

BYLAWS OF THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN MARQUETTE BRANCH

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name. The name of the organization shall be the American Association of University Women (AAUW) Marquette Branch, hereinafter known as the "Affiliate."

Section 2. Affiliate. AAUW Marquette Branch is an Affiliate of AAUW as defined in Article V.

Section 3. Legal Compliance. The Affiliate shall comply with the requirements of AAUW and federal, state, and local law. The bylaws of the Affiliate shall in no way conflict with the AAUW bylaws and/or policies.

ARTICLE II. PURPOSE

Section 1. Purpose. The purpose of AAUW is to advance equity for women and girls through advocacy, education, philanthropy, and research. The purpose of the Affiliate is to further AAUW purposes and policies.

Section 2. Policies and Programs. In keeping with this purpose, the Affiliate shall promote equity, education, and development of opportunities for women and girls that enable them to realize their full potential.

ARTICLE III. USE OF NAME

Section 1. Policies and Programs. The policies and programs of AAUW shall be binding on all members engaged in AAUW activities, and no member shall use the name of AAUW to oppose such policies or programs.

Section 2. Proper Use of Name and Logo. The name and logo of AAUW may be used only by members (as defined below at Article IV, Section 2) and Affiliates (as defined below at Article V, Section 1) only according to policies and procedures established by the AAUW Board of Directors; others may do so only according to written licenses.

Section 3. Individual Freedom of Speech. These bylaws shall not abridge the freedom of speech of any AAUW member to speak an opinion in the member's own name.

ARTICLE IV. MEMBERSHIP AND DUES

Section 1. Composition. The members of AAUW at present consist of members ("Individual Members") and college/university members ("College/University Members").

Section 2. Basis of Membership.

a. Individual Members.

(1) Eligibility. An individual holding an associate's (or equivalent, e.g., RN) bachelor's, or higher degree from a higher education institution accredited by a regional accrediting agency recognized by the U.S Department of Education (an "Accredited Higher Education Institution") or other qualified educational institution located outside of the United States, as determined by the AAUW Board of Directors, 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 AAUW membership except that the AAUW Board of Directors may establish a process to assess credentials that are submitted based on degree equivalence.

(2) Appeals of Refusals of Admission to Membership. Any potential Individual Member or College/University Member who claims qualification for membership in AAUW and who has been refused admission to membership 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 higher education institution upon which original qualification for membership was based.

(4) Life Membership.

(a) Paid. An Individual Member may become a life member (a "Life Member") upon a one-time payment of twenty years' annual AAUW dues, based on the amount of annual AAUW dues the year the Member elects to become a Life Member. Thereafter, the Life Member shall be exempt from the payment of AAUW national dues.

(b) Fifty-Year Honorary. An Individual Member who has paid AAUW dues for fifty years shall become a Life Member and shall thereafter be exempt from the payment of AAUW national dues.

b. College/University Members. Any Accredited Higher Education Institution or other qualified higher education institution located outside the United States, as determined by the AAUW Board of Directors, that pays annual dues to AAUW shall be eligible to be a College/University Member. Each College/University Member shall appoint one or two representatives who are eligible to be Individual Members and who shall each have the membership benefits of an Individual Member and any other benefits that accrue to representatives of College/University Members, as determined by the AAUW Board of Directors.

Section 1. Student Associates. The AAUW Board of Directors may permit undergraduate students enrolled in Accredited Higher Education Institutions or in other qualified educational institutions

located outside the United States, as determined by the AAUW Board of Directors, to associate with AAUW, with fees (if any) and benefits as determined by the AAUW Board of Directors.

Section 2. Dues.

- a. Amount. The annual dues and member benefits for any category of member shall be established by a two-thirds vote of the AAUW Board of Directors. Members shall be notified of the intent to consider a change in the dues, the proposed amount, and the rationale for the change at least 60 days prior to the vote.
- b. Payment. Member dues shall be payable in accordance with procedures established by the AAUW Board of Directors.

Section 3. Severance of Membership. Any Member may be suspended or removed 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 AAUW Board of Directors. In addition, a College/University Member that is no longer eligible for membership shall be removed from membership as soon as practicable after it loses its eligibility.

ARTICLE V. AAUW AFFILIATES

Section 1. AAUW Affiliate Defined. An AAUW Affiliate ("Affiliate") is an organization affiliated with AAUW for the purpose of supporting AAUW's mission through Affiliate programs, fundraising, networking, and/or other activities. Affiliates are typically nonprofit membership organizations under state law and may also have been recognized as tax-exempt 501(c)(3) or 501(c)(4) organizations under the Internal Revenue Code. An Affiliate may use AAUW's name and/or logo only if approved by the AAUW Board of Directors.

Section 2. Organization.

- a. Purpose. Affiliates shall promote the purposes, programs, and policies of AAUW.
- b. Bylaws. Affiliates shall develop bylaws as meet their needs. However, any such bylaws shall not conflict with AAUW Bylaws or with applicable law.
- c. Structure. Affiliates may create such leadership structures as meet their needs. Each Affiliate shall provide AAUW with designated contacts for administration and finance.

Section 3. Loss of Recognition of an Affiliate.

- a. The AAUW affiliation status of an Affiliate may be revoked for cause through affiliation review procedures specified by the AAUW Board of Directors.
- b. The Affiliate shall have the right to appeal to the AAUW Board of Directors within a designated period.

Section 4. Property and Assets. The title to all property, funds, and assets of an Affiliate is vested in the Affiliate. An Affiliate shall have complete control of its property and assets, except that such property and assets shall not be used for any purpose contrary to AAUW's purposes. In the event of the dissolution of an Affiliate or the termination of an Affiliate's affiliation with AAUW, all assets of the Affiliate shall be transferred and delivered to AAUW or to another Affiliate designated by AAUW. AAUW may solicit and consider recommendations from local leaders before making a designation.

ARTICLE VI. PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of *Robert's Rules of Order Newly Revised* shall govern the Affiliate in all instances in which they are applicable and in which they are not inconsistent with the AAUW Bylaws or with the requirements of AAUW or applicable laws.

ARTICLE VII. AAUW-MANDATED AMENDMENTS TO THE BYLAWS

AAUW-mandated amendments shall be implemented by the Affiliate's board of directors without a vote of the Affiliate's membership and as prescribed by the AAUW Board of Directors.

MARQUETTE BRANCH AFFILIATE BYLAWS

ARTICLE VIII. BRANCH MEMBERSHIP AND DUES

(See also the mandated Article IV MEMBERSHIP AND DUES)

Section 1. Categories of Membership.

- a. A member of the AAUW Marquette Branch is also a member of the national and state AAUW organizations. That member shall be entitled to vote, hold office, and participate in all branch activities and programs.
- b. A member-at-large (MAL) of AAUW may become a member of the branch upon payment of branch, state, and Marquette Federation of Women's Clubs (MFWC) dues.
- c. Student associate members shall be entitled to attend branch, state, and national meetings and receive the publications distributed to all members.

Section 2. Dues.

- a. Dues are payable on or before July 1 for members whose membership year has been July 1 – June 30. New members may join any time and their membership year begins on the date they first pay dues.
- b. 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
- c. Paid life members of AAUW, as defined in the AAUW Bylaws, are required to pay state, branch, and MFWC dues.
- d. Fifty-Year Honorary Members of AAUW are exempt from paying AAUW national, state, and branch dues. They are required to pay MFWC dues.
- e. Payment of additional dues shall be waived for a transferring member whose current dues have been paid to another branch.

ARTICLE IX. FINANCIAL ADMINISTRATION

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

Section 2. Financial Policies. The branch board shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state, and local laws, including an annual financial review.

Section 3. Budget. The branch board shall adopt an annual budget at the August board meeting.

ARTICLE X. OFFICERS

Section 1. Elected Officers. The elected officers for the branch shall be

- president,
- program vice-president or co-vice-presidents,
- membership vice-president or co-vice-presidents,
- recording secretary, • corresponding secretary, and
- financial vice-president.

Section 2. Terms of Office. Officers shall serve for a term of two years or until their successors have been elected or appointed and assume office. Terms of office shall begin on July 1.

Section 3. Number of Terms. Members are eligible to serve no more than two consecutive terms in the same office.

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

Section 5. Vacancy in Office. A vacancy in office shall be filled for the unexpired term by a decision of the board of directors.

ARTICLE XI. ELECTION OF OFFICERS

Section 1. When. Elections shall be held at the annual branch meeting.

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

Section 3. Even- and Odd-Year Schedule. The following officers shall be elected in even years: president, membership vice-president(s), recording secretary. The following officers shall be elected in odd years: program vice-president(s), financial vice-president, corresponding secretary.

ARTICLE XII. DUTIES OF OFFICERS

Section 1. Duties. 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. Reports. Officers shall submit written reports as requested by the president.

Section 3. Branch spokesperson. The president or board designee shall be the official spokesperson and representative for the branch and shall be responsible for submitting such reports and forms as required by AAUW.

Section 4. Vice-presidents. The vice-presidents shall perform such duties as the president and the board shall direct and as specified in branch policies and job descriptions.

Section 5. Recording secretary. The recording secretary shall record and keep minutes of all business meetings.

Section 6. Corresponding secretary. The corresponding secretary will handle correspondence as directed by the president and/or the board of directors.

Section 7. Financial vice-president. The financial vice-president shall be responsible for collecting, distributing, and accounting for the funds of the branch. The financial vice-president shall collect dues and remit them to AAUW, the state, and the Marquette Federation of Women's Clubs by the specified deadlines. The financial vice-president shall remit any payments as approved by the board of directors.

Section 8. Presidential Absence. In the event the president is unable to attend a branch or board meeting, the membership vice-president(s) will be responsible for conducting business in the president's absence.

ARTICLE XIII. BOARD OF DIRECTORS

Section 1. Composition. The board of directors shall include the elected officers and the following appointed representatives of the branch—committee chairs serve as representatives on the board. All board members, elected or appointed, are considered voting members. Individuals may hold multiple board positions, but each individual, regardless of the number of positions they hold—half a position (as in co vice-presidents), one position, or multiple positions—has one vote and counts as one board member for the purpose of a quorum.

- College/University Relations NMU Liaison
- Book Group Chair
- Book Sale Chair
- MFWC Representative
- Website
- Facebook
- STEM
- Hospitality Chair
- Scholarship and Awards Chair
- Membership Booklet Chair
- Newsletter Editor
- Publicity Chair
- Public Policy Chair

Section 2. Administrative Powers. The board shall have the power to administer affairs of the branch, to establish policies and procedures, and to carry out its programs and its policies. The board shall accept responsibilities delegated by AAUW and the state. It shall act for the branch between membership meetings. The board shall have fiscal responsibility as outlined in Article IX, Financial Administration, Section 2.

Section 3. Meeting Frequency. Meetings of the board shall be held at least three times per year. Special meetings may be called at any time by the president or upon written request of four members of the board of directors or ten members of the branch.

Section 4. Section 4. Quorum. The quorum for a meeting of the board shall be a majority of the voting board members, 50 percent plus 1. Every August, appointed Representatives/ Chairs declare their board status; inactive board members would not then be counted toward a quorum. The number of board members needed for a quorum will be determined in the fall of each year based on the number of individuals serving.

Section 5. Voting Between Meetings. Between meetings of the branch board, a written vote of the board may be taken at the request of the president on any question submitted to the board in writing provided that every member of the board shall have the opportunity to vote upon the question submitted. If a majority shall vote on any question so submitted, the vote shall be counted and shall have the same effect as if at a board meeting. The result of the vote shall be in the minutes of the next board meeting.

Section 6. Removing a Board Member. If a board member misses three (3) board meetings, the board will discuss and then decide by a two-thirds vote if the best interests of the branch would be better served by replacing the board member. If so decided, a replacement will be appointed by the president with approval of the board.

ARTICLE XIV. EXECUTIVE COMMITTEE

Section 1. Composition. The executive committee shall consist of six elected officers, or up to eight if there are co-vice-presidents of both membership and program.

Section 2. Administrative Powers. The executive committee may act for the board between board meetings and shall have such power and duties as may be delegated to it by the board. The quorum for an executive committee vote is a majority of officers. The committee shall report to the board its work and actions.

Section 3. Meeting Frequency. The committee shall meet at the call of the president or at the written request of three of its members.

ARTICLE XV. BOARD COMMITTEES

Section 1. Establishing Committees. The president may establish standing and special committees as needed with consent by the board.

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

Section 3. Terms of Office. Standing committee appointees shall serve for one year. Standing committees may include program, membership, public policy, communications (newsletter), book sale, scholarship and awards, hospitality. Special committees, if any are created, serve only until the assigned task/activity is completed.

ARTICLE XVI. NOMINATING COMMITTEE

Section 1. Committee. There shall be a nominating committee of three members, appointed by the president two months prior to the Annual Branch Meeting.

Section 2. Term of Office. The term of service on the nominating committee shall be for one year for a maximum of two consecutive terms.

Section 3. Duties. The names of the nominees for elected office shall be published and sent to every branch member at least 2 weeks prior to the Annual Branch Meeting.

Section 4. Procedure. Nominations may be made from the floor of the Annual Branch Meeting with the consent of the nominee.

ARTICLE XVII. MEETINGS

Section 1. Section 1. General Membership. There shall be at least seven general membership meetings each year.

Section 2. Annual Branch Meeting. The general membership meeting held between March and May shall be designated as the Annual Branch Meeting, the exact date, time, and place to be determined by the board.

Section 3. Annual Branch Meeting Purpose. The purpose of the Annual Branch Meeting shall be to conduct business including but not limited to hearing officers' reports, electing officers, establishing dues changes, amending bylaws and giving directions to the board.

Section 4. Quorum. 25 percent of the branch members shall constitute a quorum.

Section 5. Special branch meetings. Special branch meetings may be called by the president, three members of the board of directors or by the written request of ten members of the branch. Notice of the date, time, place, and the business to be brought before the meeting shall be sent to the members in writing at least 2 weeks in advance. Only business for which notice has been given shall be transacted.

ARTICLE XVIII. BRANCHES

Section 1. Organization. Each branch (a) will provide AAUW with designated contacts for administration and finance.

Section 2. State Annual Meetings. Delegates and alternates to State Annual Meetings, as described in state bylaws, shall be elected by the branch, and certified by the president.

Section 3. Property and Assets. The title for all 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 severance 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

ARTICLE XIX. INDEMNIFICATION

Every board or committee member may be indemnified by the branch against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such board or committee members in connection with any threatened, pending or completed action, suit, or proceeding to which the board or committee member may become involved by reason of being or having been a member of the board or committee, 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 approves 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 or committee is entitled.

ARTICLE XX. AMENDMENTS TO THE BYLAWS

Section 1. AAUW Mandated Amendments (Articles 1-7). 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 state law or its articles of incorporation.

Section 2. Prior Approval. All other proposed amendments to the branch bylaws shall be sent to the state bylaws committee for approval before the call for the branch vote. If there is no state structure, approval of amendments to branch bylaws in those states will be according to procedures established by the AAUW Governance Committee.

Section 3. Branch Vote. Provisions of these bylaws not governed by the AAUW Bylaws may be amended at a branch meeting by a two-thirds vote of those present and voting provided written notice shall have been sent to the members at least two weeks prior to the meeting.

Date Amended: April 15, 1996
November 20, 1997
March 14, 1998
December 6, 1999
February 10, 2001
March 14, 2002
October 2010
April 2012
May 2025