

# BYLAWS OF THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN OF NORTH CAROLINA

## Revision of Articles VIII to XV February, 2022

### ARTICLE VIII. SPECIFIC AFFILIATE PROVISIONS

**Section 1. AAUW NC Amendments to the Bylaws.** The provisions of these bylaws not governed by the AAUW Bylaws may be amended at any annual meeting by a two-thirds vote of those present and voting, provided written notice of the proposed amendments has been sent to each state member at least thirty (30) days before the meeting.

### ARTICLE IX. FINANCIAL ADMINISTRATION

**Section 1. Fiscal Year.** The fiscal year corresponds with that of AAUW and begins July 1.

#### **Section 2. Dues**

a. The annual state dues for affiliate members are fixed by a two-thirds vote of eligible voters at the annual state meeting. The state Board of Directors must provide written notice of dues' changes to all members thirty (30) days before the annual meeting. Dues are payable by July 1. Dues of new members may be accepted any time.

b. The two member representatives from each college/university pay no state dues.

c. Student members pay no state dues.

d. State dues are waived for fifty (50) year members.

**Section 3. Budget.** The annual budget for the state is prepared by the Treasurer/ Finance Committee, approved by the state Board of Directors, and sent to the membership at least thirty (30) days before the start of the fiscal year.

**Section 4. Financial Review.** The elected officers control funds to assure safekeeping and accounting and are responsible for all monies in the state treasury. An annual review of the state treasury is conducted. The state sets and maintains policies and

procedures to control financial records consistent with generally accepted accounting procedures and principles as well as federal, state, and local laws.

## **ARTICLE X. OFFICERS**

**Section 1. Elected Officers.** The elected officers are President (Administrative Officer), Branch Advocate, Vice President, and Treasurer (Financial Officer). Two (2) people may be elected to these positions to serve as a team.

**Section 2. Qualifications for Office.** The officers must be members of AAUW NC.

**Section 3. Terms of Office.** All terms begin on July 1. Elected officers serve for two (2) years or until a successor has been elected or appointed. No elected officer may hold the same office for more than four (4) consecutive years.

### **Section 4. Vacancies.**

a. A vacancy in the office of President will be filled for the unexpired term by the Vice President, followed by the Branch Advocate.

b. If neither the Vice President or Branch Advocate accepts the position, the nominating committee presents a nominee for election by the Board of Directors.

c. A vacancy in any office other than President is filled for the unexpired term by an appointment of the Executive Committee.

## **ARTICLE XI. DUTIES OF OFFICERS**

**Section 1. Duties** Officers perform the duties prescribed by these Bylaws, by Robert's Rules of Order Newly Revised, by AAUW's job descriptions, and by those specified in the Policy Statement.

a. **President.** The President represents AAUW NC and serves as the official spokesperson. The President is responsible for submitting reports as required by AAUW.

b. **Vice President.** The Vice President performs such duties as the President and Board direct.

c. **Branch Advocate.** The Branch Advocate is the liaison between the board and the branches. The Branch Advocate performs other duties as the President and Board direct.

d. **Treasurer.** The Treasurer is responsible for the collection of state dues and the accounting of all funds of the state. The Treasurer meets all deadlines.

## **ARTICLE XII. EXECUTIVE COMMITTEE**

**Section 1. Composition.** The elected officers compose the Executive Committee.

**Section 2. Powers and Duties.** The Executive Committee has the general power to conduct the business of AAUW NC and to initiate and execute its programs. It acts for the state between board meetings as necessary.

## **ARTICLE XIII. COMMITTEES AND BOARD OF DIRECTORS**

**Section 1. Committees.** Committees or Task Forces are created for the needs of the organization. The President appoints the chairpersons, with the approval of the Executive Committee.

**Section 2. Board of Directors.** The Board of Directors is composed of the Executive Committee, the appointed committee chairs, and other appointed members. The Past President serves as an ex officio member of the Board of Directors.

**Section 3. Qualifications for Office.** Board members must be members of AAUW NC.

**Section 4. Duties and Responsibilities.** The Board of Directors is responsible for establishing goals and objectives and working to accomplish them. The Board of Directors is responsible for maintaining the fiscal integrity of the organization and for maintaining and enhancing the reputation of AAUW NC. The Board of Directors can establish policies and procedures.

### **Section 5. Meetings and Quorum**

a. **Regular Meetings.** Meetings of the Board of Directors must be held at least quarterly.

b. **Special Meetings.** Special meetings of the Board of Directors are called by the President or upon written request of three (3) members of the Board, provided that Board members are given at least five (5) days' notice of the meeting and the agenda.

c. **Quorum.** The quorum for a meeting of the Board of Directors is fifty percent (50%) of the members, which includes fifty percent (50%) of the Executive Committee.

### **Section 6. Voting.**

a. Each member of the Board of Directors has one (1) vote.

b. **Interim Voting.** In the interim between meetings, a vote may be taken at the request of the President on any issue and submitted electronically. The members of the Board are notified of the result.

**Section 7. Minutes.** All board meetings and votes are recorded by a secretary appointed by the President. Neither the President or Treasurer may serve in this capacity. The President ensures the minutes are available with state records.

### **Section 8. Removal of Officers**

a. The President may rescind any appointment to the Board.

b. Any elected officer may be removed from office by a vote of two-thirds (67%) of the Board.

## **ARTICLE XIV. NOMINATIONS AND ELECTIONS**

### **Section 1. Nominating Committee**

a. The Nominating Committee seeks candidates for state office, considers and vets candidates, and presents a single slate for election by members.

b. The chair and members of the nominating committee are appointed by the President and approved by the Board.

c. The Nominating Committee publishes the names of the candidates at least thirty (30) days prior to the election.

### **Section 2. Elections**

- a. All members at the annual state meeting elect officers.
- b. Election is by paper ballot, voice vote, or electronic means.
- c. A majority of the votes cast is necessary for election.
- d. The President and Branch Advocate are elected in odd years. The Vice President and Treasurer are elected in even years.

## **ARTICLE XV. MEETINGS OF AAUW NC**

**Section 1. Annual Meeting.** An Annual Meeting of the state is held once a year at the call of the President, who designates the date, time, location, and form of the meeting.

**Section 2. Special Meetings.** Special meetings may be called by the President, or will be called by the President on the written request of twenty percent (20%) of the Board of Directors.

**Section 3. Notice of Meetings.** Notice of the annual meeting is sent to all state members at least thirty (30) days before the meeting. Notice of special meetings is sent to all state members at least one (1) week in advance of the meeting.

**Section 4. Open Meetings.** All state meetings, including meetings of the Board of Directors, are open and may be attended by any member of the state.

**Section 5. Voting.** Each member is entitled to one (1) vote at any annual or special meeting of members.

**Section 6. Quorum.** The meeting has a quorum if a majority of the branches are represented by a branch member.