

**AMERICAN ASSOCIATION OF UNIVERSITY WOMEN OF ALABAMA**

**Bylaws of American Association of University Women of Alabama**

**ARTICLE I. NAME**

The name of this organization shall be the *American Association of University Women of Alabama*, hereafter called the state.

**ARTICLE II. GOVERNMENT**

The Bylaws of the American Association of University Women, hereafter called AAUW, shall govern this state in all its practices. The bylaws of this state shall in no way conflict with the Bylaws of AAUW. Every amendment to the Bylaws of AAUW shall become effective and binding on this state.

**ARTICLE III. PURPOSE**

The purpose of AAUW is to advance equity for women and girls through advocacy, education, philanthropy, and research. The purpose of the American Association of University Women of Alabama shall be to further the policies and program of AAUW, foster the development and maintenance of higher standards of education, strengthen the fellowship among university women in order that their effectiveness may be felt throughout the state in the solution of social and civic problems, secure broader opportunities for women, organize new branches of AAUW within the state, and promote, encourage and coordinate the work of the branches throughout the state.

**ARTICLE IV. USE OF NAME**

Section 1. The policies and program of AAUW and the state shall be binding on all members, branches, and states. No member, branch, or state 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. 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 Name policy shall result in action taken in accordance with AAUW policy.

**ARTICLE V. MEMBERSHIP**

Section 1. Branch. All branches of AAUW within the state shall be members of this state.

Section 2. Individual Membership. Individuals who meet the criteria for membership as described in AAUW Bylaws, Article IV, Section 3.a. (1), (2), and (3), are eligible to be admitted to membership in this state. The provisions set forth in this section are the sole requirements of

eligibility and admissibility for membership. Refusal to admit an eligible graduate to state membership shall result in loss of recognition of a state. The state member shall be entitled to vote, hold office and participate in all state activities and programs, and receive the publications distributed to all members.

Section 3. Members-at-Large. An AAUW member-at-large residing within the state may become a state member-at-large upon application to the state treasurer and payment of state dues.

Section 4. College/University. A college or university within the state which is a college/university member of AAUW shall also be a college/university member of the state and shall be entitled to representation to all state meetings.

Section 5. Life Members.

- a. Paid Life Members. Any member of AAUW may become a life member of AAUW upon a one-time payment of twenty years= dues, based on the amount of AAUW dues the year that member elects to become a life member. Thereafter, the life member shall be exempt from payment of AAUW dues. Paid life members who are members of the state continue to pay annual state dues.
- b. Fifty-Year Honor. Any branch member who has paid AAUW dues for fifty (50) years shall become a life member and shall thereafter be exempt from payment of AAUW, state, and branch dues.

Section 6. Student Affiliates. An undergraduate student enrolled in a regionally accredited educational institution shall be eligible for student affiliation. Student affiliates shall be entitled to attend branch, state, and AAUW meetings and receive the publication distributed to all members of AAUW. Affiliates may not vote or hold office. Fees for student affiliates shall be established by the AAUW board of directors. State fees shall be established by the state board of directors. Branch fees shall be established by the branch board of directors.

## **ARTICLE VI. FISCAL AFFAIRS**

Section 1. Fiscal Year. The fiscal year of the state shall correspond with that of AAUW and shall begin July 1.

Section 2. Dues. The annual state dues for members shall be fixed by a two-thirds vote of the convention upon recommendation of the state board of directors, providing written notice has been given to all the members thirty (30) days prior to the convention..

- a. Each branch shall pay annual state dues for each member belonging to the branch; this amount shall include a subscription to the state bulletin. Dues are payable to the state treasurer on July 1 and shall be considered in arrears unless forwarded by the branch treasurer, postmarked no later than July 1. Dues of new members may be accepted at any time.
- b. Reciprocity. All states shall have a reciprocal membership policy; payment of any additional dues shall be waived for a transferring member whose current dues have been paid to another state.
- c. College/university members shall pay no state dues.

- d. A member-at-large belonging to the state shall pay annual dues to the state treasurer; this amount shall include a subscription to the state bulletin. Dues are payable on July 1.
- e. Alabama will follow the AAUW guideline for the collection of half-year dues.

Section 3. Budget. The annual budget for the state shall be prepared by the finance committee and approved by the state board of directors.

Section 4. Financial Responsibility. The elected officers of the state shall provide for such financial review and control of funds as are necessary to assure their safekeeping and complete accounting.

## **ARTICLE VII. OFFICERS**

Section 1. Elected Officers. The elected officers of the state shall include a president, program vice president, membership vice president, AAUW Funds vice president, recording secretary, communications director, and treasurer, chosen with due regard to geographical location. In even-numbered years, the president, program vice president, AAUW Funds vice president, and communications director shall be elected. In odd-numbered years, the membership vice president, recording secretary, and treasurer shall be elected.

Section 2. Qualifications for Office. The above mentioned elected officers shall be members of AAUW.

Section 3. Appointed Officers and Committee Chairs. The appointed officers of the state shall include a parliamentarian, bulletin editor, chairs of standing committees on by-laws, college/university relations, Legal Advocacy Fund, public policy, diversity, and international affairs. Appointed officers and committee chairs shall be appointed by the president with approval by the executive committee.

Section 4. Terms of Office. Officers shall serve for a term of two years or until their successors have been elected or appointed and have assumed office. No member shall hold the same office for more than two full consecutive terms. The term of each officer shall begin on July 1; however, the incoming or continuing president may call meetings of the incoming executive committee and board of directors prior to July 1 for the purpose of approving appointments and making plans for the coming year.

Section 5. Vacancies.

- a. A vacancy in the office of president shall be filled by the vice presidents in the order listed in Section 1.
- b. A vacancy in any elected office other than president shall be filled for the unexpired term by the board of directors.
- c. A vacancy in any appointed office shall be filled by the president with approval of the executive committee.

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

Section 1. Duties of Elected Officers. Officers shall perform the duties prescribed by these bylaws, by the policies and procedures adopted by the board of directors, and by the current edition of *Robert's Rules of Order, Newly Revised*.

Section 2. Officers= Reports. All officers shall submit annual reports of their work by May 1 to the state president who shall prepare a written summary of these for distribution by June 30.

Section 3. Duties of the President. As the executive officer, the president shall

- a. submit such reports and forms as required by the state and AAUW;
- b. be responsible for bringing the state bylaws into conformity with AAUW Bylaws after each AAUW convention;
- c. preside at all meetings of the state, the board of directors, and the executive committee;
- d. serve as an ex-officio member of all task forces and committees except the nomination committee.
- e. appoint chairs of all task forces and committees except the nominating committee and those otherwise provided for in these bylaws;
- f. prepare a written document combining reports from board members and branch presidents to be distributed to these same persons by June 30;
- g. perform all other duties usually pertaining to the office;
- h. As the official representative of the state, the president or the president=s designated substitute shall represent the state in all work with other organizations and at meetings and conferences.

Section 4. Duties of the Program Vice-President. The program vice-president shall:

- a. be responsible for planning state programs;
- b. serve as chair of the committee on program development;
- c. assume the duties of the president in the absence or temporary inability to serve;
- d. perform such duties as may be assigned by the board of directors and as specified in these bylaws.

Section 5. Duties of the Membership Vice-president. The membership vice-president shall:

- a. serve as chair of the committee on membership;
- b. assume the duties of the president in the absence of both president and program vice-president;
- c. perform such other duties as may be assigned by the board of directors and as specified in these bylaws.

Section 6. Duties of the AAUW Funds Vice-president. The AAUW Funds vice-president shall:

- a. serve as chair of the committee for AAUW Funds;
- b. coordinate the AAUW Funds fund raising activities for the state and serve as a resource for the branches;
- c. perform such other duties as may be assigned by the board of directors and as specified in these bylaws.

Section 7. Duties of the Recording Secretary. The recording secretary shall:

- a. record the minutes of the meetings of the state board of directors and executive committee and the annual convention business meeting;
- b. file all written reports presented at state meetings;
- c. have available at all meetings a copy of AAUW bylaws, the state bylaws, a list of elected and appointed officers, and a list of branch presidents;
- d. in a timely manner have minutes of all meetings reviewed by the president and another designated member of the executive committee for accuracy and then distribute the minutes to appropriate groups.

Section 8. Duties of the Communications Director. The communications director shall:

- a. assume responsibility for such correspondence of the state and executive committee as the president or executive committee shall delegate;
- b. notify the branches of all meetings of the state;
- c. maintain a roster of the branches including branch officers, committee and task force chairs, and a list of all state members-at-large;
- d. compile the Directory and distribute it;
- e. perform such other duties as shall be assigned by the president.

Section 9. Duties of the Treasurer. The treasurer shall:

- a. assume responsibility for the collection of all state dues and other money due the state;
- b. serve as custodian of all funds, securities, and business papers;
- c. keep an itemized account of all receipts and disbursements;
- d. present a detailed financial report to the executive committee and board of directors at each meeting and upon the request of the president at other times;
- e. submit an annual written financial report to the state;
- f. submit the records for financial review at the close of the fiscal year;
- g. pay bills only upon receipt of warrants signed by the person incurring the bills;
- h. notify branch treasurers and members-at-large by June 1 that dues become delinquent after July 1;
- i. serve as chair of finance committee and with same committee prepare budget to be presented at first meeting of board of directors.

## **ARTICLE IX. NOMINATIONS AND ELECTIONS**

Section 1. There shall be a nominating committee of five members, three of whom shall be elected at the state convention in even numbered years. Two shall be elected by the board of directors at the first board meeting of the fiscal year. One member of the committee shall be elected by the board to serve as chair.

Section 2. Members shall be elected for a two-year term and may serve for a maximum of four consecutive years.

Section 3. Suggested nominees for elected offices shall be submitted by branches or individuals to the nominating committee in writing or by electronic means at least 60 days prior to the state

convention.

Section 4. The names of the nominees for elected office shall be published and sent to every branch at least 30 days before the state convention.

Section 5. Officers shall be elected at the state convention.

Section 6. Nominations may be made from the floor with the written consent of the nominee.

Section 7. Elections shall be by secret ballot except when there is only one candidate for an office, in which case the election may be made by voice vote.

Section 8. Election shall be by a majority vote of the official delegates present and voting.

## **ARTICLE X. BOARD OF DIRECTORS**

Section 1. Composition. Members of the board include elected officers, appointed officers, and branch presidents. If a branch president is also a state elected or appointed officer, the branch may designate a substitute to represent the branch. Each member shall have only one vote, and branch co-presidents shall be considered as one voting member of the board. Members of AAUW of Alabama who are AAUW officers, AAUW Funds, Legal Advocacy Fund, or committee members shall be ex-officio non-voting members.

Section 2. Powers and Duties. In accordance with the bylaws and convention action, the board of directors shall have the general power to administer the affairs of the state and to initiate and carry out its program and policies. It shall act for the state between conventions. The board may adopt rules to govern its proceedings. It also shall:

- a. approve the budget and adopt the financial review;
- b. provide for the election of the required members and chair of the nominating committee;
- c. recommend to the state conventions such additional standing committees and task forces as are considered necessary for the work of the state;
- d. approve the establishment of special committees;
- e. fill a vacancy in any elected office except the office of president.

Section 3. Meetings and Quorum.

- a. Regular Meetings. Regular meetings of the board of directors shall be held at least twice a year at the call of the president.
- b. Special Meetings. Special meetings of the board of directors shall be called at any time by the president or upon written request of five members of the board, provided that at least five days notice of such meeting and its agenda has been given to the members of the board.
- c. Quorum. The quorum for a meeting of the board of directors shall be a majority of the voting members.

Section 4. Interim Voting. In the interim between meetings of the state board of directors, a

written vote may be taken at the request of the president on any question submitted in writing or by e-mail. Voting shall close ten days after the question has been submitted. If a majority shall vote on a question sent to the members of the board of directors, the vote shall be counted and shall have the same effect as if cast at a meeting of the board of directors.

Section 5. Delegation to Executive Committee. Between meetings of the board, the board may delegate such authority as it deems necessary to the executive committee.

## **ARTICLE XI. EXECUTIVE COMMITTEE**

Section 1. Composition. The executive committee shall be composed of the elected officers of the state and the immediate past president, a non-voting ex-officio member.

Section 2. Powers and Duties. The executive committee shall:

- a. be empowered to act for the board of directors during the interim between meetings of the board in all matters except those which, according to the bylaws, specifically require action by the full board of directors;
- b. perform such duties as may be assigned by the board of directors;
- c. determine the special committees necessary for the work of the state and recommend their establishment by the board of directors.
- d. provide for a financial review and the proper control of funds;
- e. make recommendations to the board of directors;
- f. report its activities and actions to the board of directors;
- g. adopt rules to govern its procedures.

Section 3. Meetings and Quorum

- a. Meetings. The executive committee shall meet at least once a year at the call of the president or at the written request of two members of the executive committee.
- b. Quorum. A quorum shall be a majority of the members of the executive committee.

Section 4. Voting.

- a. Written Vote. In the interim between meetings of the executive committee, a written vote may be taken at the request of the president on any question submitted in writing or by e-mail. Voting shall close ten days after the question has been submitted. If a majority shall vote on a question sent to the members of the executive committee, the vote shall be counted and shall have the same effect as if cast at a meeting of the executive committee.
- b. Conference Call Vote. As in a written vote, a conference call vote may be taken at the request of the president on any question submitted in writing or by e-mail. If a majority shall vote on a question sent to the members of the executive committee, the vote shall be counted and shall have the same effect as if cast at a meeting of the executive committee.

## **ARTICLE XII. COMMITTEES**

Section 1. Standing Committees.

- a. There shall be standing committees on the work of appropriate AAUW committees, including bylaws, college/university relations, AAUW Funds, Legal Advocacy Fund, membership, program development, public policy, and diversity.
- b. Another standing committee of the state shall be the finance committee.
- c. There shall be such other standing committees as the state shall authorize upon recommendation of the board of directors.

Section 2. Special Committees. There may be established such special committees as shall be considered necessary by the board of directors.

Section 3. Qualifications and Terms of Chairs and Members.

- a. Committee chairs shall be members of AAUW.
- b. Members of standing and special committees shall be chosen for their experience and work in the AAUW and/or their special aptitude for the work of the committee with due regard for geographical representation and rotation in membership.
- c. Committee chairs shall serve for a term of two years, and shall be eligible to serve only two full consecutive terms in the same position.

Section 4. Composition and Duties of Committees.

- a. Standing Committees. With the approval of the board of directors, each standing committee shall formulate programs to carry forward the work of AAUW within the state. Each standing committee shall cooperate with the appropriate AAUW committee and committees in the branches to initiate and promote projects of a state-wide and national scope.
  - (1) The committee on bylaws shall receive and review the biennial amendments of all branch bylaws by December 1 following the AAUW convention, to ensure that they conform with the current AAUW Bylaws. The committee may propose amendments to the state bylaws and forward those adopted to the AAUW committee on bylaws.
  - (2) The committee on college/university relations shall be responsible for planning and developing a mutually supportive relationship between institutions of higher education and state. Suggested duties include communicating to the institution information about AAUW research, policy briefs and fellowships, conducting research on campus climate issues, and nominating programs for the Legal Advocacy Fund Progress in Equity Award.
  - (3) The committee on AAUW Funds programs shall implement AAUW programs on Fellowships, Research and Projects, and such others as may be established by AAUW. The AAUW Funds vice-president shall serve as chair.
  - (4) The committee on Legal Advocacy Fund shall communicate LAF programs and policies to the state and the branches and shall keep the state abreast of progress in LAF cases. The committee shall work with the

committee on college/university relations in nominating projects for the LAF Progress in Equity Award.

- (5) The committee on membership shall assist branch membership chairs in problems of qualifications for membership and in the development of membership orientation programs. The program development and the college/university relations chairs shall be ex-officio members. The membership vice-president shall serve as chair.
  - (6) The committee on program development shall be responsible for providing policy guidance for program direction in the program areas and Issues of AAUW and for the continuing program concerns of the state. It shall consider future AAUW program Issues. The program vice-president shall serve as chair.
  - (7) The committee on public policy shall formulate and implement state legislative program in compliance with AAUW policy.
  - (8) The committee on diversity shall promote AAUW and State diversity policies and plans, provide diversity awareness activities for the branches, coordinate with the committee on program development to promote coalitions and activities with diverse allies and coordinate with the committee on membership to increase diversity in membership.
- b. Special Committees. Special committees shall perform such duties as are assigned by the board of directors.

Section 5. Reports. The chair of each committee shall submit an annual report by May 1 to the state president who shall prepare a written document to be sent, when required, to the membership and/or to the appropriate staff member at AAUW.

### **ARTICLE XIII. RESPONSIBILITIES OF BRANCH OFFICERS AND CHAIRS TO THE STATE**

Section 1. Duties of Branch President. The branch president shall:

- a. be the official representative of the branch in the activities of AAUW on all levels;
- b. no later than June 1, send to the president of the state the names and addresses of all officers, task force and committee chairs;
- c. no later than May 1, file an annual report with the state president covering the activities of the branch;
- d. be responsible for the updating of branch bylaws after each AAUW convention and submitting them as instructed to the state bylaws chair before the December 1 deadline;
- e. assume the responsibility to bring the branch bylaws into conformity with the bylaws of the state after each state convention;
- f. send to the state president suggested candidates for appointive offices together with a statement of their qualifications.

Section 2. Duties of Branch Treasurer. The branch treasurer shall send state dues to the state treasurer, post-marked no later than July 1. Dues received after July 1 for late renewal or for new members shall be forwarded immediately.

Section 3. Duties of Other Officers and Chairs. Branch officers, task force and committee chairs shall make reports as may be required by a member of the state board of directors or by a special committee chair.

## **ARTICLE XIV. MEETINGS OF THE STATE**

### Section 1. Time, Place, and Notification.

- a. The state shall hold at least one regular meeting each year to be known as the state convention or annual meeting to conduct the business of the state, including the election of officers.
- b. The time and place shall be determined by the executive committee.
- c. Special meetings may be called by the president, or shall be called by the president on the written request of five members of the board of directors.
- d. Notice of meetings shall be sent to all branches, members of the state board of directors, AAUW, college/university members, and state members-at-large at least thirty days prior to the meeting.
- e. All state meetings, including meetings of the board of directors, shall be open and may be attended by any member of the state.
- f. If circumstances prevent the holding of a state meeting, the elected officers of the board of directors shall provide for the conduct of necessary business.

### Section 2. Representation.

- a. Voting Body. The voting body of any meeting of the state shall be composed of:
  - (1) State Representatives, including the following:
    - (a) elected officers;
    - (b) appointed officers;
    - (c) past presidents of the state; and
    - (d) presidents of the branches.
  - (2) Branch and other delegates, including the following:
    - (a) Ten delegates from each branch, with additional proportionate representation of one delegate for each twenty-five members or major fraction thereof above one hundred.
    - (b) One delegate representing each college/university member.
- b. Voting. A member of the voting body shall cast no more than one vote.
- c. Quorum. A quorum shall be a majority of the voting body registered as attending, provided that a majority of the branches are represented.

## **ARTICLE XV. PARLIAMENTARY AUTHORITY**

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

## ARTICLE XVI. AMENDMENTS

Section 1. The provisions of these bylaws not governed by the AAUW Bylaws may be amended at any state convention by a two-thirds vote of those present and voting thereon, provided notice of the proposed amendment shall have been sent to each state AAUW member in the state at least thirty (30) days prior to the meeting at which such amendment is to be acted upon; or, if previous notice has not been given, by unanimous vote of the convention and ratification of two-thirds of the branches.

Section 2. Any amendment to the bylaws of the state shall become effective and binding on all branches within the state.

Section 3. Changes required to bring the state bylaws into conformity with the bylaws of AAUW shall be made without the necessity of a vote of the state.

Section 5. The bylaws of *American Association of University Women of Alabama* and all subsequent amendments thereto shall be forwarded to the chair of the AAUW Committee on Bylaws for approval.

Dates amended:        April 7, 1990  
                              October 19, 1991  
                              April 9, 1995  
                              October 17, 1995  
                              April, 1996  
                              March 22, 1997  
                              July 29, 2000  
                              April 6, 2006 (to conform with AAUW Bylaws)  
                              Spring 2006, voted on at state convention and ratified by branches  
                              April 2007  
                              February 9, 2010 (to conform with AAUW Bylaws)