

SANTA FE, NEW MEXICO BRANCH OF AAUW, INCORPORATED

BYLAWS

ARTICLE I. NAME

The name of this organization shall be the Santa Fe, New Mexico Branch of the American Association of University Women, Incorporated.

ARTICLE II. GOVERNMENT

The Bylaws of the American Association of University Women, hereinafter called AAUW, shall govern this 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 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 purpose of this branch shall be to unite graduates of regionally accredited educational institutions in order to promote equity, education, intellectual growth, individual worth, and development of opportunities for women and girls. The branch shall:

- a. Contribute to the growth and advancement of AAUW, and its 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; and
- d. Cooperate in AAUW state and regional work.

ARTICLE IV. USE OF NAME

Section 1. The policies and program of AAUW shall be binding on all members, branches, and states, and 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. **AAUW members.** 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. who have paid dues (AAUW + state + branch dues) on or before July 1 annually. The provisions set forth in this section are the sole requirements of eligibility for membership. Refusal to admit an eligible graduate to branch membership shall result in loss of recognition of the branch. Applications for membership shall be forwarded to AAUW by individual applicants or the branch Finance Chair.

Section 2. Life Members.

- a. **Paid life members.** Any member of AAUW may become a life member as defined in AAUW Bylaws. Thereafter the life member shall be exempt from payment of AAUW dues. Paid life members who are members of branches continue to pay annual state and branch dues and charges.
- b. **Fifty-year Members.** Any branch member who has paid AAUW dues for fifty (50) years shall become a Fifty-year Honor Life Member and shall thereafter be exempt from payment of AAUW, state, and branch dues.

Section 3. 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. Student affiliates may not vote or hold office. Fees for student affiliates shall be established by AAUW, state, and branch Boards of Directors.

Section 4. Reciprocity. A branch member of AAUW who has paid current dues shall be eligible to transfer membership to another branch. All branches shall have a reciprocal membership policy. Payment of any additional dues shall be waived for a transferring branch member whose current dues have been paid to another branch.

ARTICLE VI. FINANCE

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

Section 2. Amount of Dues. Each member shall pay established dues annually. If a change is recommended in the branch dues, upon approval of the branch Board of Directors, it must be approved by a two thirds vote of those present at a regular branch meeting following a written notice to members 30 days before the meeting. The new dues amount will be applicable beginning on July 1 after approval.

Section 3. Payment of Dues.

- a. Continuing members. Dues of continuing members are payable on or before July 1.
- b. New Members. Dues of new members may be paid at any time and shall be forwarded to AAUW immediately. Dues received by AAUW between January 1 and April 1 shall be one-half the annual dues. The Branch portion of dues will be one-half the annual branch dues.
- c. 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 4. Finances.

- a. 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. No indebtedness over amounts provided for in the budget shall be incurred by the branch except upon recommendation of the Board of Directors.
- b. The annual budget shall be adopted by the Board of Directors.
- c. The institution and form in which branch monies and savings are held can be changed only by a vote of the Board of Directors.

ARTICLE VII. OFFICERS

Section 1. There shall be officers to fulfill the functions of administration, program, membership, public policy, finance, fundraising and communication. Officers may function collaboratively or share functions. Section 2 below specifies the normal filling of seven elected officer positions.

Section 2.

- a. **Elected officers** serve for two (2) years and constitute the Executive Committee.

Elected in odd-numbered years:

President

Program Vice-president

Secretary

Public Policy Chair

Elected in even-numbered years:

Membership Vice-president

Finance Chair

AAUW Funds Chair

- b. **Appointed Officers.** Officers shall be appointed to carry out the work of the branch. These may include newsletter editor, yearbook editor, public information chair, historian, and webmaster. These officers shall be appointed by the president with the approval of the Executive Committee.

Section 3. **Duties.**

- a. **President.** The president shall:

- 1) Be the official representative of the branch in the activities of AAUW on all levels;
- 2) Submit a list of the incoming and continuing branch officers and chairs to the president of the state and to AAUW no later than June 1;
- 3) Submit to the state convention local arrangements committee, an annual report of the branch for inclusion in the convention program materials;
- 4) Be responsible for bringing the branch bylaws into conformity with AAUW Bylaws after each AAUW convention if necessary and for submitting amended bylaws for review to the chair of the state committee on bylaws following the biennial AAUW convention;
- 5) Be responsible for bringing the branch bylaws into conformity with the state bylaws after a state convention if necessary; and
- 6) Perform the following duties:
 - a) Preside at all meetings of the branch, the Board of Directors, and the Executive Committee;
 - b) Serve as an ex-officio member of all task forces and committees except the nominating committee.

- b. **Program Vice President.** The program vice president shall:

- 1) Serve as chair of the committee on program development
- 2) Preside at meetings in the absence of the president; act in the absence or disability of the president; and
- 3) Perform such other duties as are requested by the president or by the Board of Directors.

- c. **Membership Vice President.** The membership vice president shall:
- 1) Serve as chair on membership
 - 2) Preside at meetings in the absence of the president and program vice president; and
 - 3) Perform such other duties as are requested by the president or by the Board of Directors.
- d. **Secretary.** The Secretary shall:
- 1) Record and keep in custody the minutes of all meetings of the branch, Board of Directors, and the Executive Committee;
 - 2) Have available for reference at all meetings a copy of the branch bylaws and list of officers, committee chairs and members;
 - 3) Have charge of such correspondence of the Board as is delegated by the president or the Board of Directors;
 - 4) Keep on file all communications received and copies of all letters sent; and
 - 5) Perform such other duties as are requested by the president or Board of Directors.
- e. **Finance Chair** The Finance Chair, with an assistant if necessary, shall:
- 1) Be responsible for collecting all annual dues;
 - 2) Forward, at the appropriate time, dues collected for AAUW members to AAUW, and state dues to the state Treasurer;
 - 3) Transmit to AAUW all applications, with dues, made to the branch by graduates who qualify for membership in AAUW under AAUW Bylaws;
 - 4) Perform the following duties:
 - a). Receive all monies due the branch;
 - b) Pay all bills provided for in the budget or verified by the president;
 - c) Keep a proper set of books;
 - d) Render a financial report at the appropriate regular meeting of the branch and at such other times as is required by the Board of Directors;
 - e) Present the Finance Chair's book for financial review at least every two years or as requested; and
 - 5) Secure and retain the Santa Fe Branch Record of Incorporation. Submit forms and fees as required by the State of New Mexico.
- f. **AAUW Funds Chair.** The AAUW Funds chair shall:
- 1) Be responsible for developing support for the branch's annual donation to AAUW
 - 2) Receive funds from the fundraising activities of the branch, e.g., Bed & Breakfast and Trash & Treasures, and from member donations;
 - 3) Send all donations and funds collected to AAUW;
 - 4) Coordinate with the AAUW-University of New Mexico (UNM) Scholarship Fund to send to UNM Foundation the amount needed to assure full payment to the branch Scholarship awardee annually, and extend the principal account in the endowment fund as possible; and
 - 5) Keep financial records and report to the branch, the state AAUW funds chair, and AAUW as required.
- g. **Public Policy Chair.** The Public Policy chair shall:
- 1) Be responsible for programs/presentations to the branch that support AAUW, state, and local public policy initiatives;
 - 2) Be responsible for alerting membership to legislation and to the New Mexico State legislative sessions that deal with issues important to the AAUW;

- 3) Seek to have the branch represented at appropriate legislative sessions and committee meetings; and
- 4) Submit appropriate articles to the branch newsletter.

Section 4. Vacancies. A vacancy in office, except that of the president, shall be filled for the unexpired term by a branch member elected by the Board of Directors. A vacancy in the office of president shall be filled by a member of the Board of Directors, elected by the Board.

Section 5. Tenure. All officers shall take office at the meeting of the Board of Directors, following installation of officers at the branch meeting in June. All officers shall serve for a term of two (2) years or until their successors are elected and assume office. They shall be eligible for reelection to the same office for one term only. The incoming or continuing president may call a meeting of the Board of Directors or the Executive Committee prior to July 1 for the purpose of approving appointments and making plans for the coming year.

Section 6. Nominations and Elections. A nominating committee of at least three (3) members shall be selected by the Board in March. The committee shall publish a list of nominees with brief biographical information in the branch newsletter distributed to all members before the May meeting where the voting will take place. Nominations may be made from the floor at the time of the election, provided written consent of the nominee has been obtained. Elections shall be by secret ballot unless there is only one nominee for an office when a voice count may be taken. Elections shall be by a majority vote of those present and voting.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. Membership. The Board of Directors shall be composed of the elected and appointed officers.

Section 2. Duties. The Board of Directors shall:

- a. Carry on the business of the branch in conformity with the policies and programs of AAUW;
- b. Be subject to the orders of the branch and none of its actions shall conflict with action taken by the branch;
- c. Have general power to administer the affairs of the branch between branch meetings and shall report its actions to the branch;
- d. Submit annual budget to the branch; and
- e. Establish special committees or task forces.

Section 3. Meetings. Meetings of the Board shall be held at least three (3) times a year, preferably monthly, August through June. Special meetings may be called at any time by the president or upon written request, by paper or email, of three (3) members of the Board of Directors or ten (10) members of the branch.

Section 4. Quorum. Shared offices count as one vote for determining a quorum. A majority of the elected offices, i.e., the Executive Committee, represented on the Board of Directors shall constitute a quorum.

Section 5. Voting Between Meetings. Between meetings of the Board, a written or electronic vote of the Board may be taken at the request of the President on any question submitted to the Board in writing, provided every member of the Board shall have an opportunity to vote upon

the question submitted. Voting will close by a specified time. The vote shall be returned to the President via e-mail, U. S. Postal Service (or equivalent), or fax. If a majority shall vote on any question so submitted, the vote shall be counted and shall have the same effect as if cast at a Board meeting.

ARTICLE IX. COMMITTEES, TASK FORCES, AND INTEREST GROUPS

With approval of the Board of Directors, any committee, task force, or interest group may be formed for accomplishing the mission, policies, and program of the branch. Examples include: bylaws, program, public policy, fundraising, legislative day activities, Careers & Curiosity in Math and Science, hiking club, and Book Women. These committees, task forces, and interest groups will communicate with and seek approval of the branch Board of Directors regarding all activities.

ARTICLE X. BRANCH MEETINGS

Section 1. Meetings.

- a. **Annual Business Meeting.** The annual business meeting shall be held during the month of May and shall be for the purpose of electing officers, receiving reports of officers, committees, and task forces, and for such other business as may properly arise.
- b. **Regular Meetings.** The branch shall hold at least seven (7) meetings a year.
- c. **Special Meetings.** Special meetings may be called by the president, seven (7) members of the Board of Directors, or by the written (paper or email) request of ten (10) members of the branch. Notice of the date, time, place and the business to be brought before the meeting shall be sent by the Secretary to the members in writing (paper or email) at least seven (7) days in advance. Only business for which notice has been given shall be transacted.

Section 2. **Quorum.** Twenty percent (20%) of the members of the branch shall constitute a quorum.

ARTICLE XI. PROPERTY

Section 1. The title to 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 the 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 XII. CONVENTION

Section 1. Delegates.

- a. **AAUW.** All members have a vote on national AAUW business (elections, adoption of the Public Policy Program and resolutions). There will not be a delegate system for national AAUW meetings.
- b. **State.** Delegates and alternates shall be elected by the branch and certified by the branch president. The number of delegates to which the branch shall be entitled shall be governed by the bylaws of the state

ARTICLE XIII. FORFEITURE OF BRANCH STATUS

AAUW's Bylaws, Article XI, Section 3 contains the provisions and conditions under which a branch will be discontinued.

ARTICLE XIV. 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.

ARTICLE XV. LIABILITY AND INDEMNIFICATION

Liability and indemnification of officers of this branch shall be governed by New Mexico State Statutes. The branch shall obtain and keep in force liability insurance.

ARTICLE XVI. 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 branch meeting provided written notice shall have been given to every member at least thirty (30) 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 their articles of incorporation.

Amended - 04/05/06 By-laws approved by Branch members at a regularly scheduled Branch meeting .

President - /s/Michelle J. Rossbach

Vice President - /s/ Enid Tidwell

Last amended – 1/15/2010. Mandatory changes from decisions made at 2009 AAUW Convention. No member vote needed.

Co-President - /s/Sandra Bradley

Co-President - /s/Judy Kares