

**BYLAWS**  
**AMERICAN ASSOCIATION OF UNIVERSITY WOMEN**  
**Alexandria/Pineville, Louisiana Branch**  
**Amended January 2014**

**ARTICLE I. NAME**

The name of this organization shall be the American Association of University Women, Alexandria/Pineville, Louisiana Branch, hereinafter called the Branch.

**ARTICLE II. GOVERNMENT**

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

**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 Educational Foundation, and the AAUW Legal Advocacy Fund.
- 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.** The policies and program of AAUW and the state shall be binding on all members, and no member or 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. Proper use of Name and Logo.** The name and logo of AAUW may be used only by individuals and groups acting in a lawful and ethical manner, consistent with AAUW policies and procedures. States and branches that are delinquent in filing required tax, corporate, and/or bylaws documents with AAUW and/or the IRS are prohibited from public use of the name and logo. Further sanctions for misuse of name, including loss of AAUW affiliation, may be imposed by the AAUW Board of Directors, especially in regard to any statement or action that misrepresents or jeopardizes the tax status of AAUW.

**Section 3. Individual 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.

## **ARTICLE V. MEMBERSHIP AND DUES**

**Section 1.** Composition. The membership of AAUW shall consist of individual and partner members.

**Section 2.** Qualified Institutions. Qualified institutions are educational institutions that offer recognized associate, baccalaureate, or higher degrees and that have full regional accreditation or appropriate professional association approval.

**Section 3.** Basis of Membership.

a. Individual Member

(1) Eligibility. A graduate holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution shall be eligible to receive admission to AAUW membership; such membership shall be granted upon payment of AAUW dues. The provisions set forth in this section are the sole requirement for eligibility and admissibility to membership. Refusal to admit an eligible graduate to branch membership shall result in loss of recognition of a branch.

(2) Determination of Admissibility to Membership. Any graduate who claims qualification for membership in AAUW and who has been refused admission to membership by an officer of a branch or state of AAUW may present credentials to the AAUW Board of Directors for review. The decision of the AAUW Board of Directors shall be final.

(3) Saving Clause. No individual member shall lose membership due to any change in the status of the educational institution upon which qualification for membership was based.

(4) Categories of Membership.

(a) A national member is an individual who pays annual AAUW dues and who may or may not belong to a branch, state, or multistate organization or other AAUW-affiliated entity. A national member shall be entitled to vote and to serve on AAUW committees and the AAUW Board of Directors.

(b) A branch member is a national member who is also a member of one or more AAUW branches. A branch member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained.

(5) Life Membership.

(a) Paid. An individual member may become a life member upon a one-time payment of 20 years' dues; based on the amount of AAUW dues the year the member elects to become a life member. Thereafter, the life member shall be exempt from the payment of AAUW dues.

(b) Fifty-Year Honorary. An individual member who has paid AAUW dues for 50 years shall become a life member and shall thereafter be exempt from the payment of AAUW dues.

(c) Privileges. A life member of AAUW who maintains a membership in one or more branches or other AAUW-affiliated entities on an annual basis shall be entitled to all branch rights and privileges. A life member of AAUW who does not maintain branch membership shall be entitled to national member privileges only.

b. Partner Member.

College/university partner members are qualified educational institutions, including two-year or community colleges that pay annual dues to AAUW. Each college/university member shall appoint one or two representatives who shall each have the membership benefits of a national member and any other benefits that accrue to representatives of partner members. A representative of a college/university partner member choosing to affiliate with the branch will pay annual branch dues.

**Section 4. Student Affiliates.** An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation. Student affiliates shall be entitled to attend branch, state and AAUW meetings and receive the publications distributed to all members of AAUW. Affiliates may not vote or hold office. The branch fee for student affiliates shall be established by the executive committee at the time of the student's joining (not to exceed \$2).

**Section 5. Dues.**

a. Amount.

(1) The annual branch dues for individual members shall be established at the annual meeting by a two-thirds vote of those present and voting, provided written notice has been given to all members thirty days prior to the meeting.

(2) The AAUW Board of Directors shall set the dues for partner members. AAUW provides for two partner member representatives from each college/university with no AAUW dues; branches may set their own or no fees for college/university representative membership.

b. Payment. Member dues shall be payable in accordance with procedures established by policy.

c. Reciprocity. A current member of a branch or comparable AAUW-affiliate entity may transfer membership to another branch or comparable AAUW-affiliated entity without payment of additional dues.

**Section 6. Severance of Membership.** A member may be suspended or dropped from membership for any conduct that tends to injure AAUW or to adversely affect its reputation or that is contrary to or destructive of its mission according to these Bylaws, with action taken following policies and procedures adopted by the Board of Directors.

**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 members thirty days prior to the meeting.

**Section 3.** Dues are payable on or before July 1.

**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 a year or less in the U.S.A., may attend branch meetings without vote.

**Section 6.** Dues of new members may be paid at any time. 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 for branch dues. The AAUW portion of dues paid by new members between March 15 and July 1 shall be the full annual amount, but the new member's dues shall not be payable until July 1 of the following year.

**Section 7.** The annual budget shall be adopted by the board of directors for presentation at the annual 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 to fulfill the functions of administration, program, membership, public policy, finance, Educational Foundation and communications.

**Section 2.** The elected officers shall be president, or official representative, or co-presidents, vice presidents for membership and program, secretary and treasurer, or secretary/treasurer.

**Section 3.** The appointed officers shall be Parliamentarian and Educational Foundation Chairman, Legal Advocacy Chairman, Public Policy Chairman, and Diversity Chairman. They shall be appointed by the president.

**Section 4.** Officers shall serve for a term of 2 years or until their successors have been elected or appointed and assume office. The term of each officer shall begin on July 1.

**Section 5.** No member shall be eligible to serve more than 2 consecutive terms in the same office.

**Section 6.** The incoming president may call a meeting of the incoming officers prior to July 1.

**Section 7.** A vacancy in office, excluding the president, or official representative, or co-presidents, shall be filled for the unexpired term by the board of directors. A vacancy in the office of president, or official representative, or co-presidents shall be filled by the vice presidents in the order listed.

## **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 branch.

**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 business meetings.

**Section 6.** The treasurer shall be responsible for collecting, distributing, and accounting for the funds of the branch. The treasurer shall collect dues and properly remit them to AAUW and state by the specified deadline. The treasurer shall send monies for the Educational Foundation and the Legal Advocacy Fund by the specified deadlines and shall keep separate ledgers for each type of account.

## **ARTICLE IX. NOMINATIONS**

**Section 1.** There shall be a nominating committee of 3 members all of whom shall be elected at the annual meeting. The chairman shall be appointed by the president at the first board meeting of the fiscal year.

**Section 2.** Members shall serve for 2 years.

## **ARTICLE X. ELECTIONS**

**Section 1.** The names of the nominees shall be announced or published and sent to every member at least 10 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. In which case the election may be by voice vote. Elections shall be by a majority vote of those present and voting.

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

**Section 1.** The president, vice president(s), secretary and treasurer shall be elected in even numbered years.

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

**Section 1.** The board of directors shall include the elected and the following appointed officers of the branch: Parliamentarian, Vice Presidents for Legal Advocacy, Membership, Diversity and Program and Chairmen of the Study Groups.

**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 delegated by AAUW and state.

**Section 3.** Meetings of the board shall be held at least 2 times per year. Special meetings may be called by the president and shall be called upon request of 5 members of the board.

**Section 4.** The quorum of the board shall be a majority of the elected officers.

#### **ARTICLE X111. MEETINGS**

**Section 1.** There shall be at least 3 general membership meetings each year.

**Section 2.** The general membership meeting 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, reviewing the budget, electing officers and nominating committee, establishing dues, amending bylaws, and giving directions to the board.

**Section 4.** The quorum shall be 25 percent of the branch members.

#### **ARTICLE XIV. COMMITTEES**

**Section 1.** Standing committees shall be program, membership, public policy, finance, Educational Foundation, bylaws, communications, nominations and parliamentarian.

**Section 2.** Standing committees shall be appointed by the president.

**Section 3.** Special committees may be appointed by the president with the consent of the board.

#### **ARTICLE XV. CONVENTIONS**

All members have a vote on national AAUW business (elections, adoption of the Public Policy Program and resolutions, and amendments to the AAUW Bylaws). There will no longer be a delegate system for national AAUW meetings. Delegates and alternates to the state conventions, as described in state bylaws, shall be elected by the branch and certified by the president.

#### **ARTICLE XVI. 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 purpose 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 AAUW or to an AAUW-affiliated entity designated by AAUW.

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

Article XI, Section 2 of AAUW's Bylaws contains the provisions and conditions for loss of recognition of a branch.

## **ARTICLE XVIII. 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 XIX. 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, 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 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 XX. AMENDMENTS TO THE BYLAWS**

**Section 1.** Provisions of these bylaws not governed by the 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 10 days prior to the meeting.

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

**Section 3.** 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 its articles of incorporation.

Mandatory Update: January 2014