**Bylaws of the AAUW**

**Loveland, CO Branch**

Revised, August 2025

**ARTICLE I. NAME AND GOVERNANCE**

**Section 1.** Name. The name of the organization shall be the American Association of University Women (AAUW) Loveland Branch hereinafter known as the “Affiliate.”

**Section 2.** Affiliate**.** AAUW Loveland Branch is an Affiliate of AAUW as defined in

Article V.

**Section 3.** Legal Compliance. This Affiliate shall comply with the requirements of AAUW and

federal, state, and local law. The bylaws of this Affiliate shall in no way conflict with the AAUW

Bylaws and/or policies.

**ARTICLE II. PURPOSE**

**Section 1.** Purpose

As described below in Article V setting out the Affiliate purpose, each Affiliate supports AAUW’s purpose which is set forth in the AAUW bylaws as follows:

 The general purposes of the Association shall be in accordance with the requirements of the Internal Revenue Code of 1986, as amended, Section 501 (c) (3) such that the Association shall be at all times “organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes” as described in the Code and any corresponding provision of any future United States Internal Revenue Law. In service of the purposed set out in the Articles of Incorporation, the Association’s specific purpose is to advance equity for women and girls. In keeping with this purpose, AAUW may:

1. Promote equity, education, and development of opportunities for women and girls that enable them to realize their full potential;
2. Provide fellowships and grants to women and girls;
3. Cooperate with other organizations having mutual interests;
4. Take such other actions as are permitted to a District of Columbia nonprofit corporation consistent with its purpose, the Articles and these Bylaws.

**ARTICLE III. USE OF NAME**

**Section 1.** Policies and Programs. The policies and programs of AAUW shall be binding on all

members and Affiliates engaged in AAUW activities, and no member or Affiliate shall use the name of AAUW to oppose such policies or programs.

**Section 2.** Proper Use of Name and Logo. The name and logos of AAUW and this AAUW Affiliate may be used only by Members and Affiliates only according to policies and procedures established by the AAUW Board of Directors.

**Section 3.** Individual Freedom of Speech. These Bylaws governing use of the name of AAUW shall not abridge the freedom of speech of any AAUW Member to speak an opinion in the Member’s own name except that this Article shall govern whether the Member may identify AAUW in Conjunction with that opinion.

**ARTICLE IV. MEMBERS OF THE ASSOCIATION**

**Section 1.** Membership. The membership of this Affiliate shall consist of individual AAUW members (“Individual Members”) and college/university members (“College/University Members”), as well as other membership categories as determined by AAUW.

**Section 2.** Member Qualification.

a. Individual Members.

(i.) Eligibility. An individual holding an associate (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 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 Board of Directors may establish a process to assess credentials that are submitted based on degree equivalence.

(ii.) 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.

b. College/University Members. Any Accredited Higher Education Institution or other qualified higher educational institutions located outside the United States, as determined by the 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 Board of Directors.

c. Other Organizational Members. The Board of Directors may set forth criteria for other organizations (“Organizational Members”) to join AAUW.

**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 of Members.

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 and dues shall be payable in accordance with the procedures established by the Board of Directors. Members shall be notified at least thirty (30) days in advance of the intent to consider a change in the dues, the proposed amount, and the rationale for the change.

b. Life Membership.

(i.) Paid. An Individual Member may become a life member (a “Life Member”) upon a one-time payment of twenty years’ annual AAUW national dues, based on the amount of annual AAUW dues set in the year the Member elects to become a Life Member but without credit for AAUW dues paid in prior years. Thereafter, the Life Member shall be exempt from the payment of AAUW national dues.

(ii.) Fifty-Year Honorary. An Individual Member who has paid AAUW dues for fifty (50) years shall become a Life Member and shall thereafter be exempt from the payment of AAUW national dues.

**Section 5.** Membership Decisions.

a. Appeals. Any potential Member that has been refused admission to membership may appeal to the Board of Directors for review. The decision of the Board of Directors shall be final.

b. Removal. 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 purpose according to these Bylaws, with action taken following policies and procedures adopted by the 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.** An AAUW Affiliate has no member status but is an independent local organization (incorporated or not) consisting of AAUW individual members who support AAUW’s purpose at a state or local level and which has been given the right to use AAUW’s name and has executed, and continues to comply with, the AAUW Affiliate Agreement approved by the AAUW Board and any other requirements established by the Board from time to time. Use of the AAUW name or logo by the AAUW Affiliate is subject to the Affiliate Agreement and approval of the AAUW Board of Directors.

**Section 2.** Organization.

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

b. Bylaws. As an AAUW Affiliate, this Affiliate shall develop bylaws as meet this Affiliate’s needs. However, any such bylaws shall not conflict with AAUW Bylaws, policies, or with applicable law. In the event of a conflict, the AAUW Bylaws shall prevail over this Affiliate’s bylaws unless the specific provision of the AAUW Bylaws is not permitted according to this Affiliate’s state statues, in which case the Bylaws shall be construed as closely as possible to the original intent of the AAUW Bylaws as permitted by state laws.

c. Structure. As an AAUW Affiliate, this Affiliate may create such leadership structures as meet this Affiliate’s needs. This 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. Any 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 this Affiliate is

vested in this Affiliate. As an AAUW Affiliate, this 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 this Affiliate or the termination of this Affiliate’s affiliation with AAUW, all assets of this 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 this Affiliate in all instances in which they are applicable and in which they are not

inconsistent with this AAUW Affiliate 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 this Affiliate’s board of directors

without a vote of the Affiliate’s membership and as prescribed by the AAUW Board of Directors.

The previous articles are those of the model bylaws suggested by national AAUW and do not have to be voted on.

**ARTICLE VIII. BRANCH DUES**

**Section 1.** Setting Dues. The annual branch dues for individual members shall be established at a meeting by a two-thirds vote of those present and voting provided written notice has been given to all members thirty (30) days prior to the meeting.

**Section 2.** Payment. Member yearly dues shall be payable in accordance with procedures established by AAUW policy. Branch dues shall be payable to the Loveland branch by June 15 each year. They may be paid at any time during the year.

**Section 3.** Reciprocity, a current paid member of a branch or comparable AAUW-affiliated entity may transfer membership to our branch without payment of additional dues.

**ARTICLE IX. BRANCH NOMINATIONS AND ELECTIONS**

**Section 1.** Nominating Committee. The nominating committee shall consist of three members, of whom two shall be selected by the branch members at a regularly scheduled branch meeting and one shall be appointed by the president.

**Section 2.** Elections. Elections will be held at the annual meeting in April. Names of the nominees shall be published and sent to every member at least 14 days before the election. Nominations can be made from the floor with the consent of the nominee. Elections shall be by secret ballot unless there is only one nominee for a given office, when a voice vote may be taken. Election shall be by a majority vote of those present and voting.

**ARTICLE X. BRANCH OFFICERS**

**Section 1.** Elected officers. The elected officers or co-officers shall be president, vice president for program, vice president for membership, secretary and treasurer.

**Section 2.** Appointed officers. Other officers may be appointed by the Board as needed.

**Section 3.** Duties. Officers shall perform the duties described by these bylaws. The elected and appointed officers shall facilitate and promote the purpose and mission of the AAUW.

1. The president(s) shall be the official spokesperson(s) and representative(s) for the branch and shall be responsible for the submission of such reports and forms and required by national AAUW and state AAUW. vice president(s) for program will arrange programs for branch meetings.
2. The vice president(s) shall perform such duties as the president and Board direct. The program vice present(s) will arrange programs for branch meetings,
3. The membership vice president(s) will supervise the recruitment of new members, keep their contact information, and keep track and remind members of upcoming expirations.
4. The secretary shall record and keep minutes of all business and special meetings branch and executive board meetings.
5. The treasurer shall be responsible for collection, distribution and accounting for the funds of the branch. The treasurer shall collect dues and properly remit them to AAUW and the state by the specified deadline. The treasurer will purchase and maintain liability insurance with the cost paid for by the branch.

**Section 4.** Terms of office.

a. Officers shall serve for a term of two years or until their successors have been elected or appointed and assume office. The term of each office shall begin on July 1. Officers may serve two consecutive terms. The incoming president **may** call a meeting of the incoming officers prior to July 1.

b. A vacancy in office, excluding the pr+ sident or co-presidents, shall be filled for the unexpired term by the Board of Directors Executive Board. A vacancy in the office of the president or co-presidents may be filled by the president or vice president in the order listed 1. Membership Vice President 2. Program Vice President.

**ARTICLE XI. BRANCH EXECUTIVE BOARD OF DIRECTORS**

**Section 1.** Members. The executive board includes the elected and appointed officers such as chairs of committees. This organization must have 5 directors and a minimum of two separate officers, one responsible for the management of the organization and one responsible for the financial affairs. In addition, the organization shall designate a member other than the contacts for administration and finance to record and make available upon request the minutes of each noticed board meeting.

**Section 2.** Powers and Duties. The board shall have the general power to administer the affairs of the branch, including but not limited to establishing policies and procedures to control financial records expenditures It shall accept responsibility delegated by AAUW and the state.

**Section 3.** Meetings. Meetings of the board shall be held at least once twice each year. Special meetings may be called by the president and shall be called upon the request of two members.

**Section 4.** Quorum. The quorum of the board shall be a majority of its voting members.

**ARTICLE XII. BRANCH COMMITTEES**

**Section 1.** Standing committees shall be appointed by the committee chair or the Executive Board of Directors.

**Section 2.** Special committees may be appointed by the president with the consent of the Board.

**ARTICLE XIII. BRANCH FINANCIAL ADMINISTRATION**

**Section 1***.* Administration. The branch shall set and maintain policies and procedures to control financial expenditures and records consistent with generally accepted accounting principles and federal, state and local laws. Dues of new members may be paid at any time. The AAUW portion of the dues paid by new members between January 1 and March 15 shall be one half the annual AAUW dues. The branch board of directors may set a reduction for branch dues.

**Section 2.** Fiscal Year. The fiscal year shall correspond with that of AAUW and shall begin on July 1.

**Section 3***.* Annual Budget. The annual budged shall be adopted by the executive board for presentation to the branch at the May April meeting.

**ARTICLE XIV. MEETINGS OF THE MEMBERSHIP**

**Section 1.**  Annual Meeting. The general membership meeting held in May April shall be designated the annual meeting. The annual meeting shall be to conduct business including but not limited to officers’ reports, budget review and the financial report, election of officers, establishing dues, amending bylaws, and giving directions to the board.

**Section 2.** Regular Meetings. There shall be at least 7 general membership meetings each year.

**Section 3.** Quorum. The quorum shall be 25% of the branch membership.

**ARTICLE XV. INDEMNIFICATION**

Every member of the board may be indemnified by the branch against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board in connection with any threatened, pending or completed action suit or proceeding, whether civil, criminal, administrative, or investigative, by having been a member of the branch board, 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 interests of the branch. The foregoing right of indemnification shall be in addition to and not excusive of all other rights to which the member of the board is entitled.

**ARTICLE XVI. AMENDMENTS TO THE BRANCH BYLAWS**

Provisions of the branch bylaws not mandated my AAUW may be amended by a two-thirds (unless otherwise stipulated by state law) vote of members voting after a quorum is attained. Proposed bylaws amendments shall be sent to the entire membership at least 14 days prior to the applicable meeting.