

**BYLAWS OF THE DES MOINES, IOWA, BRANCH OF
THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN (AAUW)**

[Founded January 1, 1914]

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name. The name of the organization shall be the American Association of University Women of Des Moines IA hereinafter known as the “Affiliate.”

Section 2. Affiliate. AAUW Des Moines Iowa 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 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. 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 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 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.

ARTICLE VIII. NOMINATIONS AND ELECTIONS

Section 1. Nomination Committee

- a. Composition and Appointment. A nominating committee shall be appointed annually by the leadership team to select nominees for the next year's leadership team.
- b. Terms. A nominating committee shall be appointed annually.

Section 2. Nominations

- a. The names of the nominees for the leadership team shall be published and sent to every member at least 5 days prior to the annual branch meeting.
- b. Nominees selected by the nominating committee and nominations made from the floor at the annual meeting will be considered for election.

Section 2. Elections.

- a. Elections shall be held at the branch annual meeting.
- b. Election shall be by a majority of those voting.

ARTICLE IX. OFFICERS - LEADERSHIP TEAM

Section 1. Leadership Team.

- a. Elected Officers. A leadership team of 3 – 8 members shall be elected at the annual branch meeting. From the leadership team an administrative contact (president), a financial contact

(treasurer), and a communications chairperson (newsletter editor/secretary) shall be designated.

- b. Appointed Officers. Appointed officers will be determined by the Leadership Team as needed.

Section 2. Duties

- a. The **leadership team** has authority and shall direct the functions of administration, program, membership, public policy, finance, AAUW Fund and other charity support, and communication. A quorum shall be 2/3rds of the leadership team.
- b. The **administrative** contact (president) shall be the official spokesperson or representative for the branch and shall be responsible for submitting such reports and forms as required by AAUW. That person will also archive branch records, including branch newsletters and annual reports.
- c. The **financial contact** (treasurer) shall be responsible for collecting, distributing, and accounting for the funds of the branch, for meeting specific deadlines, and for keeping a current membership list.
- d. The **communications chairperson** (newsletter editor/secretary) will publish the branch newsletter to inform the membership of branch activities and of all business transacted at branch and board meetings.

Section 3. Terms of Office.

- a. Terms for Officers. Team members shall serve terms of one year.
- b. Beginning of Terms. The term of office shall begin on July 1._
- c. Removal from Office. A member of the Leadership Team may be removed for any reason by a two-thirds vote of the branch board in accordance with policies and procedures adopted by AAUW.

Section 4. Vacancies. A vacancy in office, including that of the administrative contact person, shall be filled for the unexpired term by a vote of the leadership team or election at the next general or annual meeting.

Section 5. Meetings of the Leadership Team.

- a. Meetings. The leadership team shall meet prior to the general meetings. They shall determine the time and place, and give notice to all members of the team, and to the branch membership via the branch newsletter.
- b. Special meetings of the leadership team may be called by the administrative contact (president) or at the request of two team members, and with the notification of all team members.
- c. Voting. Between meetings of the Leadership Team, a written or electronic vote may be taken at the request of the president on any question submitted in writing. Every member of the Team 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 meeting. The result of the vote shall be shared at the next Team meeting.
- d. A **quorum** shall be two-thirds [2/3] of the leadership team.

ARTICLE X. COMMITTEES

Section 1. Establishing Committees. The leadership team may establish standing and special committees as needed.

Section 2. Purpose. With approval of the leadership team, the committees shall formulate programs and activities to carry out the mission of AAUW.

ARTICLE XI. FINANCIAL ADMINISTRATION

Section 1. Administration. The leadership team 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 2. Fiscal Year. The fiscal year shall correspond with that of AAUW and shall begin on July 1 through June 30.

Section 3. Budget. The leadership team shall adopt an annual budget for presentation to the branch.

Section 4. Dues. Payment. AAUW member dues shall be payable in accordance with procedures established by AAUW policy. Branch dues payment procedures shall be established by the branch's board policy. Dues are due by July 1.

1. Paid life members of AAUW, as defined in the AAUW Bylaws, are required to pay state and branch dues to become members of the branch.
2. Fifty-Year Honorary members of AAUW are exempt for paying AAUW, state and branch dues.

ARTICLE XII. MEETINGS OF BRANCH MEMBERSHIP

Section 1. Meetings

- a. Annual Meeting. The branch shall hold an annual meeting to conduct the business of the branch, including but not limited to, electing the leadership team, establishing dues, amending bylaws and receiving reports. This meeting shall be held between April 1 and June 30.
- b. Membership Meetings. The branch shall hold at least three meetings during the fiscal year. The leadership team shall determine the time and place for these meetings.

Section 2. Special Meetings. Special meetings may be called by the leadership team or shall be called by the administrative contact at the written request of 10 members.

Section 3. Meetings Notice. Notice of meetings shall be sent to all members of the branch at least 5 days prior to the meetings.

Section 4. Voting.

- a. Each member of the branch in good standing shall be entitled to vote on any item of business. A branch member is a national member who is also a member of one or more AAUW branches. A branch member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained.
- b. Between meetings of the branch, a written or electronic vote may be taken at the request of the president on any question submitted in writing. Every member of the branch 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 meeting. The result of the vote shall be printed in the branch newsletter and archived.
- c. **Quorum.** The quorum shall be 15 percent of the branch membership.
- d. AAUW National Conventions. All branch members may attend and vote at AAUW conventions.

ARTICLE XIII. INDEMNIFICATION

The leadership team of the Des Moines, Iowa Branch of AAUW may be indemnified and their liability shall be limited to the fullest extent authorized by Iowa law, unless adjudged therein to be liable for negligence or misconduct in the performance of their duties.

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 XIV. AMENDMENTS TO BRANCH BYLAWS

Section 1. Amendments to Branch Bylaws. 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 5 days prior to the meeting. [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.

Revised May 2014 to meet 2013 AAUW Convention mandated bylaw changes

Revised October 2015 to meet 2013 & 2015 AAUW Convention mandated bylaw changes

Revised November 2015 to align with the AAUW Model branch bylaws

REVISED November 2016 to align with AAUW Revised Bylaws

POLICIES OF THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN (AAUW)
DES MOINES, IOWA, BRANCH
2015 (Branch Code 6013)

1. The dues schedule of the Des Moines branch of AAUW is as follows:

Regular dues	\$69.00 (National \$49, State \$10, Local \$10)
Life member dues	\$18.00
Honorary life member dues	0
Privileged member dues	\$49.00

It is anticipated that local dues will increase to \$10 for the 2015-16 year, pending approval by the membership.

2. Privileged members shall be branch members 65 years of age and over who find themselves unable to participate fully in branch activities. They will be ineligible to hold branch office or vote on branch policies, but will receive all local publications and be listed in the directory. Privileged membership may also be granted to those under 65 in ill health. A member desiring this membership should make the request known to a member of the leadership team; if privileged status is approved by the leadership team, such a member's annual dues shall consist of AAUW and state dues only.