

AAUW DENVER BRANCH BY LAWS

ARTICLE I - Name

The name of this organization shall be the American Association of University Women, Denver, Colorado Branch hereinafter called the branch.

ARTICLE II - Government

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

ARTICLE III - Purpose

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 the Association, the 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 and regional work.

ARTICLE IV - Use of Name

A. Section 1. The policies and program of the Association and the state shall be binding on all members and branches, and no member or branch shall use the name of the Association 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 shall not be abridged.

Section 3. Reference to membership in the Association by an individual shall be interpreted as use of name in application of Section 1.

Section 4. On any national matter on which the Association has no policy, the only action, which may be taken by a member or branch in the name of the Association, is to use the established channels to effect the formulation of a policy.

Section 5. Violation of the use of the Association's name shall result in:

- A. Member's suspension for one year or expulsion from membership, or
- B. Loss of recognition of the branch.

ARTICLE V – Membership

Section 1. Eligibility

A. Association Member. Individuals eligible to be admitted to Membership are those holding a baccalaureate or higher degree from a regionally accredited 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 to graduate schools at regionally accredited universities of the U.S.A. and who have paid dues (Association + 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 and participate in all branch activities and programs and receive the publications distributed to all members.

B. Emeritus Membership. Emeritus membership may be granted to a member and the member shall have all the rights and privileges of active membership:

1. At age 65 after a total of 35 years continuous membership in AAUW.
2. At age 65 after a total of 30 years continuous membership in Denver Branch.
3. After a total of 35 years continuous membership in Denver Branch.

C. Paid Association Life Membership. Paid life members of the Association, as defined in Association Charter and Bylaws, Article IV, Section 3a. (5)(a), who are branch members are required to pay annual state and branch dues.

D. Fifty-Year Honor Association Life Member. Any branch member who has paid Association dues for fifty (50) years shall become a Fifty-Year Honor Life Member, and shall thereafter be exempt from the payment of Association dues.

E. Branch Life Membership. Life membership in Denver Branch shall be granted after 50 years of continuous membership in Denver Branch.

F. Dual Membership. Members of other branches who have paid Association and state dues in those branches may hold membership in Denver Branch but are ineligible to hold elective office or to be a delegate.

Section 2. Student Affiliates. 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 the Association, state and branch boards of directors. Student affiliates may attend branch, state, and Association meetings and receive the publications distributed to all members. Affiliates may not vote nor hold office.

Section 3. Transferring Members. Payment of additional dues shall be waived for a transferring member whose current dues have been paid to another branch.

Section 4. IFUW Member. 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 5. A member whose dues remain unpaid after July 31 shall be dropped from membership.

ARTICLE VI - Dues

Section 1. Amount of Dues.

A. Association Members. The annual dues of branch members, which include a subscription to the Association publication distributed to all members, shall be as follows.

Association dues	\$39.00
State dues	5.00
Branch dues	<u>13.00</u>
Total Amount Due	\$57.00

B. Emeritus Members. The annual dues of emeritus members, which include a subscription to the Association publication distributed to all members, shall be as follows:

Association dues	\$39.00
State dues	<u>5.00</u>
Total Amount Due	\$44.00

C. Association Life Members Paid. To retain branch and state privileges an Association Life Member Paid shall pay annual branch and state dues.

State dues	\$ 5.00
Branch dues	<u>13.00</u>
Total Amount Due	\$18.00

D. Fifty-Year Honor Association Life Members. Fifty-year Association Life Members shall be exempt from payment of Association dues.

State dues	\$ 5.00
Branch dues	<u>\$13.00</u>
Total Amount Due	\$18.00

E. Fifty-year Branch Life Members. The annual dues of fifty-year branch life members, which include the Association publication distributed to all members, shall be as follows:

Association dues	\$39.00
State dues	<u>5.00</u>
Total Amount Due	\$44.00

F. Dual Membership. Members holding dual membership shall be exempt from payment of Association and state dues. The Denver Branch annual dues shall be thirteen dollars (\$13.00).

Section 2. Payment of Dues. Dues are payable on or before July 1. After notification of nonpayment, a member still in arrears after July 31 shall be dropped.

Section 3. New Members. Dues of new members may be paid at any time. The Association portion of dues paid by new members between January 1 and March 15 shall be one half the annual Association dues. The branch board of directors may set a reduction for branch fees.

ARTICLE VII - Finance

Section 1. Finance. The branch except upon recommendation of the board of directors and a majority vote at a regular or special meeting of the branch at which a quorum is present shall incur no indebtedness in excess of five hundred dollars (\$500.00). The branch shall provide for such audit and control of its funds as are necessary for their safekeeping and complete accounting.

Section 2. Fiscal Year. The fiscal year shall correspond with that of the Association, and shall begin on July 1.

Section 3. Establishment of Dues. 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 4. Annual Budget. The annual budget shall be adopted by the board of directors for presentation at the annual meeting.

Section 5. Financial Policies and Procedures. 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 VIII - Officers

Section 1. There shall be officers to fulfill the functions of administration, program, membership, public policy, finance, Educational Foundation, and communications.

Section 2. Officers.

A. Elected Officers. The elected officers of the branch shall be: a president, a first vice president, a program development vice president, a membership vice president, a recording secretary, a corresponding secretary, and a treasurer.

B. Appointed Officers. The appointed officers of the branch shall be a parliamentarian and such others as are necessary to carry on the work of the branch. They shall be appointed by the president with the approval of the executive committee, and shall serve a term of one year or until their successors have assumed office.

Section 3. Eligibility. Only members of the Association shall be eligible for the office of president, first vice president, program and membership vice presidents, and treasurer. The president and first vice president shall have been members of the branch for at least two (2) years and shall have served on the board of directors for at least one (1) year.

Section 4. Term of Office. Elected officers shall serve for a term of two (2) years or until their successors have been elected and assume office.

Any part of a term that exceeds one year shall be considered a full term. The term of each elected officer shall begin on July 1.

Section 5. No member shall be eligible to serve more than two (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. Vacancies

A. President. The vice presidents in the order listed shall fill a vacancy in the office of president.

B. Elected Officers and Elected Committee Chairs. A vacancy in office, excluding the president shall be filled for the unexpired term by the board of directors upon recommendation of the president in consultation with the nominating committee.

ARTICLE IX - Elected Chairs

Section 1. Elected Chairs. The elected chairs shall be the Association committee chairs of Educational Foundation, public policy, communications, and committee on women's issues.

Section 2. Eligibility. Chairs of committees paralleling Association committees shall be members of the Association.

Section 3. Term of Office. Chairs of Association committees shall be elected for a term of two (2) years and shall assume their duties by July 1 of the year they are elected. No elected chair shall be eligible to serve more than two (2) consecutive terms in the same office.

Section 4. Vacancies. Vacancies in elected chairs shall be filled according to the provisions in Article VIII, Section 7.B.

ARTICLE X - Nominations and Elections

Section 1. Nominations.

A. Nominating Committee. There shall be a nominating committee of five (5) members, two (2) of whom shall be elected at the annual meeting. Three (3) shall be elected by the board of directors at the first board meeting of the fiscal year; one of who shall be appointed chair of the committee.

B. Members of the Branch are encouraged to propose candidates to the Committee.

C. Members shall serve for one (1) year for a maximum of two (2) years consecutively.

Section 2. Elections.

A. In even numbered years, the president, first vice president, membership vice president, recording secretary, chair of the Education Foundation shall be elected. In odd numbered years, the program development vice president, corresponding secretary, treasurer, public policy chair, the communications chair, and chair of committee on women's issues shall be elected.

- B. The names of the nominees shall be published and sent to every member at least fourteen (14) days before the annual meeting.
- C. Nominations may be made from the floor with the consent of the nominee.
- D. All elections shall be held at the annual meeting.
- E. 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.
- F. In the event of a "write in" vote, the written consent of the candidate shall have been obtained in advance of the election and dated for presentation to the tellers if needed.

ARTICLE XI – Duties of Officers

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

A. President. 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 the Association and state.

1. The president shall be bonded in an amount to be determined by the board of directors, the fee for which shall be assumed by the branch.

2. In the inability of the president to perform the duties of office for a period in excess of ninety (90) days of the term of office, the board of directors shall declare the office vacant, and it shall be filled in the manner herein provided. (Article VIII, Section 7.A.).

3. The president shall preside at all meetings of the branch, of the board of directors, and of the executive committee.

4. The president shall name the appointed officers with the approval of the executive committee and the chairs of all committees except the nominating committee and those otherwise provided by these bylaws or the order creating same.

5. The president shall be an ex-officio member of all committees except the nominating committee and shall be informed of all meetings and functions involving the board and the membership.

6. Not later than June 1, the president shall submit an annual report of the branch to the person designated by the Association. By the same date the president shall submit a list of incoming and continuing branch officers and chairs to the president of the Colorado State and to the executive director of the Association.

7. After each Association and Colorado State convention, it is the responsibility of the president to bring branch bylaws into conformity with those of the Association and the Colorado State and to inform the members of the branch of the action.

8. The incoming or continuing president may call a meeting of the executive committee prior to July 1, for the purpose of approving appointments and making plans for the ensuing year.

B. The vice presidents shall perform such duties as the president and board shall direct.

C. First Vice President. The first vice president shall serve as an aide to the president and shall assist the president with the duties of president. By request of or in the inability of the president, the first vice president shall perform the duties of the president.

D. Program Development Vice President. The program development vice president shall be the chair of the program development committee and shall coordinate the total program of the branch in conformity with the Association structure.

E. Membership Vice President. The membership vice president shall be the chair of the membership committee; shall ascertain those graduates in the community who are eligible for membership in the Association; shall receive all applications, shall direct adequate orientation for members; and shall forward the membership applications of qualified applicants and their dues to the branch treasurer.

F. Recording Secretary. The recording secretary shall record and keep minutes of all business meetings; shall transmit all records to the successor; shall have available at all meetings a copy of the bylaws and standing rules of the Association, the state, and the branch; shall notify members of their election or appointment to office, to a chairmanship, or to a committee membership, and shall perform other duties pertaining to the office.

G. Corresponding Secretary. The corresponding secretary shall be responsible for the branch correspondence and shall assume the duties of the recording secretary in the latter's inability to serve

H. Treasurer. The treasurer, who shall be the chair of the finance committee, shall be responsible for collecting, distributing, and accounting for the funds of the branch; shall collect dues and properly remit them to the Association and state by the specified deadline; shall send moneys for the Educational Foundation and the Legal Advocacy Fund by the specified deadlines; shall keep separate ledgers for each type of account; shall be bonded and insured in an amount to be determined by the board of directors, the fees for which shall be assumed by the branch; shall render a monthly account to the board of directors and an annual account to the branch; and shall transmit to the duly elected successor all records and materials pertaining to the office.

I. Parliamentarian. When requested, the parliamentarian shall advise the president and members concerning matters of parliamentary procedures.

ARTICLE XII - Meetings

Section 1. General Membership Meetings. There shall be at least four (4) general membership meetings each year, the day and time to be determined by the board of directors. In the event of an emergency, a general membership meeting may be canceled by action of the executive committee.

Section 2. Annual Meeting. The general membership meeting held in May 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. Special Meetings. Special meetings may be called by the president, the board of directors, or upon written request of ten (10) members of the branch.

Section 5. Quorum. The quorum shall be ten percent of the branch members.

ARTICLE XIII - Board of Directors and Executive Committee

Section 1. Board of Directors.

A. Composition. The board of directors shall include the elected and appointed officers the chairs of Association standing committees, the chairs of the branch standing committees, the immediate past president and any members of the Denver Branch who are officers of the Association or of the Colorado state committees.

B. Duties. The board shall have the general power to administer the affairs of the branch between meetings of the branch, including but not limited to establishing policies and procedures to control financial records. It shall accept responsibility delegated by the Association and the state.

C. Meetings. Meetings of the board shall be held at least six (6) times per year, as determined by the board. Special meetings may be called by the president and shall be called upon request of two (2) members of the board, or five (5) members of the branch.

D. Quorum. The quorum of the board shall be a majority of its members.

E. Absences. A board member absent from three (3) meetings without valid excuse shall be considered no longer a member of the board and shall be so notified. The vacancy so created shall be filled according to the provision of these bylaws (Article VIII, Section 7.B.).

Section 2. Executive Committee.

A. Composition. The executive committee of the board of directors shall be composed of the president, the first vice president, program and membership vice presidents, the recording secretary, and the treasurer. The committee shall act in an advisory capacity to the president.

B. Duties. The executive committee may act for the board between meetings of the board and shall have such power and duties as may be specified by these bylaws or delegated to it by the board. The committee shall report to the board its work and actions.

C. Meetings. The executive committee shall meet at the call of the president or at the written request of three (3) members of the committee

D. Quorum. Four (4) members shall constitute a quorum.

ARTICLE XIV - Committees

Section 1. Committees. There shall be the following committees: Association standing committees and branch standing committees. The chairs of the Association standing committees shall be elected according to the provisions in Articles VIII and IX. The president shall appoint the chairs of the branch standing committees.

Section 2. Committee Members. The chair of each committee, in consultation with the president, shall select committee members, unless otherwise provided. The chair shall formulate plans for carrying on the work of the respective field, shall serve as the channel of communication and shall make such reports as necessary and requested by the president, by the board, by the state, and by the Association chairs or officials.

Section 3. Association Standing Committees. To carry out the purpose and program of the Association, there shall be the following Association Standing Committees: Educational Foundation, public policy, membership, program development, communications, and committee on women's issues.

A. Committee on Educational Foundation Programs. The Educational Foundation chair and the committee shall interpret and present the Foundation to the branch and encourage its support. The chair shall be elected to serve for two (2) years or until a successor has assumed office. The committee on Educational Foundation shall be responsible for implementing the Foundation program on fellowships, research and projects, and such others as may be established by the Foundation.

B. Public Policy Program. The public policy committee shall be composed of the chair and any others the chair shall deem advisable. The public policy committee shall keep the branch and board informed of all legislation pertaining to the purpose and program of the Association. The chair shall be elected to serve for a two (2) year term or until the successor has assumed office.

C. Membership Committee. The membership committee shall function under the direction of the membership vice president and shall be responsible for branch membership recruitment and orientation to the purpose and program of the Association. The membership committee shall consist of the chair, the personnel data chair, and such others as advisable

D. Program Development Committee. The program development committee shall include the chair (the program development vice president), membership vice president, the chairs of the Educational Foundation, public policy, committee on women's issues, the chair of special interest groups, and any others the chair considers advisable. The committee shall consider the program issues of the Association and recommend to the branch the selection of issue(s) to be implemented. The committee shall be responsible for the total program of the branch in

conformity with the Association structure. It shall provide policy guidance for the continuing program concerns of the branch, and shall elicit from the branch members the emerging issues for each biennium.

E. Committee on Women's Issues. The committee on women's issues shall be responsible for planning and implementing action for the advancement of women. The chair shall be elected to serve for two (2) years or until the successor has assumed office.

Section 4. Branch Standing Committees.

A. There shall be the following branch standing committee chairs: bulletin, bylaws, circulation editor, hospitality, library and archives, nominations, personnel data, public information, reservations, roster, special interest groups, and ways and means. The board as deemed necessary may create additional standing committees. The chairs of these committees except the chair of nominations shall be appointed to serve a term of one (1) year.

B. The duties of each committee shall be specified in the appropriate job description.

Section 5. Finance Committee.

A. The finance committee shall consist of at least six members as follows: the treasurer as chair, the immediate past treasurer, the program development vice president, the chair of ways and means, and two (2) members from the branch general membership and others as necessary appointed by the president in consultation with the chair.

B. The duties of the finance committee shall be to prepare an annual budget, which shall be submitted to the board of directors for adoption and for review by the branch at the annual meeting. The committee shall consider all proposed expenditures not included in the budget and report its recommendation to the board of directors, and shall employ an auditor to audit the accounts of the branch for each fiscal year.

Section 6. Special Committees. From time to time as the necessity arises, the president with the consent of the board may appoint special committees. During the period of activity of such committee (i.e. long range planning, special events coordinator), the chair shall attend meetings of the board of directors with voice and vote.

ARTICLE XV - Conventions

Delegates and alternates to the Association and state conventions, as described in Association and state bylaws, shall be elected by the branch and certified by the president.

ARTICLE XVI - Property

Section 1. The title of 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 the members, and no member or groups 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 the Association, except that such property shall not be used for any purposes contrary to those of the Association. The president or the designated representative shall execute all legal documents.

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 XVII – Forfeiture of Branch Status

Article XIII of the Association’s Charter and Bylaws contains the provisions and conditions under which a branch may be discontinued.

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 Association.

ARTICLE XIX - Amendments

Section 1. Provisions of these bylaws not governed by the Association Charter and 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 (14) 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 the Association 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.

Adopted 1922

Amended and Updated every two years thereafter including 1983.

Amended and Updated 1985, 1987, 1989, 1991, 1993, 1995, 1997, 1999 and last updated September 9, 2002.

AAUW DENVER BRANCH STANDING RULES

1. Order of Business

Call to Order

Roll Call

Minutes of Previous Meeting **

Financial Statement

Reports of Officers

Reports of Committees

a. Association Standing

b. Branch Standing

c. Special

Other Reports (Division and Association)

Communications

Bills *

Unfinished Business

New Business

Program (Branch Meeting only)

Announcements

Adjournment

* Board Meeting only

** Unless approved by a Reading Committee

2. The Branch Treasurer shall disburse money only on receipt of vouchers or statements properly authorized by the person incurring the expenditure. The treasurer's books shall be closed by June 30 for audit.

3. The paramount duty of the Ways and Means committee is to raise funds for the Foundation Programs, and the chair shall be a member of the Foundation Program Committee. Other fund raising projects of solicitations for donations shall be cleared through the Ways and Means committee and approved by the board of directors.

4. Denver branch may cooperate with fund-raising activities of community organizations provided that:

a. Such activities reflect the policies and principles of the Association and, further, provided a Branch representative serves in a voting, policy-making capacity.

b. No speakers for special drives shall be permitted at Branch meetings.

5. The Branch shall pay the expenses of the president or duty elected representative to attend the Association Biennial Convention, Colorado State Convention, Seminars, Workshops, and Conferences.
6. The Branch shall pay the registration fees of additional Branch delegates to attend the Association Biennial Convention.
7. The Branch shall pay the registration fees of all Branch delegates to the Colorado State Convention and the Seminars, Workshops, and Conferences.
8. Each year an outstanding woman who is a Denver resident in her senior year at a college or University in Denver may receive a one (1) year membership in Denver Branch, to be used the year after the woman graduates. Denver Branch will waive Branch dues for the recipient of this award, and will pay any Association or State dues.
9. Each year at the annual May meeting the Branch may award up to \$3,000 in scholarships to women who are Colorado residents, who are undergraduate students at Denver colleges, who have completed at least 30 credit hours toward a certificate or degree, and who are non-traditional students. A non-traditional student is one who did not enter college immediately after graduating from high school. A Scholarship Committee shall determine additional criteria and shall select the recipients of the scholarships.
10. No Interest Group meeting shall conflict with a Branch meeting in date and time.
11. The Board of Directors shall approve new Interest Groups.
12. Persons not eligible for AAUW membership who wishes to participate in an instruction and/or social group shall be considered individually by the group itself.
13. Denver Branch shall encourage qualified AAUW members to seek public office. No political speeches shall be permitted unless all candidates are present.
14. Each officer and standing committee chair shall have in her files AAUW BRANCH LEADERSHIP HANDBOOK and a detailed Job Description pertaining to Denver Branch, as well as additional information pertaining to the office. Such material shall be transferred to the successor by the June board of directors meeting or the close of the term of office.

15. While seeking candidates, the Nominating Committee shall use complete job descriptions for the offices to be filled.

16. Valid excuse for absence from Board meetings shall be: personal and/or family illness, business, regular employment or absence from the city. Secretary shall be notified of the absence (Article XIII, Section I. E).

17. The roster shall not be used by anyone as a mailing list for other than Branch purposes.

18. Standing rules may be amended by a majority vote at any regular board or Branch meeting provided notice has been presented at the previous meeting or in writing two (2) weeks prior to the meeting at which the amendment is to be voted, or by a two-thirds (2/3) vote without previous notice, provided there is intervening business between presentation of the amendment and voting thereon.

19. All officers and chairs that will be out of town or otherwise unavailable for more than one week shall inform the president and one other member within their area of responsibility of the whereabouts of materials and pertinent data in that area.

20. Nonmembers of the Denver Branch may attend special interest group meetings with the consent of the group members. The majority of each special interest group must be Denver Branch members, and the leader of the group must be a member of the Denver Branch.

GUEST POLICY

1. Members may attend special interest group meetings of which they are not registered members, provided a reservation is made with the chair of the group.

2. Guest privileges may be extended to AAUW members of other Branches to participate in Denver Branch instruction groups upon payment of all necessary fees.