

The Board of Directors is proposing the following amendments to the AAUW NYS Bylaws to be voted upon by the delegates at the AAUW NYS Convention in Saratoga Springs at the April 28th Business Meeting. Only articles to be amended are given. Items to be removed are underlined and items to be added are in “quotes”.

Article V - Membership

Section 2 - “AAUW NYS” Member-at-Large

Rationale - Differentiates this as a paid NYS member, not Association only members.

Article VII - Officers

Section 2 - Appointed Officers

The appointed officers of the state shall be a Director of Administration, a Director of Communications and other such officers as shall be deemed desirable to carry on the work of the state “determined by the board of directors.” These officers shall be appointed by the president in consultation with the Executive Committee.

Rationale - It is not desirable to list any of the appointed officers. All such appointments are listed in the Board Working Rules and can be amended as needed by that body.

Article IX - Nominations and Elections

Section 1 - Nominating Committee “Selection and Term”

Rationale - For clarity only

a 1. – a member and an alternate from each District to be elected by the delegates at the State Convention. Each District Chair shall forward two nominees, who have consented to be elected, to the president before the Convention convenes.

By substitution “Each District Coordinator shall forward to the president a list of candidates for the nominating committee from their District who have consented to be elected.”

Add new #2 – “Each district shall elect one member to serve a two year term, the first as district alternate and the second as voting member.”

Rationale – Members will gain experience of the working of the committee during the first year serving as alternate, then move up to voting member the next year. The work of the committee should go along more quickly since members know what to expect. (Provisions for not repeating branches or members on the team or made in later sections.)

Section 1.

#2 – two members of the Board to be elected by the Board of Directors at the first meeting of the year.

#3 – an alternate to be elected by the Board of Directors to replace a Board member if necessary

b. The Chair of the Nominating Committee shall be elected by majority vote of the Board of Directors

By substitution – #2 – “The Board of Directors shall elect, by majority vote, directors to serve as committee chair, assistant and alternate.”

Rationale – For brevity and clarity of job functions.

c. No “committee” member shall serve more than once in three years “two consecutive years.”

Rationale – permits a member to serve as alternate and voting member but prevents them continuing to another term.

Add new d. – “The voting district member and alternate may not be from the same branch without the approval of the executive committee.”

Rationale – Presents an option for circumstances in which no other candidate can be secured, especially in districts with few branches.

Add new e. – “If the voting member must relinquish her position, the alternate will become the voting member and the president will appoint a replacement alternate. If the alternate must

relinquish her position, the president will appoint a replacement with the approval of the board of directors.”

Rationale – No procedure has been specified previously.

#### Article X - Board of Directors

##### New Section 2 – Qualifications and Term of Office

a. Appointed “and elected officers” shall be members of the Association, “AAUW NYS” and an AAUW New York State branch.

Rationale – This section was moved from Article XII – Committees

The Association recommends removing branch requirement allowing for a member-at-large of the state to be able to serve. Presently AAUW NYS has no MAL membership category.

##### New Section 2,b – Term of Office

b. Directors shall serve for a term of two years and shall be eligible for reappointment or re-election for one term only in the same position.

Rationale – Moved from Article XII – Committees

#### Article XI. – Executive Committee

##### Section 3

a. Meetings – The executive committee shall meet at the call of the president “in person or by electronic means when appropriate.”

Rationale – Costs prohibit physical meetings between members this allows them to use any available electronic communications to conduct business.

#### Article XII – Committees

Section 3 – a. Appointed directors “committee members” shall be members of the Association, AAUW NYS and an AAUW New York State branch.

Rationale – The article is about committee members, not directors. Remove branch at suggestion of the Association.

##### Section 3

c. – Directors “Committee members” shall serve for a term of two years and be eligible for reappointment for one term only in the same position.

Rationale – Same as previous

##### Section 5 – Reports

Each Director shall submit an annual report to the AAUW NYS President.

Rationale – Not appropriate for committee members. Necessary reports for directors are outlined in the Board of Directors Working Rules.

#### Article XIII – Directors of Areas of Interest

Remove the entire article at the request of the Association since they no longer have “areas of interest”. Our working rules list all directors, including those formerly “areas of interest”.

#### Article XV – Meetings of the State

##### Section 2 – Representation

1 b. – chairs “alternates” and members of all standing committees and Task Forces.

Rationale – Clarifies alternates (of the Nominating Committee or others) as credentialed voters.

2 b. – The “AAUW NYS” members-at-large of the state shall be entitled to two delegates and an additional delegate for each 50 paid members or fractions thereof beyond the first 50, which are appointed by the state president.

Rationale – For clarity.