

PROPOSED AAUW-MONTANA BYLAWS AMENDMENTS

To Be Considered by the Delegates to the 42nd Biennial State Convention
May 19–20, 2012, in Lewistown, MT

Rationale for and Explanation of Proposed Changes

CHANGE FROM A DELEGATE GOVERNANCE STRUCTURE TO A MODIFIED “EVERY-MEMBER” GOVERNANCE STRUCTURE

- Description: “Voting-eligible” attendees to the biennial state meetings will recommend the final wording of all business items that will then be voted on by the entire voting-eligible membership of the organization.
- Rationale: Change recommended by the delegates at the 2010 biennial state convention in order to maintain face-to-face discussion of all business items while broadening the final voting base to a one-member-one-vote structure that will include those not able to attend the state meetings.
- Affected Sections: Art IV, Sec 1f; Art V (all); Art XI (all); Art XV, Sec 3 and Sec 4

REMOVE ALL REFERENCES TO “STATE CONVENTION”

- Description: The words “state convention” will be replaced with “biennial state meeting.”
- Rationale: As there will no longer be delegates sent to the state meeting, the word “convention” is no longer applicable.
- Affected Sections: Art VI, Sec 1d; Art XI, Sec 6 (all)

DEFINE VOTER ELIGIBILITY

- Description: Members in good standing at least thirty-one (31) days before a state membership meeting (biennial or special) will be eligible to participate in state meetings and the every-member vote that will follow the biennial state meeting.
- Rationale: At the October 2011 board meeting, the state board chose March 1 as the date by which a member must have joined in order to vote at the biennial meeting and in the every-member voting process. Since then, a representative of the AAUW bylaws committee has recommended we instead propose a “record date” that is one day prior to the required notification date for the biennial state meeting. Using such a record date will allow us to change the date of future biennial state meetings without having to amend the bylaws again.
- Affected Sections: Art IV, Sec 1f; Art V, Sec 1; Art XI, Sec 4

DEFINE NEW VOTING PROCESS

- Description: Voting-eligible members attending the biennial state meeting will prepare the items to be included on the final ballot, which will be sent to every voting-eligible member within 20 days of the end of the state meeting, to be returned within 21 days of ballot distribution or by June 27, whichever is earlier. Ballots may be sent, completed, and returned either electronically or by surface mail. An election committee will be appointed by the board to oversee the every-member voting process. The quorum for the biennial state meeting will be 7.5 percent of the voting-eligible membership and for the every-member vote will be 15 percent of the voting-eligible membership. Results will be distributed by the election committee within 7 days of the end of the voting period.
- Rationale: Administration of this new voting process may be too cumbersome to be left to the board as a whole. A small election committee will be better able to handle all the details. With our state meeting normally being held in May, we feel that the 20-day ballot preparation period, 21-day voting window, and 7-day certification and distribution of results period will allow everyone enough time to complete the voting process while still having the results on or

before the June 30 end of the fiscal year.

- Affected Sections: Art V (all); Art VI, Sec 2a; Art XI (all); Art XV, Sec 3, and Sec 4

CHANGE HOW THE NOMINATING COMMITTEE IS SELECTED

- Description: Remove the requirement for the nominating committee for the next biennium to be elected by the delegates at each state convention. As proposed, the nominating committee would be appointed by the state board at the summer meeting prior to the biennial state meeting.
- Rationale: The election method has not worked for many years. Even when we did manage to elect a committee, by the time the committee needed to meet, people had forgotten they had agreed to serve or had resigned from AAUW. In essence, the board has been appointing the members of the committee for several years. This change codifies what has already been occurring.
- Affected Sections: Art VI, Sec 1a; Art VII, Sec 1c

REMOVE THE TERM LIMITS ON BOARD OFFICERS

- Description: Several years ago, the term limits on the Finance Director were removed. As proposed, all elected officers will be allowed to continue to serve so long as they are re-elected.
- Rationale: As we are having so much trouble finding people willing to serve on the board, it seems prudent to allow people to continue to serve so long as they are willing to serve and are re-elected or appointed. The election process should be sufficient protection against monopolizing power. This change will allow us to keep the officer pool as large as possible.
- Affected Sections: Art VII, Sec 1e (Sec 1g in old version deleted)

CHANGE HOW A VACANCY IN THE PRESIDENCY IS FILLED

- Description: Instead of a codified “line of succession” to fill a presidential vacancy, this change empowers the board of directors to appoint a replacement.
- Rationale: The current system is cumbersome, and the “next in line” officer may not be willing or able to fill the vacancy.
- Affected Sections: Art VII, Sec 1h

ADD BRANCH REPRESENTATIVES TO THE BOARD OF DIRECTORS

- Description: This change specifies that “one representative from each branch with members in good standing” shall be a member of the board.
- Rationale: Although this has been common practice, is included in the SOPs, and is implied in the section on a board quorum, it has not been explicitly stated in the section on the composition of the board. The requirement that this include only branches with members “in good standing” allows the board to exclude counting any branch that has no dues-paying members in the current year from being counted in the quorum requirement.
- Affected Sections: Art VII, Sec 1c

<p align="center"><u>Current Bylaws</u></p> <p>Last revised by mandated AAUW changes: October 31, 2009 Last revised by AAUW-MT membership: May 20, 2006, in Polson</p>	<p align="center"><u>Proposed Amendments</u></p> <p>Deletions are marked with strikeouts Additions are marked with bold print</p>	<p align="center"><u>Proposed New Bylaws</u> (Clean Copy)</p> <p>If approved, these amended bylaws will be dated May 20, 2012 and will take effect July 1, 2012.</p>	<p align="center"><u>Notes</u></p>
<p><u>ARTICLE I. NAME AND GOVERNANCE</u></p> <p>Section 1. Name. The name of this organization shall be AAUW Montana. hereafter called the state or the organization.</p> <p>Section 2. Governance. The bylaws of this organization shall in no way conflict with the AAUW Bylaws.</p>	<p align="center">No changes</p>	<p><u>ARTICLE I. NAME AND GOVERNANCE</u></p> <p>Section 1. Name. The name of this organization shall be AAUW-Montana, hereafter called the State or the Organization.</p> <p>Section 2. Governance. The bylaws of this organization shall in no way conflict with the AAUW Bylaws.</p>	
<p><u>ARTICLE II. PURPOSE</u></p> <p>The purpose of AAUW is to advance equity for women and girls through education, advocacy, philanthropy, and research. The purpose of the organization shall be to further the AAUW mission, program, and policies within the organization and promote, encourage, and coordinate the work of the branches within the organization.</p>	<p align="center">No changes</p>	<p><u>ARTICLE II. PURPOSE</u></p> <p>The purpose of AAUW is to advance equity for women and girls through education, advocacy, philanthropy, and research. The purpose of the Organization shall be to further the AAUW mission, program, and policies within the Organization and promote, encourage, and coordinate the work of the branches within the Organization.</p>	
<p><u>ARTICLE III. USE OF NAME</u></p> <p>Section 1. AAUW Policy. The policies and program of AAUW shall be binding on all members, branches and organizations; and no member, branch or organization shall use the name of AAUW to oppose such policies or program. Established channels may be used to change a policy or program.</p> <p>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.</p>	<p><u>ARTICLE III. USE OF NAME</u></p> <p>Section 1. Policies and Program. The policies and program of AAUW shall be binding on all members, and no member shall use the name of AAUW to oppose such policies or program. Established channels may be used to change a policy or program.</p> <p>Section 2. Proper Use of Name and Logo. The name and logo of AAUW may be used only by individuals and groups acting in a lawful and ethical manner, consistent with AAUW</p>	<p><u>ARTICLE III. USE OF NAME</u></p> <p>Section 1. Policies and Program. The policies and program of AAUW shall be binding on all members, and no member shall use the name of AAUW to oppose such policies or program. Established channels may be used to change a policy or program.</p> <p>Section 2. Proper Use of Name and Logo. The name and logo of AAUW may be used only by individuals and groups acting in a lawful and ethical manner, consistent with</p>	<p>Mandated change from AAUW; no vote needed.</p>

<p>Section 3. Violations. Violation of the Use of Name policy shall result in action taken in accordance with AAUW policy.</p>	<p>policies and procedures. States and branches that are delinquent in filing required tax, corporate, and/or bylaws documents with AAUW and/or the IRS are prohibited from public use of the name and logo. Further sanctions for misuse of name, including loss of AAUW affiliation, may be imposed by the AAUW Board, especially in regard to any statement or action that misrepresents or jeopardizes the tax status of AAUW.</p> <p>Section 3. Individual 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.</p>	<p>AAUW policies and procedures. States and branches that are delinquent in filing required tax, corporate, and/or bylaws documents with AAUW and/or the IRS are prohibited from public use of the name and logo. Further sanctions for misuse of name, including loss of AAUW affiliation, may be imposed by the AAUW Board, especially in regard to any statement or action that misrepresents or jeopardizes the tax status of AAUW.</p> <p>Section 3. Individual 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.</p>	
<p><u>ARTICLE IV. MEMBERSHIP AND DUES</u></p> <p>Section 1. Membership.</p> <p>a. All branches of AAUW within the boundaries of the organization shall be members of the organization.</p> <p>b. Individuals who meet the criteria for membership as described in the AAUW Bylaws, Article IV. are eligible to be admitted to membership in this organization. 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</p>	<p><u>ARTICLE IV. MEMBERSHIP AND DUES</u></p> <p>Section 1. Membership.</p> <p>a. Branch Membership. A branch member is a national member who is also a member of a branch within the state of Montana. That member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained. All branches of AAUW within the boundaries of the Organization shall be members of the Organization.</p> <p>b. Individual Membership. A graduate holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution or a foreign degree acceptable as a basis for admission by graduate schools at qualified universities of the United States shall be eligible to receive admission to AAUW membership; such membership shall be granted</p>	<p><u>ARTICLE IV. MEMBERSHIP AND DUES</u></p> <p>Section 1. Membership.</p> <p>a. Branch Membership. A branch member is a national member who is also a member of a branch within the state of Montana. That member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained. All branches of AAUW within the boundaries of the Organization shall be members of the Organization.</p> <p>b. Individual Membership. A graduate holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution or a foreign degree acceptable as a basis for admission by graduate schools at qualified universities of the United States shall be eligible to receive admission to AAUW membership; such membership shall be granted</p>	<p>Sections 1a through 1d: mandated changes from AAUW; no vote needed.</p>

<p>organization. The organization member shall be entitled to vote, hold office and participate in all activities and programs and receive the publications distributed to all members.</p> <p>c. A member-at-large of AAUW residing within the boundaries of the organization may become a member-at-large of the organization upon payment of organization dues.</p> <p>d. An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation with this organization upon payment of fees established by AAUW and this organization’s board of directors.</p> <p>e. Student affiliates shall be entitled to attend meetings of AAUW and this organization and to receive the publications distributed to all members. Affiliates may not vote nor hold office.</p> <p>Section 2. Dues.</p> <p>a. The annual dues for organization members and members-at-large shall be determined by a two-thirds vote of the delegates to the biennial meeting, provided notice of the proposed change in</p>	<p>upon payment of AAUW dues. The provisions set forth in this section are the sole requirement for eligibility and admissibility to membership. Refusal to admit an eligible graduate to branch membership shall result in loss of recognition of a branch.</p> <p>c. State Membership. A State member is a national member who is also a dues-paying member of AAUW-Montana. That member shall be entitled to vote, hold office, and participate in all state activities and programs.</p> <p>d. Student Affiliate Membership. An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation with this organization upon payment of fees established by AAUW and this Organization’s Board of Directors. Student affiliates shall be entitled to attend meetings of AAUW and this organization and to receive the publications distributed to all members. Affiliates may not vote nor hold office.</p> <p>e. Membership for the purposes of participating and voting at the biennial state meeting and the subsequent every-member voting process shall be restricted to those members in good standing who have joined and paid their state dues or are Honorary Life Members on or before thirty-one (31) days prior to the biennial state meeting.</p> <p>Section 2. Dues.</p> <p>a. State organizational members shall pay annual organization dues.</p> <p>b. The annual dues for Organization members shall be determined may be changed by a two-thirds vote of the</p>	<p>upon payment of AAUW dues. The provisions set forth in this section are the sole requirement for eligibility and admissibility to membership. Refusal to admit an eligible graduate to branch membership shall result in loss of recognition of a branch.</p> <p>c. State Membership. A State member is a national member who is also a dues-paying member of AAUW-Montana. That member shall be entitled to vote, hold office, and participate in all state activities and programs.</p> <p>d. Student Affiliate Membership. An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation with this organization upon payment of fees established by AAUW and this organization’s Board of Directors. Student affiliates shall be entitled to attend meetings of AAUW and this organization and to receive the publications distributed to all members. Affiliates may not vote nor hold office.</p> <p>e. Membership for the purposes of participating and voting at the biennial state meeting and the subsequent every-member voting process shall be restricted to those members in good standing who have joined and paid their state dues or are Honorary Life Members on or before thirty-one (31) days prior to the biennial state meeting.</p> <p>Section 2. Dues.</p> <p>a. State organizational members shall pay annual organization dues.</p> <p>b. The annual dues for Organization members may be changed by a two-thirds vote of the biennial voting</p>	<p>Add wording for new governance structure</p> <p>Moved from Section 2f.</p> <p>Re-word for clarity</p>
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<p>dues shall have been given thirty (30) days prior to the meeting at which the change of dues is to be considered.</p> <p>b. Paid life members of AAUW, as defined in AAUW policy, who are branch members within the boundaries of the organization, are required to pay annual organization and branch dues.</p> <p>c. Fifty-Year Honorary Life Members of AAUW are exempt from payment of AAUW and state dues.</p> <p>d. 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, shall be exempt from organization dues and may attend organization meetings without vote.</p> <p>e. Payments of additional organization dues shall be waived for a transferring member whose organization dues have been paid to another AAUW organization.</p> <p>f. Organization members-at-large shall pay annual organization dues.</p> <p>g. Dues are payable on July 1 and shall be considered in arrears unless paid to the finance director by October 31.</p> <p>h. New members may join at any time. Dues are payable upon joining. The national and organization portions of the dues paid by new members for less than a full year are determined by AAUW and organization policy.</p> <p>i. The organization may set and schedule a reduction in organization dues for members joining after January 1.</p>	<p>biennial voting membership, provided notice of the proposed change in dues shall have been given thirty (30) days prior to the biennial state meeting at which the change of dues is to be considered.</p> <p>c. Paid life members of AAUW, as defined in AAUW policy, who are branch members within the boundaries of the Organization, are required to pay annual Organization and branch dues.</p> <p>d. Fifty-Year Honorary Life Members of AAUW are exempt from payment of AAUW and state dues.</p> <p>e. A member of one of the national associations or federations of IFUW, whose current dues have been paid to that association or federation and who is spending a period of a year or less in the USA Montana, shall be exempt from Organization dues and may attend Organization meetings without vote.</p> <p>f. Payments of additional Organization dues shall be waived for a transferring member whose Organization dues have been paid to another AAUW organization.</p> <p>g. Dues are payable on July 1 and shall be considered in arrears unless paid to the finance director by October 31.</p> <p>h. New members may join at any time. Dues are payable upon joining. The national and Organization portions of the dues paid by new members for less than a full year are determined by AAUW and Organization policy.</p> <p>i. The Organization may set and schedule a reduction in Organization dues for members joining after January 1.</p>	<p>membership, provided notice of the proposed change in dues shall have been given thirty (30) days prior to the biennial state meeting at which the change of dues is to be considered.</p> <p>c. Paid life members of AAUW, as defined in AAUW policy, who are branch members within the boundaries of the Organization, are required to pay annual Organization and branch dues.</p> <p>d. Fifty-Year Honorary Life Members of AAUW are exempt from payment of AAUW and state dues.</p> <p>e. A member of one of the national associations or federations of IFUW, whose current dues have been paid to that association or federation and who is spending a period of a year or less in Montana, shall be exempt from Organization dues and may attend organization meetings without vote.</p> <p>f. Payments of additional Organization dues shall be waived for a transferring member whose Organization dues have been paid to another AAUW organization.</p> <p>g. Dues are payable on July 1 and shall be considered in arrears unless paid to the finance director by October 31.</p> <p>h. New members may join at any time. Dues are payable upon joining. The national and Organization portions of the dues paid by new members for less than a full year are determined by AAUW and Organization policy.</p> <p>i. The Organization may set and schedule a reduction in Organization dues for members joining after January 1.</p>	<p>Re-name convention as biennial state meeting</p> <p>Re-word for clarity</p>
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ARTICLE V. VOTING BY THE MEMBERSHIP

Every eligible member in good standing shall be qualified to vote on issues brought before the general membership. Voting on the biennial agenda shall be a two-stage process. Stage one is voting by those in attendance at the biennial state meeting; stage two shall be by “every-member” vote, using mail and/or electronic ballots.

Section 1. Eligibility. Members in good standing for at least thirty-one (31) days prior to the biennial state meeting are eligible to vote in the every-member voting process to be held following the meeting. If a special meeting of the membership and/or vote is called, members in good standing for thirty-one (31) days before the issuance of the ballot shall be eligible to vote.

Section 2. Voting at Biennial Meetings.

a. Voting Responsibilities. Every voting-eligible member who attends the biennial meeting shall be charged with perfecting the substance and wording of business to be brought before the membership during the every-member voting process. This may include making modifications to the proposed bylaws, approving the wording of the public policy program and resolutions, and acting on any other business that comes before them. Approval of final nominations and recommendations to be included on the every-member ballot shall be by a majority vote of

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Add new article describing new governance structure and voting procedures.

	<p>the body.</p> <p>b. Quorum. The quorum for voting at the biennial state meeting shall be 7.5 percent of the voting-eligible membership. If a quorum fails to be met, the business items prepared by the Board of Directors to be brought before the membership during the state meeting shall constitute the items to be included on the ballot to be distributed to the full membership at the biennial voting process.</p> <p>Section 3. Biennial Voting Process. Biennial voting by “every-member ballot” shall be held to elect state officers and approve or reject any dues changes, bylaws amendments, public policy program amendments, and proposed resolutions approved by the voting-eligible attendees at the biennial meeting.</p> <p>a. Scheduling. Voting by every-member ballot shall commence within twenty (20) days of the conclusion of the biennial meeting and shall conclude twenty-one (21) days after the ballots are distributed or on June 27, whichever is earlier.</p> <p>b. Quorum. The quorum for the every-member biennial voting process shall be 15 percent of the voting-eligible membership. If a quorum fails to be met, resolutions and public policy program changes approved at the biennial state meeting shall stand until a valid</p>	<p>the body.</p> <p>b. Quorum. The quorum for voting at the biennial state meeting shall be 7.5 percent of the voting-eligible membership. If a quorum fails to be met, the business items prepared by the Board of Directors to be brought before the membership during the state meeting shall constitute the items to be included on the ballot to be distributed to the full membership at the biennial voting process.</p> <p>Section 3. Biennial Voting Process. Biennial voting by “every-member ballot” shall be held to elect state officers and approve or reject any dues changes, bylaws amendments, public policy program amendments, and proposed resolutions approved by the voting-eligible attendees at the biennial meeting.</p> <p>a. Scheduling. Voting by every-member ballot shall commence within twenty (20) days of the conclusion of the biennial meeting and shall conclude twenty-one (21) days after the ballots are distributed or on June 27, whichever is earlier.</p> <p>b. Quorum. The quorum for the every-member biennial voting process shall be 15 percent of the voting-eligible membership. If a quorum fails to be met, resolutions and public policy program changes approved at the biennial state meeting shall stand until</p>	
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	<p>election is held.</p> <p>c. Election Committee. An Election Committee shall be appointed by the Board to oversee the every-member voting process, including preparation, distribution, collection, and tabulation of the ballots, as well as certifying the results. No member who is running for elective office may serve on the Committee. The Committee shall inform the Board of Directors and the general membership of the results of the voting on or before June 30.</p> <p>d. Voting Process. Voting shall be by surface mail and/or electronic means. Completed ballots must be submitted to the election committee within the prescribed time to be counted.</p> <p>e. Notification of Results. Within seven (7) days of certification by the Election Committee, results of the election shall be posted on the state website, sent to each branch president and candidate for election. Results shall also be published in the next issue of the state bulletin.</p> <p>Section 4. Special Voting. Issues may be brought before the general membership for a special vote upon the written request of two-thirds of the members of the Board, one-half of the branches in the Organization, or 50 percent of the membership. Ballots shall be prepared, distributed, collected, tabulated, certified, and published by the Election Committee in the same manner as for a regular</p>	<p>a valid election is held.</p> <p>c. Election Committee. An Election Committee shall be appointed by the Board to oversee the every-member voting process, including preparation, distribution, collection, and tabulation of the ballots, as well as certifying the results. No member who is running for elective office may serve on the Committee. The Committee shall inform the Board of Directors and the general membership of the results of the voting on or before June 30.</p> <p>d. Voting Process. Voting shall be by surface mail and/or electronic means. Completed ballots must be submitted to the election committee within the prescribed time to be counted.</p> <p>e. Notification of Results. Within seven (7) days of certification by the Election Committee, results of the election shall be posted on the state website, sent to each branch president and candidate for election. Results shall also be published in the next issue of the state bulletin.</p> <p>Section 4. Special Voting. Issues may be brought before the general membership for a special vote upon the written request of two-thirds of the members of the Board, one-half of the branches in the Organization, or 50 percent of the membership. Ballots shall be prepared, distributed, collected, tabulated, certified, and published by the Election Committee in the same manner as for a</p>	
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	biennial vote.	regular biennial vote.	
<p><u>ARTICLE V. NOMINATIONS AND ELECTIONS</u></p> <p>Section 1. Nominations.</p> <p>a. There shall be a nominating committee of three (3) members and one alternate elected by plurality at the biennial state meeting to serve over the subsequent biennium. The committee chair shall be selected from the committee members by the state board.</p> <p>b. Nominations shall be called for from branches and individual members and submitted to the chair of the nominating committee at least two months prior to the convention/biennial meeting.</p> <p>c. The names of the nominees for elected office shall be published and sent to every member of the organization at least 30 days prior to the convention/biennial meeting in the state bulletin.</p> <p>d. Nominations may be made from the floor of the convention with the consent of the nominee.</p> <p>Section 2. Elections.</p> <p>a. Elections shall be held at the biennial meeting.</p> <p>b. 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 or by plurality if there are three (3) or more candidates for a position.</p> <p>c. Mail ballots or electronic voting may be used for elections, provided the number of members voting meets the quorum stated for meetings in Article X.</p>	<p>ARTICLE VI. NOMINATIONS AND ELECTIONS</p> <p>Section 1. Nominations.</p> <p>a. A Nominating Committee shall be appointed by the State Board at the summer meeting prior to the biennial meeting.</p> <p>b. Nominations shall be called for from branches and individual members and submitted to the nominating committee at least two months prior to the biennial meeting.</p> <p>c. The names of the nominees for elected office shall be published in the state bulletin The Treasure Stater and or sent to every member of the Organization at least thirty (30) days prior to the biennial meeting.</p> <p>d. Nominations may be made from the floor of the convention biennial meeting with the consent of the nominee.</p> <p>Section 2. Elections.</p> <p>a. Elections shall be by a vote of the voting-eligible membership.</p> <p>b. Election shall be by a majority vote of those voting or by plurality if there are three (3) or more candidates for a position.</p> <p>c. Mail Ballots may be used for elections certified Provided the number of members voting meets the quorum established in Article V. Section 3b, ballots shall be counted and certified by the Election Committee.</p>	<p>ARTICLE VI. NOMINATIONS AND ELECTIONS</p> <p>Section 1. Nominations.</p> <p>a. A Nominating Committee shall be appointed by the State Board at the summer meeting prior to the biennial meeting.</p> <p>b. Nominations shall be called for from branches and individual members and submitted to the nominating committee at least two months prior to the biennial meeting.</p> <p>c. The names of the nominees for elected office shall be published in the state bulletin or sent to every member of the Organization at least thirty (30) days prior to the biennial meeting.</p> <p>d. Nominations may be made from the floor of the biennial meeting with the consent of the nominee.</p> <p>Section 2. Elections.</p> <p>a. Elections shall be by a vote of the voting-eligible membership.</p> <p>b. Election shall be by a majority vote of those voting or by plurality if there are three (3) or more candidates for a position.</p> <p>c. Provided the number of members voting meets the quorum established in Article V. Section 3b, ballots shall be counted and certified by the Election Committee.</p>	<p>Change how Nominating Committee is selected.</p> <p>Change for clarity</p> <p>Align with new governance structure</p> <p>Align with new governance structure</p> <p>Align with new voting procedure</p>

<u>ARTICLE VI. OFFICERS</u>	<u>ARTICLE VII. OFFICERS</u>	<u>ARTICLE VII. OFFICERS</u>	
<p>Section 1. Officers.</p> <p>a. At all times, the organization shall have elected or designated an administrative and a financial contact to receive and disperse information from and to AAUW.</p> <p>b. The organization may elect or designate other such officers as it may from time to time determine to be necessary to carry out the purpose and mission of AAUW. If there shall be a president, that person shall, unless otherwise designated, shall serve as the administrative officer of the organization; if there shall be a finance director that person, unless otherwise designated, shall serve as the financial contact for the organization.</p> <p>c. The elected officers for the organization may include the president, vice presidents</p>	<p>Section 1. Officers.</p> <p>a. At all times, the Organization shall have elected or designated an administrative, secretarial, and financial contact to receive and disperse information from and to AAUW. If there shall be a president, that person, unless otherwise designated, shall serve as the administrative officer of the Organization. If there shall be a finance director that person, unless otherwise designated, shall serve as the financial contact for the Organization. If there shall be a secretary, that person, unless otherwise designated, shall keep the minutes and records of the Organization. The names of these officers contacts will be annually provided to AAUW.</p> <p>b. The elected officers for the Organization may include the president, vice presidents for program and membership, and secretary and finance director. The Organization may elect or designate appoint other such officers as it may from time to time determine to be necessary to carry out the purpose and mission of AAUW. If there shall be a president, that person, unless otherwise designated, shall serve as the administrative officer of the organization. If there shall be a finance director that person, unless otherwise designated, shall serve as the financial contact for the organization. If there shall be a secretary, that person, unless otherwise designated, shall keep the records of the organization.</p> <p>c. The elected officers for the organization may include the president, vice presidents for program and for membership, secretary</p>	<p>Section 1. Officers.</p> <p>a. At all times, the Organization shall have elected or designated an administrative, secretarial, and financial contact to receive and disperse information from and to AAUW. If there shall be a president, that person, unless otherwise designated, shall serve as the administrative officer of the Organization. If there shall be a finance director that person, unless otherwise designated, shall serve as the financial contact for the Organization. If there shall be a secretary, that person, unless otherwise designated, shall keep the minutes and records of the Organization. The names of these contacts will be annually provided to AAUW.</p> <p>b. The elected officers for the Organization may include the president, vice presidents for program and membership, and secretary and finance director. The Organization may elect or appoint other such officers as it may from time to time determine to be necessary to carry out the purpose and mission of AAUW.</p>	<p>Mandatory AAUW change; no vote needed</p> <p>Move from Section 1b for clarity</p> <p>Move from Section 1c for clarity</p>

<p>for program and for membership, secretary and finance director.</p> <p>d. The <i>ex officio</i> appointed officers shall be the immediate past organization president, the presidents or designates of the branches, and the chair of the nominating committee. Other appointed officers may include the chairs for AAUW funds and for public policy, the newsletter editor, the parliamentarian, and such others officers as shall be deemed desirable to carry on the work of the organization. They shall be appointed by the president with the consent of the board. The parliamentarian and the chair of the nominating committee serve <i>ex officio</i> without vote.</p> <p>e. Elected officers shall serve for a term of two years or until their successors are elected or appointed and assume office. The term of each elected officer shall begin on July 1 of the year elected.</p> <p>f. No elected officer shall hold the same office for more than two consecutive terms with the exception of the finance director who may be re-elected for additional terms.</p> <p>g. There shall be no limits to the number of terms an appointed officer may serve.</p> <p>h. Each office may be filled by an officer or co-officers.</p> <p>i. No elected officer shall hold more than one elected office at a time; appointed officers may hold multiple positions.</p> <p>j. A vacancy in the office of president shall be filled for the unexpired term by the program vice president. If the program</p>	<p>and finance director.</p> <p>c. The <i>ex officio</i> appointed officers shall be the immediate past organization president and the presidents or designees of the branches, and the chair of the nominating committee. Other appointed officers may include the chairs for of the nominating committee chair, AAUW Funds and for public policy officers, the newsletter editor, the parliamentarian, the bylaws chair, and such other officers as shall be deemed desirable to carry on the work of the Organization. They shall be appointed by the president with the consent of the Board. The parliamentarian and the chair of the nominating committee serve <i>ex officio</i>, without vote, on the state board.</p> <p>d. Elected officers shall serve for a term of two years or until their successors are elected or appointed and assume office. The term of each elected officer shall begin on July 1 of the year elected.</p> <p>f. No elected officer shall hold the same office for more than two consecutive terms with the exception of the finance director who may be re-elected for additional terms.</p> <p>e. There shall be no limits to the number of terms an appointed officer may be elected or appointed to serve.</p> <p>f. Each office may be filled by an officer or co-officers. Co-officers shall be considered as one voting member of the Board.</p> <p>g. No elected officer shall hold more than one elected office at a time; appointed officers may hold multiple positions, with each person having only one vote.</p> <p>h. A vacancy in the any elective office of president shall be filled for the unexpired term by the program vice president. If the</p>	<p>c. The <i>ex officio</i> appointed officers shall be the immediate past organization president and the presidents or designees of the branches. Other appointed officers may include the nominating committee chair, AAUW Funds and public policy officers, the newsletter editor, the parliamentarian, the bylaws chair, and such other officers as shall be deemed desirable to carry on the work of the Organization. They shall be appointed by the president with the consent of the Board. The parliamentarian and the chair of the nominating committee serve <i>ex officio</i>, without vote, on the state board.</p> <p>d. Elected officers shall serve for a term of two years or until their successors are elected or appointed and assume office. The term of each elected officer shall begin on July 1 of the year elected.</p> <p>e. There shall be no limits to the number of terms an officer may be elected or appointed to serve.</p> <p>f. Each office may be filled by an officer or co-officers. Co-officers shall be considered as one voting member of the Board.</p> <p>g. No elected officer shall hold more than one elected office at a time; appointed officers may hold multiple positions, with each person having only one vote.</p> <p>h. A vacancy in any elective office shall be filled for the unexpired term by action of the Board of Directors.</p>	<p>Align with current practices</p> <p>Remove term limits on elective officers</p> <p>Re-word to reflect removal of term limits</p> <p>Align with current practices</p> <p>Change presidential succession</p>
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<p>vice president cannot serve, the membership vice president shall be appointed. A vacancy in any other office shall be filled by action of the board of directors.</p> <p>Section 2. Duties.</p> <p>a. Officers shall perform the duties prescribed by these bylaws, by the policies and standard operating procedures adopted by the board of directors, and by the current edition of <i>Robert's Rules of Order Newly Revised</i>.</p> <p>c. The president shall be the official spokesperson and representative for the organization and shall be responsible for submitting such reports and forms as required by AAUW.</p> <p>c. The finance director shall be responsible for collecting, distributing, and accounting for the funds of the organization and for meeting specific deadlines.</p> <p>d. The vice president(s) shall perform such duties as the president and the board shall direct and as specified in organization's policies and job descriptions.</p> <p>e. The secretary shall record and keep minutes of all board, membership, and special meetings.</p> <p>f. The board may establish standing and special committees to carry forward the work of AAUW within the organization and the state of Montana.</p> <p>g. All officers and chairs shall submit biennial reports to the president.</p>	<p>program vice president cannot serve, the membership vice president shall be appointed. A vacancy in any other office shall be filled by action of the Board of Directors.</p> <p>Section 2. Duties.</p> <p>a. Officers shall perform the duties prescribed by the AAUW Bylaws, these bylaws, by the policies and standard operating procedures adopted by the Board of Directors, and by the current edition of <i>Robert's Rules of Order Newly Revised</i>.</p> <p>b. The president shall be the official spokesperson and representative for the Organization and shall be responsible for submitting such reports and forms as required by AAUW and the government the United States and the state of Montana.</p> <p>c. The finance director shall be responsible for collecting, disbursing, and accounting for the funds of the Organization and for meeting specific financial deadlines.</p> <p>d. The vice president(s) shall perform such duties as the president and the Board shall direct and as specified in the Organization's policies and job descriptions.</p> <p>e. The secretary shall record and keep minutes of all Board, membership, and special meetings. Minutes shall be made available for inspection by members.</p> <p>f. The Board may establish standing and special committees to carry forward the work of AAUW within the Organization and the state of Montana.</p> <p>g. All officers and chairs shall submit biennial reports to the president at least thirty (30) days prior to the biennial state meeting. These reports shall be</p>	<p>Section 2. Duties.</p> <p>a. Officers shall perform the duties prescribed by the AAUW Bylaws, these bylaws, the policies and standard operating procedures adopted by the Board of Directors, and by the current edition of <i>Robert's Rules of Order Newly Revised</i>.</p> <p>b. The president shall be the official spokesperson and representative for the Organization and shall be responsible for submitting such reports and forms as required by AAUW and the government the United States and the state of Montana.</p> <p>c. The finance director shall be responsible for collecting, disbursing, and accounting for the funds of the Organization and for meeting specific financial deadlines.</p> <p>d. The vice president(s) shall perform such duties as the president and the Board shall direct and as specified in the Organization's policies and job descriptions.</p> <p>e. The secretary shall record and keep minutes of all Board, membership, and special meetings. Minutes shall be made available for inspection by members.</p> <p>f. The Board may establish standing and special committees to carry forward the work of AAUW within the Organization and the state of Montana.</p> <p>g. All officers and chairs shall submit biennial reports to the president at least thirty (30) days prior to the biennial state meeting. These reports shall be included</p>	<p>Re-word for clarity</p> <p>Align with current practices</p> <p>Re-word for clarity</p> <p>Align with current practices</p> <p>Align with current practices</p>
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	included in the biennial meeting program.	in the biennial meeting program.	
<p><u>ARTICLE VII. BOARD OF DIRECTORS</u></p> <p>Section 1. Composition. The board of directors shall include the elected and appointed officers.</p> <p>Section 2. Administrative Responsibilities. The board shall have the general power to administer the affairs of the organization and to initiate and carry out its programs and policies and shall accept responsibilities delegated by AAUW. It shall act for the organization between biennial meetings. The board shall have fiscal responsibilities as outlined in Article IX, Financial Administration, Section 2.</p> <p>Section 3. Recommendations as to Branches. The board shall recommend to AAUW action to be taken in regard to the admittance of new branches or the discontinuance of current branches within the organization.</p> <p>Section 4. Meetings. Meetings of the board shall be held at least three (3) times per year.</p> <p>Section 5. Special Meetings. Special meetings may be called by the president or shall be called upon written request of three (3) members of the board or three (3) branches of the organization provided that at least fifteen (15) days notice of such meeting and its agenda have been given to the members of the board. Only business for which notice has been given shall be</p>	<p><u>ARTICLE VIII. BOARD OF DIRECTORS</u></p> <p>Section 1. Composition. The Board of Directors shall include the all elected and appointed officers, as well as one representative from each branch with members in good standing.</p> <p>Section 2. Administrative Responsibilities. The Board shall accept responsibilities delegated by AAUW and have the general power to administer the affairs of the Organization and to initiate and carry out its programs and policies and shall accept responsibilities delegated by AAUW. It shall act for the Organization between biennial meetings. The Board shall have fiscal responsibilities as outlined established in Article X.</p> <p>Section 3. Recommendations as to Branches. The Board shall recommend to AAUW action to be taken in regard to the admittance of new branches or the discontinuance of current branches within the Organization.</p> <p>Section 4. Meetings. Meetings of the Board shall be held at least three (3) times per year.</p> <p>Section 5. Special Meetings. Special meetings of the Board may be called by the president at any time or shall be called upon written request of three (3) members of the Board or three (3) branches of the Organization provided that at least fifteen (15) days notice of such meeting and its agenda have been given to the members of the Board. Only business for which notice has been given</p>	<p><u>ARTICLE VIII. BOARD OF DIRECTORS</u></p> <p>Section 1. Composition. The Board of Directors shall include all elected and appointed officers, as well as one representative from each branch with members in good standing.</p> <p>Section 2. Administrative Responsibilities. The Board shall accept responsibilities delegated by AAUW and have the general power to administer the affairs of the Organization and to initiate and carry out its programs. It shall act for the Organization between biennial meetings. The Board shall have fiscal responsibilities as established in Article X.</p> <p>Section 3. Recommendations as to Branches. The Board shall recommend to AAUW action to be taken in regard to the admittance of new branches or the discontinuance of current branches within the Organization.</p> <p>Section 4. Meetings. Meetings of the Board shall be held at least three (3) times per year.</p> <p>Section 5. Special Meetings. Special meetings of the Board may be called by the president at any time or shall be called upon written request of three (3) members of the Board or three (3) branches of the Organization provided that at least fifteen (15) days notice of such meeting and its agenda have been given to the members of the Board. Only business for which notice has been given</p>	<p>Align with current practices</p> <p>Re-word for clarity</p> <p>Re-word for clarity</p> <p>Align with current practices</p>

<p>transacted at a special meeting.</p> <p>Section 6. Quorum. The quorum for a meeting of the board shall be representatives from a majority of the dues paying branches and a majority of the elected officers. Co-officers shall be considered as one voting member of the board.</p> <p>Section 7. Voting Between Meetings. Between meetings of the board, a written or electronic 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.</p> <p>Section 8. Removal From Office. A member of the board of directors may be removed for any reason by a two-thirds vote of the board in accordance with policies and procedures adopted by AAUW.</p>	<p>shall be transacted at a special meeting.</p> <p>Section 6. Quorum. The quorum for a meeting of the Board shall be representatives from a majority of the dues paying branches with members in good standing and a majority of the elected officers. Co-officers shall be considered as one voting member of the Board.</p> <p>Section 7. Voting</p> <p>a. At Regular Meetings. Votes shall be taken by voice or ballot, with motions being carried by a majority of those voting.</p> <p>b. Between Meetings. Between meetings of the Board, a written or electronic vote of the Board may be called 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 taken at a board meeting. The question and the result of the vote shall be included in the minutes of the next board meeting.</p> <p>Section 8. Removal from Office. A member of the Board of Directors may be removed for any reason by a two-thirds vote of the Board in accordance with policies and procedures adopted by AAUW.</p>	<p>shall be transacted at a special meeting.</p> <p>Section 6. Quorum. The quorum for a meeting of the Board shall be representatives from a majority of the branches with members in good standing and a majority of the elected officers. Co-officers shall be considered as one voting member of the Board.</p> <p>Section 7. Voting</p> <p>a. At Regular Meetings. Votes shall be taken by voice or ballot, with motions being carried by a majority of those voting.</p> <p>b. Between Meetings. Between meetings of the Board, a written or electronic vote of the Board may be called 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 taken at a board meeting. The question and the result of the vote shall be included in the minutes of the next board meeting.</p> <p>Section 8. Removal from Office. A member of the Board of Directors may be removed for any reason by a two-thirds vote of the Board in accordance with policies and procedures adopted by AAUW.</p>	<p>Align with new governance structure</p> <p>Align with current practices</p> <p>Re-word for clarity</p>
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<p><u>ARTICLE VIII. COMMITTEES</u></p> <p>Section 1. Establishing Committees. With the consent of the board, the president may establish standing and special committees as needed.</p> <p>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.</p>	<p><u>ARTICLE IX. COMMITTEES</u></p> <p>Section 1. Committees. With the consent of the Board, the president may establish standing and special committees as needed.</p> <p>Section 2. Purpose. With the approval of the Board, each standing and special committee shall formulate and/or implement programs and activities to carry out the mission of AAUW.</p> <p>Section 3. Reports. Each standing and special committee shall report as requested to the Board of Directors. A written report from the committee shall be included in the biennial meeting program.</p> <p>Section 4. Removal from Committees. A member of any committee may be removed for any reason by a two-thirds vote of the Board in accordance with policies and procedures adopted by AAUW.</p>	<p><u>ARTICLE IX. COMMITTEES</u></p> <p>Section 1. Committees. With the consent of the Board, the president may establish standing and special committees as needed.</p> <p>Section 2. Purpose. With the approval of the Board, each standing and special committee shall formulate and/or implement programs and activities to carry out the mission of AAUW.</p> <p>Section 3. Reports. Each standing and special committee shall report as requested to the Board of Directors. A written report from the committee shall be included in the biennial meeting program.</p> <p>Section 4. Removal from Committees. A member of any committee may be removed for any reason by a two-thirds vote of the Board in accordance with policies and procedures adopted by AAUW.</p>	<p>Re-word for clarity</p> <p>Align with current practices</p> <p>Align with current practices</p>
<p><u>ARTICLE IX. FINANCIAL ADMINISTRATION</u></p> <p>Section 1. Fiscal Year. The fiscal year shall correspond with that of AAUW and shall begin on July 1.</p> <p>Section 2. Financial Policies. The organization shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state and local laws. The board shall provide for a thorough financial review every six years, when the financial director leaves office, or upon direction of</p>	<p><u>ARTICLE X. FINANCIAL ADMINISTRATION</u></p> <p>Section 1. Fiscal Year. The fiscal year shall correspond with that of AAUW and shall begin on July 1.</p> <p>Section 2. Financial Policies. The Organization shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state, and local laws. The Board shall provide for a thorough financial review every six years, when the financial director leaves office, or when deemed</p>	<p><u>ARTICLE X. FINANCIAL ADMINISTRATION</u></p> <p>Section 1. Fiscal Year. The fiscal year shall correspond with that of AAUW and shall begin on July 1.</p> <p>Section 2. Financial Policies. The Organization shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state, and local laws. The Board shall provide for a thorough financial review every six years, when the financial director leaves office, or when deemed</p>	<p>Re-word for clarity</p>

<p>the board. The results of this review shall be presented to the president.</p> <p>Section 3. Budget. The finance director shall prepare a proposed budget for review by the outgoing board and approval by the incoming board.</p>	<p>necessary by the Board upon direction of the board. The results of this review shall be presented to the president and the Board at the next board meeting. Upon acceptance by the Board, the report shall be made available for review by the membership.</p> <p>Section 3. Budget. The finance director shall prepare a proposed budget for review by the outgoing Board and approval by the incoming Board at its first meeting.</p>	<p>necessary by the Board. The results of this review shall be presented to the president and the Board at the next board meeting. Upon acceptance by the Board, the report shall be made available for review by the membership.</p> <p>Section 3. Budget. The finance director shall prepare a proposed budget for review by the outgoing Board and approval by the incoming Board at its first meeting.</p>	<p>Align with current practices</p> <p>Re-word for clarity</p>
<p><u>ARTICLE X. MEETINGS</u></p> <p>Section 1. Biennial Meeting. The organization shall hold a <i>biennial</i> meeting to conduct the business of the organization, such as electing officers, establishing dues, reviewing the budget, amending bylaws, establishing the organization’s public policy program, and receiving reports. The exact date, time, and place of the meeting shall be determined by the board.</p> <p>Section 2. Special Meetings. Special meetings may be called by the president or shall be called by the president on the written request of two thirds of the members of the</p>	<p><u>ARTICLE XI. MEETINGS OF THE MEMBERSHIP</u></p> <p>Section 1. Biennial Meeting. The Organization shall hold a <i>biennial</i> meeting in the spring of even-numbered years. to conduct the The purpose of this meeting is to perfect the proposed business matters of the Organization for the subsequent biennial every-member voting process. The business to be addressed at the biennial meeting may include receiving reports, reviewing the budget, electing nominating officers, establishing and recommending changes in dues, reviewing the budget, amending bylaws, resolutions, and establishing the Organization’s public policy program, and receiving reports.</p> <p>The exact date, time, and place of the meeting shall be determined set by the Board.</p> <p>Section 2. Special Meetings. Special meetings of the membership may be called by the president at any time or shall be called</p>	<p><u>ARTICLE XI. MEETINGS OF THE MEMBERSHIP</u></p> <p>Section 1. Biennial Meeting. The Organization shall hold a <i>biennial</i> meeting in the spring of even-numbered years. The purpose of this meeting is to perfect the proposed business matters of the Organization for the subsequent biennial every-member voting process. The business to be addressed at the biennial meeting may include receiving reports, reviewing the budget, nominating officers, and recommending changes in dues, bylaws, resolutions, and the Organization’s public policy program.</p> <p>The exact date, time, and place of the meeting shall be set by the Board.</p> <p>Section 2. Special Meetings. Special meetings of the membership may be called by the president at any time or shall be called by</p>	<p>Re-word for clarity</p> <p>Re-word for clarity and to align with new governance structure</p> <p>Re-word for clarity</p> <p>Re-word for clarity</p>

<p>board or half of the branches in the organization.</p> <p>Section 3. Meetings Notice. Notice of biennial meetings shall be sent to all members of the organization at least thirty (30) days prior to the meeting. Notice of special meetings shall be sent to all members of the organization at least ten (10) days prior to the meeting.</p> <p>Section 4. Voting. Representation of the organization membership at biennial meetings shall be accredited delegates who are:</p> <ol style="list-style-type: none"> The elected and appointed members of the organization board. Branch presidents or official representatives of branches. Past presidents of AAUW Montana provided they are members of AAUW and the state. One (1) branch delegate for each ten (10) branch members or major fraction thereof. One delegate appointed by the president for each ten members-at-large of the organization. Others, including delegates from partner member organizations, as determined by the state policies. <p>No member of the voting body shall cast more than one vote.</p> <p>Section 5. Quorum. The quorum shall be a majority of the voting body registered as</p>	<p>by the president on the written request of two-thirds of the members of the Board, or one-half of the branches in the Organization, or 50 percent of the membership.</p> <p>Section 3. Meetings Notice. Notice of the biennial membership meetings shall be sent to all members of the Organization at least thirty (30) days prior to the meeting. Notice of special meetings of the membership shall be sent to all members of the Organization at least ten (10) days prior to the meeting. Only business for which notice has been given shall be transacted at a special meeting.</p> <p>Section 4. Voting. Representation The voting-eligible membership of the Organization at biennial meetings shall be accredited delegates who are: limited to those members in good standing at least thirty-one (31) days prior to the meeting.</p> <ol style="list-style-type: none"> The elected and appointed members of the organization board. Branch presidents or official representatives of branches. Past presidents of AAUW Montana provided they are members of AAUW and the State. One (1) branch delegate for each ten (10) branch members or major fraction thereof. One delegate appointed by the president for each ten members at large of the organization. Others, including delegates from partner member organizations, as determined by the State policies. <p>No member of the voting body shall cast more than one vote.</p> <p>Section 5. Quorum. The quorum shall be a majority 7.5 percent of the voting-eligible</p>	<p>the president on the written request of two-thirds of the members of the Board, one-half of the branches in the Organization, or 50 percent of the membership.</p> <p>Section 3. Meetings Notice. Notice of the biennial membership meeting shall be sent to all members of the Organization at least thirty (30) days prior to the meeting. Notice of special meetings of the membership shall be sent to all members of the Organization at least ten (10) days prior to the meeting. Only business for which notice has been given shall be transacted at a special meeting.</p> <p>Section 4. Voting. The voting-eligible membership of the Organization at biennial meetings shall be limited to those members in good standing at least thirty-one (31) days prior to the meeting. No member of the voting body shall cast more than one vote.</p> <p>Section 5. Quorum. The quorum shall be 7.5 percent of the voting-eligible members.</p>	<p>Expand quorum of general membership</p> <p>Align with current practices</p> <p>Align with new governance structure</p> <p>Set quorum for new governance structure</p>
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<p>attending provided that a majority of branches are represented,</p> <p>Section 6. Resolutions. Members desiring to present resolutions for consideration at the business meeting(s) of the biennial convention shall present them to the president two months before the meeting so they may be published in the convention program. Emergency resolutions may be presented to the delegates during the convention by one of the following methods: (1) submission to the resolutions committee which shall review them and must unanimously approve them for presentation to the convention or (2) presentation to the delegate body from the convention floor provided that two-thirds of the voting delegates vote to consider the resolution. In the former case, a simple majority is required for passage; in the latter case, a three quarters vote is required for passage.</p>	<p>members body. provided that a majority of branches are represented.</p> <p>Section 6. Resolutions. Members desiring to present resolutions for consideration at the business meetingsession(s) of the biennial convention meeting shall present them to the president two months before the meeting so they may be published in the convention meeting program. “Emergency resolutions” may be presented to the delegates during the convention at the biennial meeting to the delegates during the convention by one of the following methods: (4)</p> <p>a. Submission of the proposed wording of the resolution to the chair of the resolutions committee at least one (1) hour before the opening of the final business session of the meeting. The committee shall review it to the resolutions committee which shall review them and must unanimously approve them it for presentation at the next business session. to the convention. A simple majority of the voting-eligible members present at the business session is required for approval.</p> <p>b. Presentation to the delegate body from the convention floor provided that two-thirds a majority of the voting delegates voting-eligible members present at the business session vote to consider the resolution. A two-thirds majority is required for approval.</p> <p>Each resolution approved at the biennial meeting shall be forwarded with its rationale to the voting-eligible membership for final approval.</p>	<p>Section 6. Resolutions. Members desiring to present resolutions for consideration at the business session(s) of the biennial meeting shall present them to the president two months before the meeting so they may be published in the meeting program. “Emergency resolutions” may be presented at the biennial meeting by one of the following methods:</p> <p>a. Submission of the proposed wording of the resolution to the chair of the resolutions committee at least one (1) hour before the opening of the final business session of the meeting. The committee shall review it and must unanimously approve it for presentation at the next business session. A simple majority of the voting-eligible members present at the business session is required for approval.</p> <p>b. Presentation from the floor provided that a majority of the voting-eligible members present at the business session vote to consider the resolution. A two-thirds majority is required for approval.</p> <p>Each resolution approved at the biennial meeting shall be forwarded with its rationale to the voting-eligible membership for final approval.</p>	<p>Re-word for new governance structure</p> <p>Re-word to clarify existing procedures</p> <p>Align process with new governance structure</p>
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<p><u>ARTICLE XI. PROPERTY</u></p> <p>Section 1. Title. The title for all property, funds and assets of the organization, whether incorporated or not, shall at all times be vested in the organization for the joint use of members. No member or group of members shall have any severable right to all or any part of such property. The organization 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.</p> <p>Section 2. Dissolution. In the event of the dissolution of the organization, all assets of the organization shall be transferred and delivered to an AAUW entity.</p>	<p><u>ARTICLE XII. PROPERTY AND ASSETS</u></p> <p>The title to all property, funds, and assets is vested in AAUW-Montana for the joint use of the members, and no member or group of members shall have any severable right to all or any part of such property. Property and assets shall not be used for any purpose contrary to AAUW. In the event of dissolution of the Organization or the termination of its affiliation with AAUW, all assets of the state or multi-state organization shall be transferred and delivered to AAUW or to an AAUW-affiliated entity designated by AAUW.</p>	<p><u>ARTICLE XII. PROPERTY AND ASSETS</u></p> <p>The title to all property, funds, and assets is vested in AAUW-Montana for the joint use of the members, and no member or group of members shall have any severable right to all or any part of such property. Property and assets shall not be used for any purpose contrary to AAUW. In the event of dissolution of the Organization or the termination of its affiliation with AAUW, all assets of the state or multi-state organization shall be transferred and delivered to AAUW or to an AAUW-affiliated entity designated by AAUW.</p>	<p>Change mandated by AAUW; no vote needed.</p>
<p><u>ARTICLE XII. PARLIAMENTARY AUTHORITY</u></p> <p>The rules contained in the current edition of <i>Robert's Rules of Order Newly Revised</i> shall govern this organization in all instances in which they are applicable and in which they are not inconsistent with these bylaws.</p>	<p>No changes to this article</p>	<p><u>ARTICLE XIII. PARLIAMENTARY AUTHORITY</u></p> <p>The rules contained in the current edition of <i>Robert's Rules of Order Newly Revised</i> shall govern this organization in all instances in which they are applicable and in which they are not inconsistent with these bylaws.</p>	
<p><u>ARTICLE XIII. INDEMNIFICATION</u></p> <p>Every board or committee member shall be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board or committee 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 organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the</p>	<p>No changes to this article</p>	<p><u>ARTICLE XIV. INDEMNIFICATION</u></p> <p>Every board or committee member shall be indemnified by the Organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board or committee 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 Organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the</p>	

<p>performance of duties. In the event of a settlement the indemnification herein shall apply only when the organization board approves such settlement and reimbursement as being in the best interest of the organization. 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.</p>		<p>performance of duties. In the event of a settlement the indemnification herein shall apply only when the organization Board approves such settlement and reimbursement as being in the best interest of the Organization. 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</p>	
<p><u>ARTICLE XIV. AMENDMENTS TO THE BYLAWS</u></p> <p>Section 1. AAUW Mandated Amendments. Amendments required by AAUW to bring the organization bylaws into conformity shall not require a vote of the members, except that an incorporated organization shall take the necessary steps required by the organization bylaws, its articles of incorporation, and state law.</p> <p>Section 2. Prior Approval. All other proposed amendments to the organization bylaws shall be sent to the AAUW governance committee chair for approval before being voted upon.</p> <p>Section 3. Member Vote. Provisions of these bylaws not governed by the AAUW Bylaws may be amended at the annual organization meeting by a two-thirds vote of those present and voting, provided written notice shall have been sent to the members at least thirty (30) days prior to the meeting.</p>	<p><u>ARTICLE XIV. AMENDMENTS TO THE BYLAWS</u></p> <p>Section 1. AAUW Mandated Amendments. Amendments required by AAUW to bring the organization bylaws into conformity shall not require a vote of the members, except that an incorporated organization shall take the necessary steps required by the organization bylaws, its articles of incorporation, and state law.</p> <p>Section 2. Prior Approval. All other proposed amendments to the organization bylaws shall be sent to the AAUW governance committee chair for approval before being voted upon by the voting-eligible membership.</p> <p>Section 3. Member Vote Consideration. Provisions The wording of proposed amendments to these bylaws, not governed mandated by the AAUW Bylaws, may be amended shall be considered and may be modified and perfected by a majority of the voting-eligible attendees at the annual biennial organization state meeting, provided that written notice of the proposed amendments shall have been sent to the members at least thirty (30) days prior to the meeting.</p>	<p><u>ARTICLE XV. AMENDMENTS TO THE BYLAWS</u></p> <p>Section 1. AAUW Mandated Amendments. Amendments required by AAUW to bring the organization bylaws into conformity shall not require a vote of the members.</p> <p>Section 2. Prior Approval. All other proposed amendments to the organization bylaws shall be sent to the AAUW governance committee chair for approval before being voted upon by the voting-eligible membership.</p> <p>Section 3. Member Consideration. The wording of proposed amendments to these bylaws, not mandated by the AAUW Bylaws, shall be considered and may be modified and perfected by a majority of the voting-eligible attendees at the biennial state meeting, provided that written notice of the proposed amendments shall have been sent to the members at least thirty (30) days prior to the meeting.</p>	<p>Remove wording that does not apply to AAUW-MT</p> <p>Align to new governance structure</p> <p>Align to new governance structure and voting procedures</p>

<p>Section 4. Effective Date. Amendments to AAUW or organization bylaws become immediately effective and binding on the state and all branches within the organization. Amendments to AAUW, organization and branch bylaws take effect immediately upon passage unless otherwise specified in the amendment itself.</p>	<p>Section 4. Every-Member Voting Process. by a two-thirds vote of those present and voting, provided written notice shall have been sent to the members at least thirty (30) days prior to the meeting. Final approval of amendments to these bylaws shall be by a two-thirds majority of those voting in the every-member voting process to be held after each biennial meeting, as established in Article V, Section 3.</p> <p>Section 5. Effective Date.</p> <p>a. Amendments to AAUW or organization bylaws become immediately effective upon notification to the Organization from AAUW and are binding on the State and all branches and members within the Organization. Amendments to AAUW, organization and branch bylaws take effect immediately upon passage unless otherwise specified in the amendment itself and are binding on all branches and members within the Organization.</p> <p>b. All amendments approved May 20, 2012 shall take effect July 1, 2012, and this sub-section shall be eliminated thereafter.</p>	<p>Section 4. Every-Member Voting Process. Final approval of amendments to these bylaws shall be by a two-thirds majority of those voting in the every-member voting process to be held after each biennial meeting, as established in Article V, Section 3.</p> <p>Section 5. Effective Date.</p> <p>a. Amendments to AAUW bylaws become effective upon notification to the Organization from AAUW and are binding on the State and all branches and members within the Organization. Amendments to organization bylaws take effect immediately upon passage unless otherwise specified in the amendment itself and are binding on all branches and members within the Organization.</p> <p>b. All amendments approved May 20, 2012 shall take effect July 1, 2012, and this sub-section shall be eliminated thereafter.</p>	<p>Align to new governance structure and voting procedures</p> <p>Re-word for clarity</p> <p>Set date for these amendments to take effect</p>
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