delegates and Alternates** - Organizational policy regulating the election of delegates to Delegate Assembly is specified in the National Bylaws, Article V and in the Standards for NASW Nominations and Elections guidelines. Delegates and Alternates will be elected in accordance with those provisions.
- B. **Composition of Chapter Delegations**
1. The Chapter President shall serve as the Chapter's first delegate to Delegate Assembly. In the event the President is unable to participate as a delegate, the President Elect is the first alternate. If there is no President Elect in that term, the Board will select an alternate from the Board.
  2. The President elect shall serve as the guaranteed alternate for single delegate chapters or as the second delegate if a chapter is entitled to more than one delegate.
  3. The remaining delegates should comprise a balanced representation of geographic areas and population centers of the chapter and meet any affirmative action requirements.
  4. The Executive Director is a participating but non voting member of the Assembly.
- C. **Delegate Term of Office** - With the exception of the President or President Elect, delegates and alternates shall be elected for three-year terms beginning two years before the Delegate Assembly.
- D. **Alternate and Replacement Delegates** (other than President)  
Delegates and alternates who attend the Delegate Assembly must have stood for chapter election. The Board of Directors can replace delegates only if elected delegates are unable to attend the Assembly. Such appointments must maintain the chapter's Delegate Assembly Affirmative Action requirements and should consider available people in the following order:
1. Alternates
  2. Unsuccessful Delegate candidates
  3. Board members
  4. Nominations Committee members
  5. Elected Committee chairs

### **Article IX. Committees and Task Forces**

- A. **Mandated Committees** are:
1. **Executive Committee** as defined in Article VI of these bylaws.
  2. **Nominations and Leadership Identification** as defined in Article VII of these bylaws and the Standards for NASW Nominations and Elections.
  3. **Committee on Ethics** as defined in the NASW Procedures for Professional Review and the Professional Review Technical Aids. The Committee on Ethics shall be composed of a minimum of five (5) persons appointed by the President with the advice and consent of the Board representing three (3) different Regions. These members shall be responsible for hearing and determining complaints filed in accord with the Association's policy on professional review. The Committee on Ethics may convene local panels to conduct hearings.
  4. Either a separate **Financed Committee** shall be appointed or the **Chapter's Executive** committee will act as the finance Committee. The board Treasurer shall chair the Finance Committee.
  5. **Other** mandated committees as determined by the chapter membership and Board of Directors.
- B. **Other Committees and Task Forces.** The Chapter Board of Directors may establish and dissolve standing Chapter Committees and task forces based on the Chapter's Program and administrative needs. These committees and task forces are accountable to the Board of Directors in all matters.

- C. **Committee and Task Force Membership.** In making appointments, the President and the Board of Directors should give consideration to member's competence, geography, gender, sexual orientation, ethnicity, experience and Region recommendations. NASW membership in good standing is a requirement for all committee appointments.

## **Article X. Regions and Units**

- A. **Statement of Intent** - The Washington State Chapter encourages the maximum possible membership participation through its Regions. Region activities shall be consistent with Association purpose, policies, procedures and bylaws. Only members in good standing shall have voting rights affecting the local Region activities
- B. **Regions**
1. Regions are geographically defined areas that serve the two-fold purpose of representation to the Chapter Board and implementation of Region programs. The Chapter Board of Directors has the responsibility to create, review and restructure Regions as necessary. Regions shall have direct representation on the Chapter Board of Directors through the election of Board Representatives by the members of the Region.
  2. Each Region will elect one Representative to the Board of Directors. This representative shall oversee and coordinate the activities in the Region.
  3. Region Representatives will represent the interests of their Region's members to the Board of Directors and communicate Chapter Board processes and decisions to their Region's membership. Regions are responsible in their areas for Chapter program implementation activities as developed by the Board of Directors.
  4. The Washington State Chapter shall be structured into nine (9) Regions defined as: Mt. Baker Region, Puget Sound Region North, Puget Sound South, Suburban King County, Mt. Rainier Region, Central Washington Region, Columbia River Region, Inland Empire Region and Blue Mountain Region. Each Region shall have one representative.
  5. Districts are geographically defined local units, within Regions, that serve the purpose of identifying and retaining membership and implementing local programs. The Chapter Board of Directors has the responsibility to review and approve the activities of the Districts. A locally selected member, who is then appointed by the President, will chair a District. Districts shall not have direct representation on the Chapter Board of Directors. District representation to the Board of Directors comes through the Region Representatives. *Revised Mar, 2000.* School of Social Work Campuses are designated as Districts with all the rights and responsibilities as other districts.
  6. Regions and Districts within the Region may raise funds for activities, but shall deposit such funds into the Chapter account.
  7. Regions and Districts shall carry the responsibility for general program activities of the Chapter as designated by the Chapter Board of Directors. To facilitate this, District Chairs may designate members to serve on District programs.
- C. **Units**
1. Any group of ten (10) or more NASW members living or working within local vicinity or sharing a common interest not met by a standing committee may petition the Board of Directors to be recognized as a Unit for the purpose of carrying on special programs around special issues, special populations, or particular practice areas.
  2. Units will appoint a liaison, who will account to a Board Member selected by the Board of Directors.
  3. If it becomes evident that a Unit has become inactive in carrying forward its program, it is the responsibility of the Board of Directors to dissolve the Unit.

## **Article XI. Staff**

- A. **Personnel Practices** - Chapter personnel practices are regulated by the Personnel Standards for NASW Chapters adopted by the National Board of Directors.
- B. **Chapter Responsibilities and Authority for Staff**
1. The Board of Directors of the Washington State Chapter shall be responsible for the oversight of staffing arrangements as may be required to provide for the conduct of the Chapter's business.
  2. The Chapter Board of Directors, in consultation with the national office, shall appoint an Executive Director who, in line with established personnel policies and practices established

by NASW, shall have the authority to employ, assign, train, supervise, detail, evaluate, and release all other staff of the chapter.

#### **Article XIV. Finance**

- A. **Chapter Finances** - Funds shall be provided to promote the programs of the Association through the Washington State Chapter in the following manner:
  - 1. Direct rebates in accordance with National Bylaws Article XVI Dues and Other Income.
  - 2. Supplemental grants at the discretion of the National Board of Directors
  - 3. Funds raised by the Washington State Chapter in accordance with accepted procedures of the Association.
- B. **Chapter Financial Affairs** - The Washington State Chapter Board of Directors shall arrange for the careful stewardship of financial resources.
  - 1. The Chapter will develop guidelines specific to the various programs of the Chapter.
  - 2. A chapter bank account will be established that conforms to the requirements specified in the NASW Chapter Standards. No Region, District, Council or other units shall have ongoing bank accounts. The Washington State Chapter may open local bank accounts for the use of Regions, Districts, Councils or other units.
  - 3. A chapter budget will be prepared prior to the beginning of each program year (July 1 - June 30) that reflects the programs set through the Chapter's Strategic Plan.
  - 4. Financial reports will be prepared and distributed to the Board of Directors at least quarterly. A year-end financial report shall be sent to the National Office; a summary of this report shall be made available to chapter members.
  - 5. An independent audit by a certified public accountant is required annually and must be forwarded to the National Office by the specified date.
  - 6. The Chapter shall invest excess funds to maximize interest earnings.
  - 7. The Washington State Chapter will develop a financial policy defining budgeting and reporting requirements, the staff role in financial management, the reimbursement for chapter leadership and staff expenses, Region, District, Committee and Council program development, investment policies and policies related to reserve funds in the Chapter.
  - 8. The Washington State Chapter will adhere to financial management guidelines approved by the National Board of Directors.

#### **Article XIII. Political Action Committees**

- A. **PACE** - The Washington State Chapter's political action committee, WA-PACE, will conform to applicable Washington State and Federal laws and regulations.
- B. The Washington State Chapter will obtain prior review and approval from the national office for its political action committee's bylaws before they become effective.

#### **Article XIV. Bylaws Amendments**

- A. The Washington State Chapter bylaws may be amended by a vote of two-thirds of the Board of Directors representing fifty percent of the Regions in attendance at a regularly called meeting. The proposed bylaws amendment must have been published and distributed to Chapter members at least three weeks prior to the meeting.
- B. Implementation of an approved bylaws amendment depends upon approval by the National Board of Directors sanctioning process.

## WASHINGTON STATE CHAPTER

### PACE Bylaws

Rev. June 2005

#### I. PREAMBLE

Social workers traditionally have been committed to improving American life through voluntary association of a sociopolitical nature. The involvement of social workers in social movements and political processes has taken many forms and concentrated on various elements needing improvement in American society and government, depending on many factors within the profession's development.

Social workers from the National Association of Social Workers have sought to renew and strengthen their organizational and professional focus in the political process by forming a national voluntary association for collective action which is the Political Action for Candidate Election (PACE). To secure the benefits of similar participation in chapter political processes, the following charter is established to define a political action group for professional social workers in the Chapter of Washington State Chapter.

#### II. NAME

1. The political action committee for social workers in the Chapter of Washington State Chapter shall be formally called Washington State Chapter Political Action for Candidate Election.
2. The common designation for this group shall be the label Washington State Chapter PACE, or WA-PACE.

#### III. PURPOSES

The purposes of PACE are:

1. To help elect candidates to public office who support legislation and policies consistent with the goals of the social work profession and the needs of those who are served by the social work profession in the chapter of Washington State Chapter.
2. To promote NASW legislative policies through political action and/or through support of candidates.
3. To promote political education and full participation in the electoral political process among members of the social work profession.
4. To take such other and further action as may be necessary to accomplish the foregoing.

As a voluntary association without political party affiliation dealing with support and opposition to candidates and issues, Washington State Chapter-PACE shall abide by the laws governing such groups as are defined in present or future laws for the chapter of Washington State Chapter.

Pursuant to the objectives of social workers organized on a national level for political action through PACE, Washington State Chapter-PACE will seek to achieve its objectives in coordination with the national PACE unit on national issues and in federal elections.

#### IV. PACE COMMITTEE STRUCTURE

1. Washington State Chapter-PACE will be organized through a Committee.
2. The Committee will be composed of no less than seven NASW members, at least five of whom shall represent different geographic areas of the chapter consistent with the units defined by the chapter of NASW and two members who shall be chapter board representatives. (Size and composition of the Committee may vary according to characteristics of the chapter. The two most important elements are that it is representative of the membership and includes some overlap with the NASW chapter board.)
3. The appointment of PACE Committee members shall be conducted as follows:

- A. All charter members to the Committee will be appointed by the President of the Washington State Chapter with the approval of the NASW chapter board.
  - B. All initial appointees to the Committee will hold two-year terms of office.
  - C. At the conclusion of the first two years, the President, with chapter board approval, will reappoint fifty percent of the members of the Committee and will make necessary additional new appointments.
  - D. New appointments to the Committee will be made annually by the President, with approval by the NASW chapter board.
  - E. No Committee member may be appointed to more than two successive terms.
  - F. Appointments to the Committee of Washington State Chapter-PACE will be made according to NASW's affirmative action principles.
4. The officers of the Committee will be Chairperson and Secretary/Treasurer and will be elected by the members of the PACE Committee.
    - A. The Chairperson shall call and chair all meetings and carry out any other duties voted upon by the Committee.
    - B. The Secretary/Treasurer will maintain all records of the Committee and prepare all reports necessary to maintain the organization's accountability.
  5. The president, with approval of the chapter board, may remove a Committee member before the end of his/her term if the member does not fulfill appropriate duties or acts counter to the mission of PACE. Consultation with national PACE staff should occur prior to the removal of a member of the Committee.
  6. The Committee will meet at least annually and at such other times as may be called by the Chairperson.
  7. Unless otherwise stated, all votes during meetings of the Committee shall be carried by the majority of those present at the time of the vote, except for amendments, under Article IX.
  8. A quorum for all meetings of the Committee shall be a majority of the members appointed.
  9. Should a Committee member be unable to complete his or her term, the Chapter President will appoint a replacement, with chapter board approval, to fill the unexpired term.

**V. PACE COMMITTEE AUTHORITY**

1. The Committee shall have the power to design and promulgate a program of activities deemed as desirable, necessary and lawful in order to carry out the purposes of Washington State Chapter-PACE.
2. The Committee shall have the power to solicit and disburse funds to candidates seeking election to state and local public office in the chapter of Washington State Chapter.
3. The Committee shall have the power to:
  - A. Publicly endorse or oppose candidates for state or local office.
  - B. Promote lawful political action on behalf of the social work profession and its constituencies.
4. The Committee will vote on all major policies and procedures governing funding solicitations and disbursements to candidates and methods for endorsing or not endorsing candidates.
5. The Committee may appoint permanent and temporary committees to carry out various activities.
6. The Committee may obtain administrative services from the Washington State Chapter of NASW and may charge such services to the cost of Washington State Chapter-PACE. Administrative services may be provided by the chapter of NASW as permitted and in compliance with state election laws governing the operation of political action committees.
7. The Committee and its duly authorized committee appointees shall not be compensated for performing their duties, except as they may be reimbursed for authorized expenses, if any, in carrying out these duties.

## **VI. PACE COMMITTEE RESPONSIBILITIES**

1. The Committee shall designate one or more of its members with responsibility for signing checks, drafts, loans, notes, and other documents on behalf of the Committee.
2. The Committee shall establish appropriate banking accounts for depositing all contributions and shall have a system of documenting deposits and expenditures. All funds shall be maintained in bank accounts that are separate and apart from the funds of NASW.
3. The Committee shall have its records and account appropriately examined at the time of the chapter's required annual audit.
4. The Committee shall submit necessary reports on activities as required by the State of Washington.
5. The Committee may obtain fidelity bonds in such amounts as it may determine are necessary.
6. The Committee shall submit necessary reports to national PACE on contributions, expenditures, and activities.
7. Washington State Chapter-PACE shall create mechanisms to regularly report activities to the NASW chapter membership and to the public.

## **VII. FINANCING**

1. The fund operated by Washington State Chapter-PACE shall be based on voluntary contributions from NASW members and contributions from non-NASW members as allowed under state law.
2. The Committee may develop and adopt programs for solicitation of funds as deemed necessary and proper, and costs of such programs may be paid out of the assets of the fund.
3. No contributor shall have any rights to, or vested interest in, the funds held by the PACE Committee by reason of his or her contribution thereto.

## **VIII. LIABILITY**

1. The Committee members shall be liable only for their individual gross negligence or misconduct in the administration of the Committee's monies, willful breach of trust embodied in this charter, or fraud.
2. No Committee member shall be held liable for any action taken or omitted in good faith, for acts of any agent of the Committee, nor for any act or omission of any other Committee member, prior to the date of becoming a member. The Committee is authorized to provide a member indemnification from liability on any claims or proceedings instituted against him or her and arising out of acts described in this subsection and to hold such persons harmless from any expenses connected with the defense, settlement, or payment of monetary judgments on such claims or proceedings to the maximum extent of the Committee's assets.
3. By vote of the PACE Committee, legal counsel may be employed for the Committee, and these costs may be a proper charge against the Committee's assets.

## **IX. MISCELLANEOUS PROVISIONS**

1. Washington State Chapter-PACE Committee shall continue to exist until such time as the NASW chapter board votes, by a two-thirds majority, to dissolve the Committee.
2. No section of these bylaws shall be construed to authorize or acknowledge any control by the NASW chapter over actions taken by Washington State Chapter-PACE or to impose any responsibilities or duties on the chapter for actions taken by the Committee or its members during their terms of office. If any provision of these bylaws is so construed by a court or agency of this state that provision shall be invalid, and the Committee shall amend these bylaws, in conformity with the requirements of state laws and regulations, to preserve the separate existence of Washington State Chapter-PACE.
3. The Committee may vote to amend this charter by a two-thirds vote, subject to the concurrence of the NASW Chapter Board.

4. In the event that the NASW Chapter Board terminates the PACE Committee, all remaining assets and property of the PACE fund shall, after payment of all liabilities and necessary expenses, be distributed to such organizations consistent with the purposes stated in these bylaws and subject to statutory or other legal requirements of the state of Washington. Such final distribution shall be made by a majority vote of the PACE Committee.