

**AMERICAN ASSOCIATION OF UNIVERSITY WOMEN (AAUW)
BYLAWS OF TYLER, TEXAS BRANCH**

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name. The name of this organization shall be the Tyler, Texas Branch of AAUW, hereinafter called AAUW Tyler or the branch.

Section 2. Governance. The AAUW Bylaws shall govern this branch in all its practices and the bylaws of this organization shall in no way conflict with the AAUW Bylaws.

ARTICLE II. PURPOSE

The purpose of this branch shall be to further AAUW's mission to advance equity for women and girls through advocacy, education, philanthropy, and research. The branch shall:

- a. contribute to the growth and advancement of the programs of AAUW;
- b. support branch and community needs;
- c. cooperate in state AAUW work; and
- d. promote equity, education, and development of opportunities for women and girls that enable them to reach their full potential.

ARTICLE III. USE OF NAME

Section 1. Policies and Program. The policies and program of AAUW shall be binding on all members, and no member 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. 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.

Section 3. 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.

ARTICLE IV. MEMBERSHIP

Section 1. Membership.

- a. A graduate holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution or a foreign degree acceptable as a basis for admission by graduate schools at qualified universities of the United States 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 requirements of eligibility and admissibility to membership. Refusal to admit an eligible graduate shall result in loss of recognition of the branch.
- b. A branch member is a national member who is also a member of the AAUW Tyler Branch. That member shall be entitled to vote, hold office, and participate in all branch activities and programs and receive the publication distributed to all branch members of each branch where membership is maintained.
- c. A member may be suspended or dropped from membership for any conduct that tends to injure AAUW or to affect adversely its reputation, or that is contrary to or destructive of its mission according to AAUW policies and procedures.

- d. An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation with the branch upon payment of fees established by AAUW and state and branch boards of directors. Student affiliates shall be entitled to attend branch, state, and AAUW meetings and receive the publications distributed to all members. Affiliates may not vote nor hold office. An undergraduate student enrolled in a College/University partner institution shall be eligible for a free “e” membership in AAUW and shall be eligible for student affiliation with the branch upon payment of state and branch fees.

Section 2. Dues

- a. Changes in branch dues shall be determined at the annual meeting by two-thirds vote of those present and voting, provided notice has been given to the members 30 days prior to the meeting.
- b. Paid Life Members of AAUW, as defined in the AAUW Bylaws, are required to pay branch and state dues to become members of the branch.
- c. Fifty-year Honorary Members of AAUW are exempt from payment of AAUW dues and shall be exempt from state and branch dues.
- d. New members may join at any time. Dues are payable upon joining. The national and state portion of the dues paid by new members for less than a full year is determined by AAUW and state policy. The branch board of directors may set a reduction in branch dues.
- e. Payment of additional dues shall be waived for a transferring member whose current dues have been paid to another branch.

ARTICLE V. FINANCE

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

Section 2. The annual budget shall be adopted by the board of directors for presentation to the branch.

Section 3. 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 VI. OFFICERS

Section 1. The elected officers shall be: president, president-elect, program vice president, assistant program vice president, membership vice president, assistant membership vice president, secretary, finance officer and assistant finance officer.

Section 2. There shall be appointed officers for public policy, AAUW Funds, long-range planning, local scholarships, and such other officers as shall be deemed necessary to carry on the work of the branch. These officers shall be appointed by the president with the consent of the executive committee.

Section 3. All officers shall take office on July 1. All officers shall serve for a term of one year or until their successors are elected or appointed and assume office. They shall be eligible for re-election or re-appointment to the same office for no more than two consecutive terms.

Section 4. The incoming president may call a meeting of the incoming officers prior to July 1.

Section 5. A vacancy in office, excluding the president, shall be filled for the unexpired term by the board of directors. A vacancy in the office of president shall be filled by the president-elect or by the vice presidents in the order listed in Section 1.

ARTICLE VII. DUTIES OF OFFICERS

Section 1. Officers shall perform the duties prescribed by the bylaws, by Robert's Rules of Order, Newly Revised, and as outlined in the Policies and Procedures section of the branch handbook.

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

Section 3. The president shall be the official representative and spokesperson for the branch and shall be responsible for submitting such reports as required by AAUW and AAUW Texas. The president shall serve as ex officio member of all task forces and committees except for the nominating committee and perform all other duties pertaining to the office as outlined in the branch handbook.

Section 4. The president-elect shall serve one year as assistant to and observer of the president and the following year shall automatically become the branch president. The president-elect shall preside at meetings in the absence of the president, act in the absence or disability of the president, and perform such other duties as are requested by the president or by the board of directors as outlined in the branch handbook.

Section 5. The vice presidents shall perform such duties as the president and board shall direct and as outlined in the branch handbook.

Section 6. The assistant vice presidents shall assist the vice presidents under whom they serve, in any way that is needed and as outlined in the branch handbook and shall become vice presidents in their respective positions the following year.

Section 7. The secretary shall keep minutes of the meetings of the membership and of the board and shall perform such other duties as the president and the board shall direct and as outlined in the branch handbook.

Section 8. The finance officer shall be responsible for collecting, distributing, and accounting for the funds of the branch. The finance officer shall collect dues and contributions and properly remit them to AAUW and AAUW Texas by the specified deadlines. The finance officer shall perform other such duties as the president and board shall direct and as outlined in the branch handbook.

Section 9. The assistant finance officer shall assist the finance officer, become the branch finance officer the following year, and perform other such duties as the president and board shall direct and as outlined in the branch handbook.

Section 10. The parliamentarian shall advise the president of parliamentary procedures or bylaws interpretation.

ARTICLE VIII. NOMINATIONS AND ELECTIONS

Section 1. A nominating committee of five members shall be elected by the board of directors at least three months prior to the annual meeting. The report of the nominating committee shall be presented to members at least two weeks before the election. Nominations may be made from the floor at the time of the election, provided written consent of the nominee has been obtained.

Section 2. Elections shall be by ballot unless there is only one nominee for an office, in which case a voice vote may be taken. Election shall be by a majority vote of those present and voting.

ARTICLE IX. BOARD OF DIRECTORS

Section 1. The board of directors shall include the elected officers, the parliamentarian, and chairs of the following standing committees: AAUW Funds, public policy, long-range planning, and local scholarships. Others may be included as specified in the Policies and Procedures section of the branch handbook.

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 for such matters as delegated by AAUW and AAUW Texas and those specified by these bylaws and outlined in the Policies and Procedures section of the branch handbook.

Section 3. Meetings of the board shall be held at least four times annually. Special meetings may be called at any time by the president upon written request of four (4) members of the board of directors and/or ten (10) members of the branch.

Section 4. A majority of its members shall constitute a quorum of the board of directors.

ARTICLE X. BRANCH MEETINGS

Section 1. The branch shall hold a minimum of four (4) meetings a year.

Section 2. The annual meeting of the branch shall be held between March 1 and April 15, the exact time and place to be determined by the board. The annual meeting shall elect officers, fix dues, amend bylaws if necessary, receive reports of officers, committees and task forces and conduct such other business as may be necessary.

Section 3. Ten percent (10%) of the membership as of February 1 shall constitute a quorum.

ARTICLE XI. PROPERTY

The title to all property, funds and assets is vested in the AAUW Tyler branch for the joint use of the members, and no member or group of members shall have any severable right to all or any part of such property. Property and assets shall not be used for any purposes contrary to AAUW. In the event of the dissolution of the AAUW Tyler branch or the termination of its affiliation with AAUW, all assets of the branch shall be transferred and delivered to AAUW or to an AAUW-affiliated entity designated by AAUW.

ARTICLE XII. CONVENTIONS

Section 1. Delegates and alternates to AAUW Texas conventions shall be elected by the board and certified by the branch president. The number of delegates to which the branch is entitled shall be governed by the bylaws of the state. Each branch shall have three votes and, in addition, there may be one vote for every ten members of AAUW above the first ten or major fraction thereof. Each branch shall apportion its votes among the elected delegates.

Section 2. All members may vote on national AAUW business. The voting process is described in the AAUW Bylaws and Policies.

Section 3. The branch will reimburse or pay for convention expenses, as feasible and as per yearly budget, in the order outlined in the branch handbook.

ARTICLE XIII. FORFEITURE OF BRANCH STATUS

The provisions and conditions under which a branch may lose recognition are located in the AAUW Bylaws.

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 or those of AAUW or those of AAUW Texas.

ARTICLE XV. IDEMNIFICATION

The directors and all officers or other appointed representatives of AAUW Tyler shall be indemnified and their liability shall be limited to the fullest extent authorized by the Texas Non-Profit Corporation Act, Article 1396 – 2.22A, Vernon's Annotated Civil Statutes, as it now exists or hereafter may be amended and by the Charitable Immunity and Liability Act, Chapter 84 of the Civil Practices and Remedies Code.

ARTICLE XVI. AMENDMENTS TO THE BYLAWS

Provisions of these bylaws not governed by the AAUW Bylaws may be amended by a two-thirds (2/3) vote of those present and voting at any regular meeting of the branch, provided notice of the proposed amendments shall have been given at the previous regular meeting or in writing to every member at least two (2) weeks in advance of the meeting and prior approval has been obtained from the state bylaws committee. 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 branch bylaws.

Amended September 2007, September 2009, Mandatory Revision April 2012

STANDING RULES

Standing Rules should contain only such rules as may be adopted without previous notice by a majority vote at any business meeting. The vote on their adoption, or their amendment, before or after adoption, may be reconsidered. At any meeting they may be suspended by a majority vote, or they may be amended or rescinded by a two-thirds vote. If notice of the proposed action was given at a previous meeting or in the call for this meeting, they may be amended or rescinded by a majority vote. As a majority may suspend any of them for that meeting, these rules do not interfere with the freedom of any meeting and therefore require no notice in order to adopt them. Generally they are not adopted at the organization of a society, but from time to time as they are needed. Sometimes the by-laws of a society are called standing rules, but it is better to follow the usual classification of rules as given in this section. The following is an example of a standing rule:

Resolved, That the meetings of this society from April 1 to September 30 shall begin at 7:30 P.M., and during the rest of the year at 8 P.M.

No standing rule, or resolution, or motion is in order that conflicts with the constitution, or by-laws, or rules of order, or standing rules.

1. Notice of late dues shall be sent by the membership vice president.
2. The finance officer shall prepare the roll of the members and transmit same to the yearbook chair, who shall then transmit same to the membership vice president. She shall also update AAUW membership rolls periodically.
3. The membership vice president shall send a copy of the yearbook to the state president, and district representative.
4. The president, finance officer, and assistant finance officer shall be signatories for the checking and savings accounts. Special projects chairs as appointed by the president may have signatory rights with the president and finance officer as needed.
5. Annually, provided funds are available, AAUW Tyler may offer one or more scholarships as designated in the Policies and Procedures section of the branch handbook.

6. Each interest group chair shall provide the president-elect with a list of the area of study as well as a membership list of her interest group. Each interest group shall elect its own chair for the coming year at the April meeting. Participating members of interest groups who are not eligible for AAUW membership shall pay a fee equal to the amount of local dues paid by AAUW members to the branch. The interest group chair shall be responsible for collecting the fee and submitting it to the branch treasurer. Persons who are eligible for membership in AAUW may visit an interest group two times before becoming a member of the Tyler Branch.
7. In the interest of continuity, the scholarship chair appointed by the president must be a member who has served on the scholarship committee for at least one of the last three years. The scholarship committee should include a minimum of two carry-over members from the previous years.
8. Members making reservations who are unable to attend meetings will be billed for charges incurred by the branch on their behalf.