

**BYLAWS  
AMERICAN ASSOCIATION OF UNIVERSITY WOMEN  
NORTH HARRIS COUNTY, TEXAS (#7107)**

**ARTICLE I. NAME AND GOVERNANCE**

**Section 1. Name.** The name of the organization shall be the American Association of University Women (AAUW) North Harris County, Texas, hereinafter known as the “branch.”

**Section 2. Branch.** AAUW North Harris County, Texas, is a branch of AAUW as defined in Article V.

**Section 3. Legal Compliance.** The branch shall comply with the requirements of AAUW and federal, state, and local law. The bylaws of the branch 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 branch is to further AAUW purposes and policies.

**Section 2. Policies and Programs.** In keeping with this purpose, the branch 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 the branch (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 3. 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 4. Dues**

**a. Amount.** Annual AAUW dues and Member benefits for any category of Member shall be set by the AAUW Board of Directors.

**b. Payment.** Member dues shall be payable in accordance with procedures established by the AAUW Board of Directors.

**Section 5. 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 BRANCH**

**Section 1. AAUW Branch Defined.** An AAUW Branch (“Branch”) is an organization affiliated with AAUW for the purpose of supporting AAUW’s mission through branch programs, fundraising, networking, and/or other activities. Branches 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. A branch may use AAUW’s name and/or logo only if approved by the AAUW Board of Directors.

**Section 2. Organization**

**a. Purpose.** Branches shall promote the purposes, programs, and policies of AAUW.

**b. Bylaws.** Branches shall develop bylaws as meet their needs. However, any such bylaws shall not

conflict with AAUW Bylaws or with applicable law.

- c. **Structure.** Branches may create such leadership structures as meet their needs. Each branch shall provide AAUW with designated contacts for administration and finance.

### **Section 3. Loss of Recognition of a Branch**

- a. The AAUW affiliation status of a branch may be revoked for cause through affiliation review procedures specified by the AAUW Board of Directors.
- b. The branch 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 a branch is vested in the branch. A branch 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 a branch or the termination of a branch's affiliation with AAUW, all assets of the branch shall be transferred and delivered to AAUW or to another branch 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 branch 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 branch's Board of Directors without a vote of the branch's membership and as prescribed by the AAUW Board of Directors.

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## **ARTICLES SPECIFIC TO NORTH HARRIS COUNTY BRANCH**

### **ARTICLE VIII. BRANCH DUES**

**Section 1. Annual Dues.** The annual branch dues shall be 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 at least thirty (30) days prior to the meeting.

**Section 2. Payment.** Dues are payable on or before July 1. A member whose dues remain unpaid after July 31 shall be dropped from membership.

**Section 3. New Members.** Dues of new members are payable upon joining. The AAUW portion of dues of new members may be reduced during membership campaigns.

**Section 4. Reciprocity.** Payment of additional national and state dues shall be waived for a transferring member whose current dues have been paid to another Texas branch. However, the transferring member is required to pay branch dues.

### **Section 5. Life Member Dues**

- a. **Paid.** A paid life member [Article IV, Section 2 (4) (a)] is exempt from payment of AAUW dues but is required to pay annual Texas state and branch dues.
- b. **Fifty-Year Honorary.** A fifty-year honorary member [Article IV, Section 2, (4) (b)] is exempt from payment of Texas state dues and branch dues.

## ARTICLE IX. NOMINATIONS AND ELECTIONS

### Section 1. Nominating Committee

- a. **Composition.** A nominating committee shall be chaired by the immediate past president, who shall appoint members of the committee with approval of the Board of Directors. The outgoing membership vice president may chair the nominating committee in the absence of an immediate past president. The nominating committee shall be comprised of four (4) other branch members and two (2) alternates, who will serve for one (1) year. A member of the committee may serve for a maximum of two (2) consecutive terms.
- b. **Duties.** The nominating committee shall prepare a list of officer nominees to be submitted to the membership prior to the election.
- c. **Nominations from Floor.** 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

- a. **Time of Election.** The names of the nominees shall be sent to every member at least fourteen (14) days before election at the April branch meeting.
- b. **Method of Election.** Elections shall be by ballot unless there is only one nominee for a given office, in which case the election may be by voice vote. Elections shall be by a majority vote of those present and voting.
- c. **Rotation of Officers.** Election of vice president membership, vice president media communication, recording secretary, and corresponding secretary shall be conducted in even-numbered years; election of vice president programs, vice president fellowship fund, branch treasurer, and fellowship fund treasurer shall be conducted in odd-numbered years. The president-elect is elected annually.

## ARTICLE X. OFFICERS

**Section 1. Required Officers.** The Board of Directors shall fulfill the functions of administration, program, membership, public policy, finance, fellowship fund, and communications.

- a. **Elected Officers.** The elected officers shall be a president-elect, vice presidents for program, membership, fellowship fund, and media communication, a recording secretary, a corresponding secretary, a branch treasurer, and a fellowship fund treasurer.
- b. **Appointed Officers.** The appointed officers shall be public policy, parliamentarian, and others as deemed necessary. They shall be appointed by the president with the approval of the executive committee.
- c. **Co-officers.** Each office may be filled by an officer or co-officers, with one vote.

### Section 2. Duties of Officers

- **Authority for 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*.
- **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 AAUW and state.
- **President-elect.** The president-elect shall become familiar with the duties of the president in preparation for assuming the office of president the following year and shall perform such duties as the president and Board of Directors shall direct.
- **Vice Presidents.** The vice presidents shall perform such duties as the president and Board of

Directors shall direct.

- **Recording Secretary.** The recording secretary shall record and keep minutes of all branch business meetings.
- **Corresponding Secretary.** The corresponding secretary shall manage the correspondence of the branch and serve as communication liaison with members of the branch.
- g. **Branch Treasurer.** The branch treasurer shall be responsible for collecting, distributing, and accounting for the 501 (c) (4) branch funds.
- h. **Fellowship Fund Treasurer.** The fellowship fund treasurer shall oversee the fiscal operations of the 501 (c) (3) fellowship fund.
  - i. **Additional Duties.** Additional duties of officers shall be listed in branch policies.

**Section 3. Vacancies.** 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.

**Section 4. Term of Office.** The president shall serve for a term of one year with succession to past-president the following year. The president-elect shall serve a term of one year with succession to president the following year. All other officers shall serve for a term of two (2) years or until their successors have been elected or appointed and assume office. The term for each officer shall begin on July 1.

**Section 5. Term Limits.** No officer shall hold more than one (1) office at a time and no elected officer shall be eligible to serve more than two (2) consecutive full terms in the same office.

#### **ARTICLE XI. BOARD OF DIRECTORS**

**Section 1. Composition.** The Board of Directors shall include the elected and appointed officers and such chairs of committees as the president shall select to conduct the business of the branch.

**Section 2. Powers and Duties.** The Board of Directors shall have the general power to administer the affairs of the branch. It shall accept responsibilities delegated by AAUW and state.

- **Written Reports.** All members of the board shall submit an annual written report to the president by the annual meeting.

**Section 3. Meetings.** Meetings of the Board of Directors shall be held monthly from September to May, excluding December. Special meetings, including virtual voting, may be called by the president and shall be called upon by the request of two (2) members of the Board of Directors or five (5) members of the branch.

**Section 4. Quorum.** The quorum of the Board of Directors shall be a majority of its members.

#### **ARTICLE XII. EXECUTIVE COMMITTEE**

**Section 1. Composition.** The executive committee shall consist of the elected officers, past president, and parliamentarian.

**Section 2. Powers and Duties.** The committee may act for the Board of Directors between meetings of the Board of Directors and shall have such power and duties as may be delegated to it by the Board of Directors. The minutes and any votes taken should be reported to the Board of Directors.

**Section 3. Meetings.** Meetings of the executive committee shall be held on the call of the president. The incoming or continuing president may call a meeting of the incoming and outgoing executive committees prior to July 1 for the purpose of approving appointments and making plans for the coming year.

**Section 4. Quorum.** A majority of the members of the executive committee shall constitute a quorum for meetings of the executive committee.

#### **ARTICLE XIII. COMMITTEES**

**Section 1. Standing Committees.** Standing committees may include program, membership, public policy, finance, fellowship fund, and bylaws.

**Section 2. Committee Chairs.** Excluding those committees chaired by an elected or appointed officer, the president shall appoint the chair of standing committees with the consent of the Board of Directors. Chairs shall serve as channels of communication in their respective fields with the state and AAUW chairs and shall make such reports as they request.

**Section 3. Selection of Committee Members.** Chairs shall select the members of their committees in consultation with the president.

**Section 4. Additional Committees.** Additional standing committees and special committees may be appointed by the president with the consent of the Board of Directors.

**Section 5. Quorum.** A majority of the committee present and voting shall constitute a quorum.

#### **ARTICLE XIV. FINANCIAL ADMINISTRATION**

**Section 1. Fiscal Year.** The fiscal year shall correspond with that of AAUW and shall be July 1 through June 30.

**Section 2. Annual Budget.** The annual budget shall be adopted by the Board of Directors for presentation at the first branch meeting of the fiscal year.

**Section 3. Financial Controls.** The Board of Directors shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state, and local laws.

#### **ARTICLE XV. BRANCH MEETINGS**

**Section 1. Schedule.** The general branch meetings are generally held monthly from September through May, excluding December.

**Section 2. Annual Meeting.** The general branch meeting held in May shall be designated the annual meeting, the exact time and place to be determined by the Board of Directors. The annual meeting shall be to conduct business including, but not limited to, the president's state of the branch report, treasurers' reports, and for such other business as appropriate.

**Section 3. Quorum.** The quorum shall be a majority of those present and voting.

#### **ARTICLE XVI. VOTING REPRESENTATION**

All members have a vote on national and state AAUW business (elections, adoption of the public policy program and resolutions, and amendments to AAUW bylaws).

#### **ARTICLE XVII. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern the branch in all instances in which they are applicable and in which they are not inconsistent with these bylaws or the requirements of AAUW or the laws of the state of Texas.

#### **ARTICLE XVIII. INDEMNIFICATION**

The Board of Directors and all officers or other appointed representatives of the branch shall be indemnified, and their liability shall be limited to the fullest extent authorized by the Business Organizations Code, 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, unless adjudged therein to be liable for negligence or misconduct in performance of their duties.

#### **ARTICLE XIX. AMENDMENTS TO BRANCH BYLAWS**

**Section 1.** Provisions of these bylaws not governed by AAUW-mandated model bylaws or amendments to branch articles made to comply with state codes, may be amended by a two-thirds vote of those present and voting at a general branch meeting provided written notice shall have been given to every member at least fourteen (14) days prior to the meeting.

Amended 2014, 2015, 2016, 2018