

**BYLAWS of the
AMERICAN ASSOCIATION OF UNIVERSITY WOMEN
of the State of Idaho**

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AMERICAN ASSOCIATION OF UNIVERSITY WOMEN
of the State of Idaho**

ARTICLE I. NAME

The name of this organization shall be AAUW of the state of Idaho, hereafter called the state.

ARTICLE II. GOVERNMENT

The bylaws of this organization shall in no way conflict with AAUW Bylaws.

ARTICLE III. PURPOSE

The purpose of AAUW is to advance equity for women and girls through education, advocacy, philanthropy, and research. The purpose of AAUW of Idaho shall be to further the AAUW mission, program, and policies within the state and to promote, encourage and coordinate the work of the branches throughout the state.

ARTICLE IV. USE OF NAME

Section 1. AAUW Policy. 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. 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. Violations. Violation of the Use of Name policy shall result in action taken in accordance with AAUW policy.

ARTICLE V. MEMBERSHIP

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

Section. 2. Individuals who meet the criteria for membership as described in the AAUW Bylaws, Article IV 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 person shall result in loss of recognition of the state. The state member shall be entitled to vote, hold office and participate in all activities and program and receive the publications distributed to all members.

Section 3. A member-at-large of AAUW residing within the boundaries of the state may become a member-at-large of the state upon payment of state dues.

Section 4. 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.

ARTICLE VI. DUES AND FINANCIAL ADMINISTRATION

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

Section 2. Dues.

- a. The annual dues for state members and members-at-large shall be determined by a two-thirds (2/3) vote of those present and voting at the state convention upon recommendation of the state board of directors; this amount shall include a subscription to the state bulletin.
- b. Dues are payable on or before July 1.
- c. 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.

- d. A branch recognized by AAUW between December 1 and June 30 shall pay state dues for each member at half the annual amount.
- e. A member-at-large belonging to the state shall pay annual dues set by the state board of directors which includes an annual subscription to the state bulletin.
- f. Paid life members of AAUW, as defined in AAUW policy, who are branch members within the boundaries of the state, are required to pay annual state and branch dues.
- g. Fifty-Year Honorary Life Members of AAUW are exempt from payment of AAUW and state dues.
- h. Student Affiliates. An undergraduate student enrolled in a qualified educational institution shall be eligible for AAUW 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 nor hold office. State fees for Student Affiliates shall be established by the state board of directors.
- i. A member of one of the national associations or federations of IFUW, whose current dues have been paid and who is spending a period of a year or less in the USA, may attend state meetings without paying dues but shall not be entitled to a vote.
- j. A college or university within the state which is a college/university member of AAUW shall be a college/university member of the state and shall be entitled to representation at all state meetings and shall pay no state dues.

Section 3. Reciprocity. All states shall have a reciprocal membership policy. Payments of any additional dues shall be waived for a transferring member whose current dues have been paid to another state.

Section 4. Budget. The annual budget for the state shall be prepared by the financial officer and approved by the board of directors no later than October 1. The executive committee shall have the authority to revise the budget within available income.

Section 5. The state 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. Functions. There shall be officers/co-officers to fulfill the functions of administration, program, membership, public policy, finance, AAUW Funds, and communications.

Section 2. Elected Officers. The elected officers of this state shall be president, or official representative; vice presidents for program, membership services, and public policy; AAUW Funds chair; communications officer; and financial officer, chosen with due regard to geographical representation. These officers shall be included in the executive committee.

Section 3. Appointed Officers. The appointed officers of this state shall be bulletin editor and such other officers as may be considered desirable to carry on the work of the state. They shall be appointed by the president in consultation with the executive committee.

Section 4. Qualifications for Office. The above mentioned elected and appointed officers shall be members of AAUW.

Section 5. Term of Office. The term of each officer shall begin 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. Officers shall serve for a term of two (2) years or until their successors have been elected or appointed and have assumed office.

Section 6. Vacancies. A vacancy in any office except that of the president shall be filled by the board of directors for the unexpired term. If a vacancy in the office of president occurs when more than half the term remains, it is considered a full term. A vacancy in the office of president shall be filled by the vice presidents in the order listed in Article VII, Section 2.

Section 7. Co-Officers. Co-officers, elected or appointed, shall share one vote in any board of directors or executive committee action and count as one person towards a quorum.

ARTICLE VIII. DUTIES OF OFFICERS

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

- a. **President.** The president, or official representative, shall officially represent the state in activities of AAUW. The president shall be responsible for submitting such reports and forms as required by AAUW.
- b. **Vice Presidents.** The vice presidents shall perform such duties as the president and board shall direct. The program vice president shall assume the duties of the president in the president's absence or in case of vacancy in the office of president.
- c. **Communications Officer.** The communications officer shall keep minutes of the meetings of the membership and of the board and shall perform such other duties as the president and board shall direct.
- d. **Financial Officer.** The financial officer shall assume responsibility for the collection of all state dues and other money due the state and shall serve as custodian of all funds and securities.
- e. **AAUW Funds Chair.** The AAUW Funds chair shall implement AAUW Funds programs within the state and shall be in charge of collecting monies from branches for the AAUW Funds.

Section 2. Duties of Appointed Officers. The duties of appointed officers shall be such as are assigned by the president and approved by the board of directors.

Section 3. Reports. All officers shall submit an annual report to the president.

ARTICLE IX. NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee.

- a. There shall be a nominating committee of (five) 5 members elected by the following procedure:
 - (1) Three (3) members elected by the voting body at each state convention.
 - (2) Two (2) members elected by the board of directors at the first meeting of the state board after the election of state officers.
- b. The chair of the nominating committee shall be determined by the following procedure:
 - (1) The chair shall be elected from among the five (5) committee members by the board of directors at the first meeting of the state board after the election of state officers.
 - (2) The chair shall be invited to attend meetings of the board of directors as an observer.

Section 2. Nominations.

- a. Suggestions from the branches for nominees shall be submitted in writing to the chair of the nominating committee at least four (4) months before the state convention. The chair shall report to the members of the committee all names received.
- b. The nominating committee shall present a list of nominees and statement of their qualifications to each branch at least one (1) month prior to the state convention.
- c. Nominations may be made from the floor at the time of the election, provided the written consent of the nominee has been obtained.

Section 3. Elections.

- a. The elected officers shall be elected at the state convention by the duly accredited delegates.
- b. Election shall be by ballot except when there is only one candidate for an office, in which case, the election may be by voice vote.
- c. A majority of the votes cast shall be necessary for election.
- d. Any elected position to be held by more than one member shall have the names of the nominees listed together as a single candidate.

ARTICLE X. BOARD OF DIRECTORS

Section 1. Composition. The board of directors shall include the elected officers, the chair of the committee on college/university relations, and such others as deemed necessary including appointive state officers, chairs of all standing committees, the presidents of all branches within the state, and the

immediate past state president. In the event that a president of a branch is unable to attend a meeting of the board of directors or is serving in an appointed or elected position on the state board, the president's vote may be cast by a delegate appointed by the branch board of directors.

Section 2. Powers and Duties.

a. **State Administration.** 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:

- (1) approve the budget and accept the auditor's report;
- (2) provide for the election of the required members and chair of the nominating committee;
- (3) approve the programs for state meetings;
- (4) recommend to the state convention such additional standing committees and task forces as are considered necessary for the work of the state;
- (5) approve the establishment of special committees; and
- (6) fill a vacancy in any office except the office of president.

b. **Branch Supervision.**

- (1) **Creation.** Upon recommendation of the state president, the state board of directors shall have the authority to approve in writing the application of any group of persons qualified to form a branch within the state, under the AAUW Charter and Bylaws.
- (2) **Loss of Recognition.** A branch shall be deemed to have forfeited its right to continue as a branch if the branch has violated the purpose of AAUW or maintained branch bylaws or practices in conflict with the Bylaws or policies of AAUW. The branch shall have the right to appeal to the AAUW Board of Directors within a designated period.

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 at such time and place as the president shall designate.
- b. **Special Meetings.** Special meetings of the board of directors shall be called at any time by the president or upon the written request of five (5) members of the board, provided that at least five (5) days notice of such meeting and its agenda shall have 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 members.

Section 4. Written Vote. In the interim between meetings of the state board, a written vote may be taken at the request of the president on any question submitted in writing. Voting shall close ten (10) days after the question has been submitted. If a majority shall vote on a question sent to the members of the board, the vote shall be counted and shall have the same effect as if cast at a meeting of the board of directors.

ARTICLE XI. EXECUTIVE COMMITTEE

Section 1. Composition. The executive committee shall be composed of the elected officers of the state.

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

- a. Give advice and counsel to the president;
- b. Act for the board of directors in the interim between meetings of the board except to assume duties specifically delegated to the board of directors by these bylaws;
- c. Perform such duties as may be assigned by the board of directors;
- d. Confirm the appointment of chairs of committees and task forces and appointed officers;
- e. Determine the special committees necessary for the work of the state and recommend their establishment to the board of directors;
- f. Review the proposed annual budget prepared by the financial officer;
- g. Establish policies and procedures consistent with generally accepted accounting principles and federal, state, and local laws to control the financial records of the state.
- h. Make recommendations to the board of directors;
- i. Determine the time and place of the state convention;
- j. Report to the board of directors on its activities and action taken; and
- k. 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; and at other times at the call of the president or at the written request of any member of the executive committee.
- b. **Quorum.** A quorum shall be a majority of the members of the executive committee.

Section 4. 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. Voting shall close ten (10) 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.

ARTICLE XII. COMMITTEES

Section 1. Establishing Committees. The president may establish standing and special committees as needed with consent of the Board of Directors.

Section 2. Purpose. With the approval of the Board of Directors, each standing and special committee shall formulate programs and activities to carry out the mission of AAUW.

Section 3. Qualifications and Terms of Chairs and Members.

- a. Committee chairs shall be members of AAUW.
- b. Committee chairs shall be appointed by the president after consultation with the executive committee. Lists of candidates with their qualifications shall be sent to the state president by branch presidents.
- c. Committee chairs shall serve for a term of two years, and shall be eligible for reappointment for one term only in the same position.
- d. Members of standing and special committees shall be chosen for their experience and work in AAUW and/or their special aptitude for the work of the committee with due regard for geographical representation and rotation in membership. They shall be selected by the president in consultation with the respective chair.

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.
- 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 to the state president and biennially to the membership at the state convention.

ARTICLE XIII. MEETINGS OF THE STATE**Section 1. Time, Place and Notification.**

- a. The state shall hold at least one (1) meeting each biennium to be known as the state convention to conduct the business of the state, including election of officers and receiving of reports.
- 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 (5) members of the board of directors.
- d. Notice of meetings shall be sent to all branches, members of the state board of directors, college/university members, and state members-at-large at least thirty (30) 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 executive committee shall provide for the conduct of necessary business.

Section 2.

- a. **Voting Body.** The voting body of any meeting of the state shall be composed of:
 - (1) **State Representatives**, including the following:
 - (a) elected and appointed officers;
 - (b) chairs of all standing committees;

- (c) past presidents of the state; and
- (d) presidents of the branches.
- (2) **Branch and Other Delegates**, including the following:
 - (a) one delegate for each ten (10) members of each branch or major fraction thereof per state financial officer records as of February 1 of the convention year:
 - (i) each branch shall be entitled to at least two (2) delegates;
 - (ii) any satellite of a branch shall be entitled to one (1) delegate from among the sponsoring branch's allotted number of delegates;
 - (b) one (1) delegate appointed by the president for each ten (10) paid-up members-at-large of the state;
 - (c) one (1) delegate for each college/university member of the state.
- b. **Voting.** A member of the voting body shall be entitled to one vote.
- c. **Quorum.** Delegates representing a majority of the branches shall constitute a quorum.

ARTICLE XIV. ELECTRONIC MEETINGS

The board of directors, executive committee, standing committees, and special committees are authorized to meet by telephone conference or through other electronic communications media.

ARTICLE XV. PROPERTY

Section 1. Title. The title for all property, funds and assets of the state, whether incorporated or not, shall at all times be vested in the state 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 state 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 purposes contrary to those of AAUW.

Section 2. Dissolution. In the event of the dissolution of the state, all assets of the state shall be transferred and delivered to an AAUW entity.

ARTICLE XVI. 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 XVII. AMENDMENTS TO THE BYLAWS

Section 1. The provisions of these bylaws not governed by the AAUW Charter and Bylaws may be amended at any state convention by a two-thirds (2/3) vote of those present and voting, provided notice of the proposed amendments shall have been sent to each branch 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 three-fourths (3/4) of the branches.

Section 2. Prior to being voted on, proposed changes to the state bylaws shall be sent to the AAUW Governance Committee chair for approval before being voted on.

Section 3. Any amendment to the bylaws of the state shall become effective and binding on all branches within the state. 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.

AAUW of Idaho Bylaws amended by State Convention on June 4, 1994; August 1996; June 6, 1998; updated July 2000; amended May 4, 2002; updated October 2009.

