

**American Association of University Women  
AAUW  
Stanwood-Camano, Washington Branch  
Bylaws**

**ARTICLE I. NAME**

The name of this organization shall be the Stanwood-Camano, Washington Branch of AAUW, hereinafter called the branch.

**ARTICLE II. GOVERNMENT**

The Bylaws of the American Association of University Women, hereinafter called AAUW, shall govern this branch in all practices, and the bylaws of this branch shall in no way conflict with the AAUW Bylaws.

**ARTICLE III PURPOSE**

*-The purpose of AAUW is to advance equity for women and girls through advocacy, education, philanthropy, and research.*

The branch shall:

- a. Contribute to the growth and advancement of *AAUW* and the AAUW Funds.
- b. Participate in development and promotion of AAUW policies and program through study, action and public policy advocacy in areas related to its purpose, including community, cultural interests, education, and international relations.
- c. Support branch needs and promote positive societal change in the community.
- d. Cooperate in AAUW state work.

**ARTICLE IV. USE OF NAME**

**Section 1. AAUW Policy.** The policies and program of AAUW shall be binding on all members and the branch and no member or the branch shall use the name of AAUW to oppose such policies or program. Established channels may be used to change a policy or program.

**Section 2. Freedom of Speech.** The freedom of speech of the individual member to speak a personal opinion in the member's own name is not abridged.

**Section 3. Violations.** Violation of the use of AAUW's name shall result in action taken in accordance with AAUW policy.

**ARTICLE V. MEMBERSHIP**

**Section 1.** Individuals eligible to be admitted to membership are those holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution, a degree from a foreign institution recognized by the International Federation of University Women (IFUW), or a foreign degree acceptable as a basis for admission by graduate schools at qualified universities of the U.S. A. and who have paid dues (national + state + branch dues) on or before July 1 annually. The provisions set forth in this section are the sole requirements of eligibility and admissibility for membership. Refusal to admit an eligible graduate to branch

membership shall result in loss of recognition of a branch. The branch member shall be entitled to vote, hold office, participate in all branch activities and programs, and receive the publications distributed to all members.

**Section 2.** Paid life members of *AAUW*, as defined in *AAUW* Bylaws, who are branch members, are required to pay annual state and branch dues.

**Section 3.** Any branch member who has paid *AAUW* dues for fifty-years shall become a Fifty-Year Honor Life Member, and shall thereafter be exempt from payment of *AAUW* dues.

**Section 4.** An undergraduate student enrolled in a regionally accredited educational institution shall be eligible for student affiliation with the branch upon payment of fees established by *AAUW*, state and branch boards of directors. Student affiliates may attend branch, state and *AAUW* meetings and receive the publications distributed to all members. Affiliates may not vote nor hold office.

## **ARTICLE VI. FINANCIAL ADMINISTRATION**

**Section 1.** The fiscal year shall correspond with that of *AAUW* and shall begin on July 1.

**Section 2.** Each member shall pay branch dues established at the annual meeting by a two-thirds vote of those present and voting, provided written notice has been given to all the members thirty days prior to the meeting.

**Section 3.** Dues are payable on or before July 1. After notification of nonpayment, a member still in arrears after July 31 shall be dropped.

**Section 4.** Payment of additional dues shall be waived for a transferring member whose current dues have been paid to another branch.

**Section 5.** A member of one of the national organizations or federations of *IFUW* whose current dues have been paid and who is spending a period of one year or less in the U.S.A. may attend branch meetings without vote.

**Section 6.** New members may join at anytime. Dues are payable upon joining. The *AAUW* portion of dues paid by new members between January 1 and March 15 shall be one-half the annual *AAUW* dues. The branch board of directors may set a reduction or increase for branch dues.

**Section 7.** The annual budget shall be adopted by the board of directors for presentation to the membership at the annual general meeting.

**Section 8.** The branch shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state, and local laws.

## **ARTICLE VII. OFFICERS**

**Section 1.** There shall be officers or co-officers to fulfill the functions of administration, program, membership, finance, public policy, and communications.

**Section 2.** The elected officers shall be a president, president-elect, vice-presidents for program, membership and finance, secretary, and vice president-elect of finance.

**Section 3.** The appointed officers shall be: public policy chair and communications chair.

**Section 4.** Officers shall serve for a term of two years or until their successors have been elected or appointed and assume office, except where noted in Article XI, Sections 1 and 4. The term of each officer shall begin on July 1.

**Section 5.** No member shall be eligible to serve more than two consecutive terms in the same office.

**Section 6.** The incoming president may call a meeting of the incoming officers prior to the beginning of their term.

**Section 7.** A vacancy in office, excluding the president, shall be filled for the unexpired term by the board of directors. A vacancy in the office of president shall be filled by the president-elect and then by the vice-presidents in the order listed in Section 2.

## **ARTICLE VIII. DUTIES OF OFFICERS**

**Section 1.** Officers shall perform the duties prescribed by these bylaws, branch policies, and by the current edition of Robert's Rules of Order, Newly Revised.

**Section 2.** All officers shall submit an annual written report to the president.

**Section 3.** The president shall be the official spokesperson and representative for the branch and shall be responsible for submitting such reports and forms as required by *AAUW* and state.

**Section 4.** The vice presidents shall perform such duties as the president and board shall direct.

**Section 5.** The secretary shall record and keep minutes of all board meetings and general business meetings.

**Section 6.** The vice president for finance shall be responsible for collecting, distributing, and accounting for the funds of the branch. The vice president for finance shall collect dues and properly remit them to *AAUW* and state by the specified deadline.

**Section 7:** The president-elect shall assist the president in the performance of duties.

**Section 8:** The vice president-elect of finance shall assist the vice president of finance in the performance of her duties.

#### **ARTICLE IX. NOMINATION**

**Section 1.** There shall be a nominating committee of three members. The chair of the nominating committee will be appointed by the board at the January board meeting.

**Section 2.** Members shall serve for one year for a maximum of two years consecutively.

#### **ARTICLE X. ELECTIONS**

**Section 1.** The names of the nominees shall be published and sent to every member at least seven days before the annual meeting.

**Section 2.** Nominations may be made from the floor with the consent of the nominee.

**Section 3.** All elections shall be held at the annual meeting.

**Section 4.** Elections shall be by secret ballot unless there is only one nominee for a given office, when a voice vote may be taken. Election shall be by a majority vote of those present and voting.

#### **ARTICLE XI. ROTATION OF OFFICERS**

**Section 1.** The president-elect shall be elected every year for a one-year term and then shall become president for a one-year term.

**Section 2.** The vice presidents for program and membership shall be elected in even numbered years for two-year terms.

**Section 3.** The secretary shall be elected in odd numbered years for a two-year term.

**Section 4.** The vice president-elect of finance shall be elected for a one year term and then become vice president of finance for a one year term.

#### **ARTICLE XII. BOARD OF DIRECTORS**

**Section 1.** The board of directors shall include the elected and the appointed officers of the branch.

**Section 2.** The board shall have the general power to administer the affairs of the branch, including but not limited to establishing policies and procedures to control financial records. It shall accept responsibility as delegated by *AAUW* and the state.

**Section 3.** Meetings of the board shall be held at least three times per year. Special meetings may be called by the president and shall be called upon request of any member of the board.

**Section 4.** The quorum of the board shall be a majority of its voting members. Co-officers shall be considered as one voting member of the board.

### **ARTICLE XIII. MEETINGS**

**Section 1.** There shall be at least nine general membership meetings each year.

**Section 2.** One general membership meeting held between September and June shall be designated the annual meeting, the exact date, time and place to be determined by the board.

**Section 3.** The annual meeting shall be to conduct business including but not limited to hearing officers' reports, approving the budget, electing officers and nominating committee, establishing dues, and giving directions to the board.

**Section 4.** The quorum shall be 15 percent of the branch members.

### **ARTICLE XIV. COMMITTEES**

**Section 1.** Standing committees shall be program, membership, finance, public policy, communications, bylaws, fundraising and AAUW Funds and shall include representation by the board member appropriate to the workings of the committee.

**Section 2.** Special committees may be appointed by the president with the consent of the board.

### **ARTICLE XV. PROPERTY**

**Section 1.** The title for all property, funds and assets of the branch, whether incorporated or not, shall at all times be vested in the branch for the joint use of members and no member or group of members shall have any severable right to all or any part of such property. The branch shall have complete control over the acquisition, administration and disposition of its property without consent of AAUW, except that such property shall not be used for any purposes contrary to those of AAUW.

**Section 2.** In the event of the dissolution of the branch, all assets of the branch shall be transferred and delivered to an AAUW entity.

### **ARTICLE XVI. FORFEITURE OF BRANCH STATUS**

Article XII of AAUW's Bylaws and Article XII of the State Bylaws contain the provisions and conditions under which a branch may be discontinued.

### **ARTICLE XVII. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern this branch in all instances in which they are applicable and in which they are not inconsistent with these bylaws or those of the state or AAUW.

### **ARTICLE XVIII. INDEMNIFICATION**

Every member of the board may be indemnified by the branch against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board in connection with any threatened, pending or completed action, suit or proceeding to which the board member may become involved by reason of being or having been a member of the branch board, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of duties. In the event of a settlement in the indemnification herein shall apply only when the branch board approved such settlement and reimbursement as being in the best interest of the branch. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which the member of the board is entitled.

## ARTICLE XIX AMENDMENTS TO THE BYLAWS

**Section 1.** Amendments required by *AAUW* to bring branch bylaws into conformity shall not require a vote of the branch members, except that an incorporated branch shall take the necessary steps required-by their articles of incorporation.

**Section 2.** Prior to being voted on, all other proposed changes to the branch bylaws shall be sent to the state bylaws chair for approval.

**Section 3.** Provisions of these bylaws not governed by *AAUW* Bylaws may be amended by a two-thirds vote of those present and voting at a general membership meeting provided written notice shall have been given to every member at least fourteen days prior to the meeting.

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