



BOARD OF DIRECTORS

WORKING RULES

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These Working Rules are designed to assist the members of the New York State Board of Directors in effectively performing their functions by providing job descriptions, policy framework, and working procedures not outlined in the State Bylaws. All statements are in conformity with the State Bylaws and should be considered an adjunct to them.

Any statement in the Working Rules not also included in the Bylaws may be amended by a simple majority of the Board present and voting.

I. PURPOSE OF THE BOARD OF DIRECTORS

The Board shall transact all business for th e State, set policy, and act as an intermediary unit in relaying AAUW National program and policy to the branches.

II. COMPOSITION OF THE BOARD OF DIRECTORS

- A. The State Board shall consist of
 - 1. President
 - 2. Program Vice President
 - 3. Membership Vice President
 - 4. Development Vice President

5. Public Policy Vice President
6. Treasurer
7. Secretary/Bylaws Chair
8. Administrative Director
9. District Director
10. College/University Director
11. Communications/Visibility Director
12. Convention Director
13. Diversity Director
14. Educational Opportunities Fund
15. FOCUS Editor
16. International Affairs/Cultural Interests Director
17. Legal Advocacy Fund Director
18. Immediate Past President
19. Others as deemed necessary

B. All members of the Board of Directors not elected by the Convention shall be appointed by the President in consultation with the Executive Committee and shall serve concurrently with the President.

C. Term Limits

1. Each appointed director may be reappointed for one additional term in the same office.
2. No member (elected or appointed) shall serve on the board for more than eight consecutive years except that a person who has served only one term as president, but has reached the board term limits may be permitted to be nominated for president by majority vote of the board of directors. If elected, they will also be permitted to serve as past president for one year, if they choose.

D. When a sitting AAUW-NYS board member leaves the board, elects to remove herself from her board position, or is asked to step down by the president, that state board member forfeits all duties and privileges associated with board membership.

E. Off Board Positions

There may be appointed AAUW-NYS members who assist the board in an off-board capacity.

- a. The positions may be created and filled as needed in a particular year.
- b. Positions may be recommended by a board member or an officer and approved by the executive committee

Positions

1. Membership/Finance Liaison
 2. Database Coordinator
 3. Web Manager
 4. Historian
- Others as deemed necessary

Off- board Governance

- a. The **appointees** will be recommended by the president or a board member and approved by the executive committee.
- b. Off -board appointees are not members of the board of directors, have no vote and do

not count in the quorum.

- c. Off board members may agree to be assigned to board committees as appropriate.
- d. They will provide written reports to the board of directors as requested.
- e. They will not attend board meetings unless requested to do so or have permission of the executive committee.
- f. They will not be reimbursed for travel/lodging/meals unless requested/permitted to attend a meeting.
- g. They will receive minutes and board communications to keep abreast of board actions and needs.

III. MEETING FORMAT OF THE NY STATE BOARD

The State Board conducts business at three meetings a year, all of which are open to the general membership.

A. Summer meeting

1. Approve annual budget.
2. Develop plans for State program and Convention

B. Fall/Winter meeting

1. Officers' reports
 - a. President: State of the State
 - b. Program Development - Projects, program development, and finalization of Convention plans
 - c. Membership: Current membership totals, approval of new branches
 - d. Development: Status of funds
 - e. Public Policy : Status of projects & events
 - f. Treasurer: Interim financial report
2. Nominating Team: Presentation of qualified candidates
3. Decision on site and date of the next year's Convention
4. Action items from Directors and Special Committees
5. Elect Nominating Committee Chair and alternate plus the Board Assistant to the Nominating Committee.

C. Pre-Convention meeting

1. Treasurer's interim report
2. Consideration of resolutions
3. Action items from Officers, Directors and Special Committees

D. Post-Convention meeting (at the discretion of the President)

IV. DUTIES AND RESPONSIBILITIES OF BOARD MEMBERS

A. General Duties and Responsibilities

1. Attend Fall/Winter, Summer, and pre-convention board meetings.
2. Attend State Convention and carry out responsibilities assigned by the President and Program committee.
3. Participate in the State Leader on Loan program and submit to the President requests to travel to speak.
4. Send copies of ALL official correspondence both inside and outside the organization to

- the State President.
5. Contribute articles to AAUW-NYS publications and the state website on area topics, produce branch newsletter and counterpart mailings four times per year.
 6. Prepare an annual report to be sent to the State President.
 7. Maintain a complete file of materials and correspondence to be passed to your successor.
 8. Carry out additional duties as requested by the President and/or Board of Directors.
 9. Send historical materials (according to the guidelines) to the State Historian.
 10. Update their portion of the AAUW-NYS website at least semi-annually.
 11. Relinquish possession of AAUW-NYS e-groups and lists of members upon leaving their board positions.
 12. Safe keep all original official documents and records (Certificate of Incorporation, AAUW-NYS, Inc. seal, bank statements, financial investment reports).
 13. Transfer all documents, records, etc. on or before July 1 to their duly elected or appointed successor.

B. State President

1. Responsibilities to AAUW National
Serve as State representative to National Conventions.
2. Responsibilities to State
 - a. Serve as Chair of the Executive Committee.
 - b. Plan and distribute agendas for all State Board meetings to Board members.
 - c. Appoint all non-elected members of the State Board in consultation with the Executive Committee .
 - d. Represent the State in activities outside AAUW.
 - e. Appoint chair of ad hoc committees/task forces.
 - f. Appoint Resolutions committee as needed, in conjunction with the Public Policy Director.
 - g. Approve expenditures over the budgeted amounts.
 - h. Appoint an audit committee consisting of an experienced treasurer, current president, and one Board/branch member appointed by the President.
 - i. Appoint an individual to compile the State Directory and ensure everyone listed in the directory has a copy, including past NYS presidents who are still members of AAUW.
 - j. Work with the District Director to prepare a list of District nominees to the Nominating Committee. Direct the election of District alternates to the Nominating Committee at the convention.
 - k. Assist Historian to identify those materials suitable to be sent to the official AAUW NYS Archives, housed at the Dept. of Rare Books, University of Rochester Library, Rochester, NY 14267.
 - l. Serve on the State Board for one year immediately following term of office and perform such duties as are delegated by the President.
 - m. Serve as an advisory member of all committees except the Nominating Committee and the Finance Committees.
3. Responsibilities to branches
 - a. Communicate at least four times a year with all branch presidents to explain and promote AAUW National and State projects, actions, and plans through branch visits, correspondence, FOCUS, and State and district meetings.

- b. Develop and implement the program for an annual summer leadership conference.
 - c. Assist branches in the solution of problems through all appropriate means.
 - d. Promote the State Leader on Loan program.
 - e. Encourage branch participation in AAUW National and State meetings and conferences.
 - f. Encourage branches to keep State Board members informed about successful programs and projects.
4. Administer the State Leader on Loan program.
 - a. Receive prior notification from Board members for all State Leader on Loan engagements.
 - b. Approve vouchers submitted by Board members for expenses incurred
 - c. Report to the Board a summary of all visits at the pre-Convention Board meeting.
- C. Program Vice President
1. Responsibilities to AAUW National
 - a. Integrate AAUW National program information, activities, and resources into the State program and throughout the state.
 - b. Keep the AAUW National informed about outstanding branch programs and projects.
 2. Responsibilities to State
 - a. Serve on the Executive Committee.
 - b. Call and chair at least one meeting of the Convention Planning Team of the Board.
 - c. Implement the Annual Convention program in conjunction with the Convention Planning Team and the Convention Director.
 - d. Act for the President in her absence and at her request.
 - e. Prepare an annual report to be presented at the Convention business meeting.
 3. Responsibilities to branches
 - a. Communicate at least four times each year with branch counterparts, including:
 - (1) Information about State program and projects; and
 - (2) Offers to help or visit for branch program planning.
 - b. Act as consultant for branch Program VPs/Chairs.
- D. Membership Vice President
1. Serve on the Executive Committee.
 2. Serve on the Convention Planning Team.
 3. Mentor existing branches and assist in the formation of new branches.
 4. Communicate at least four times each year with branch counterparts.
 5. Make available names of members-at-large so that branches may invite them to affiliate. Information can be obtained from the FOCUS mailer.
 6. Plan and conduct membership workshops as requested.
 7. Prior to the Convention, consult with the Treasurer to reconcile membership figures.
 8. Prepare an annual written report of membership records to be presented and distributed at the Convention business meeting.
 9. Submit other AAUW National and State reports, as required.
 10. Assure that the national database membership information is correct. This may be delegated to the database manager.
 11. Assure that the national database count information is correct. This may be delegated to the Membership/Finance Liaison.
 12. Oversee the budget and activities of the Membership Finance Liaison.

E. Development Vice President

1. Serve on the AAUW-NYS Executive Committee.
2. Provide information on the connections among the various AAUW program funds.
3. Funds
 - a. Promote and monitor contributions to EOF, LAF, and the many other Funds, including Leadership Program Fund, Eleanor Roosevelt Fund, and Public Policy Fund.
 - b. Handle all financial matters of the funds.
4. Communicate at least once each year with branch counterparts to disseminate news and information about programs, policies and procedures.
5. Help EOF and LAF Directors develop and present training sessions for EOF and LAF branch chairs to be presented as requested.
6. Prepare an annual report and present it at Convention business meeting.
7. Oversee all financial matters of the fund.
8. Serve as Chair of the Development Committee whose members must include the EOF Director and the LAF Director and serve as liaison between the two directors.
9. Serve on the Program Development Committee of the Board.
10. Work with EOF and LAF Directors to plan fundraisers for the State Convention.
11. Maintain a calendar of the dates for applications for all of the programs that fall under EOF, LAF, and other funds.

F. Public Policy Vice President

1. Serve on the Executive Committee.
2. Study and interpret items of public policy appearing on State and AAUW National levels, keeping members and branches informed of pending legislation.
3. Receive resolutions for consideration and chair the Resolutions Committee and the Caucus at Convention. Present resolutions to the Convention for discussion.
4. Request that the resolutions committee review resolutions five years after they have been adopted at a NYS Convention and determine by September 1 whether the resolution remains current or historical.
5. Keep the membership informed of public policy actions taken on behalf of AAUW-NYS.
6. Develop biennial public policy priorities for approval at the Fall/Winter Board meeting and the Convention business meeting.
7. Recommend to the Board or Executive Committee positions on ballot issues based on AAUW Public Policies.
8. Represent AAUW-NYS at NYS Legislative hearings, coalitions of women's organizations, lobby days, etc.
9. Communicate at least four times a year with branch counterparts.
10. Serve on the Convention Planning Team.

G. Treasurer

1. Serve on the Executive Committee.
2. Call and preside at meetings of the Finance Committee.
3. Work with the finance committee to supervise the preparation of the annual budget.
4. Present the budget to the Board for approval at the Summer Board meeting, and distribute copies to all Board members.

5. Collect state dues and all other moneys along with the membership/finance liaison and all other moneys and disburse these funds upon the order of the Board and/or the President.
6. Make recommendations to the finance committee on establishment or movement of moneys in savings and/or checking, investment accounts.
7. Submit to the Board for approval any investment options.
8. Prepare the annual financial documents according to state and federal regulations.
9. Present a detailed financial report at least three days prior to each Board meeting and assure that copies are provided for each board member at the meeting.
10. Prior to February 1 each year, consult with the membership VP and/or the Membership/Finance liaison to reconcile membership figures with the goal of matching state and national statistics.
11. Send final membership statistics as of February 1 to Membership Vice President. This may be delegated to the Membership/Finance Liaison.
12. Send final membership statistics as of November 30 to the Development Vice President and the Educational Opportunities Fund and Legal Advocacy Fund Directors. WHY
13. Prepare and present a written interim financial report at the Convention business meeting, with copies for all attending.
14. Close the state's financial records and prepare for the annual audit of business by June 30 of each year.
15. Secure liability insurance for state functions and directors and officers insurance for the board.
16. Prepare the Signatory Resolution for all financial institutions to change signatories on all moneys in savings/checking and/or investments to the current president and current treasurer as of July 15. Additional signatures may only be officers of the corporation with approval of the Finance Committee.
17. Establish a debit card in the name of AAUW-NYS. The finance committee will establish appropriate controls for use of the debit card.
18. Provide quarterly reports to the Finance Committee and the board of directors that include a balance sheet and budget vs actual.
19. The treasurer will keep a file of original legal documents in her permanent file. A copy will be made for the President's file and where appropriate a copy will be placed in the password protected area of the AAUW-NYS website.

H. Secretary/Bylaws

1. Serve on the Executive Committee.
2. Keep all minutes of Executive Committee meetings, Board meetings, and Convention business sessions.
 - a. Send a draft copy of the minutes to the Board President of the meeting for review.
 - b. Present draft minutes for acceptance at board meetings.
 - c. Send copies of the minutes to the Board.
3. Keep a file and have available for reference at all meetings copies of the National Bylaws, the State Bylaws and AAUW-NYS Board Working Rules and the minutes of the current and two previous years.
4. Act as bylaws Liaison to the Branches
 - a. Assist branches with desired/necessary branch bylaws revisions.
 - b. Receive proposed branch bylaws revisions and check for compliance with state and AAUW National bylaws.
 - c. Give approval for branches to take bylaws revisions to their membership for a vote.

- d. Keep a file (paper and/or electronic) of current, approved branch bylaws.
- e. Notify Branches that are out of compliance and work with them to complete compliance.
- 5. Serve as the Bylaws Chair for the State.
 - a. Call for proposed amendments to the State Bylaws from the branches in the summer state newsletter.
 - b. Review NYS bylaws and submitted amendments for compliance to AAUW, AUW-NYS and NY State non-profit law and present all proposed amendments to the Board at the Fall/Winter Board meeting for approval and submission to the convention.
 - c. Prepare the exact text of the proposed changes with explanatory notes (if necessary) to the Convention Director for inclusion in the Convention mailing to branches and publishing in the state newsletter (FOCUS).
 - d. Present proposed changes at Convention.
 - e. Notify branches of changes in AAUW National Bylaws that affect branch bylaws after each AAUW National Convention.
 - (1) Follow AAUW National procedures for certifying branch bylaws.
 - (2) Keep records of compliance and encourage delinquent branches to comply

V. JOB DESCRIPTIONS: APPOINTED OFFICERS

A. Administrative Director

- 1. Make all arrangements (lodging, meals, reservations, etc.) for the fall board meeting, in consultation with the President.
- 2. When requested, the Directors reports are to be emailed to the whole Board by a date predetermined by the President.
- 3. Make all arrangements (lodging, meals, reservations, etc) for the summer leadership conference in consultation with the President.
- 4. Assist the President with correspondence and other tasks as requested.
- 5. Serve on the State Bylaws Committee.

B. College/University Director

- 1. Serve as liaison between the Board and the C/U members in NYS.
- 2. Recruit and retain C/U membership.
- 3. Maintain, update, and circulate a current list of C/U members and their representatives.
 - a. Prepare list for inclusion in Convention Program by January 15.
 - b. Send updated list to State Treasurer by March 31.
- 4. Communicate at least once a year with representatives of member institutions.
- 5. Encourage interaction between branches and C/U members. Provide the C/U membership brochure (produced and distributed by the AAUW National offices) to each branch president.
- 6. Encourage participation in conventions and meetings by C/U representatives.
- 7. Coordinate with the Membership Vice President and Legal Advocacy Fund Director on issues related to higher education.
- 8. Serve on the Convention Planning Team.

C. Communications/Visibility Director

- 1. Keep lists of branch counterparts up to date for the president.
- 2. Act as liaison to branch public information, newsletter and website chairs.

3. Coordinate NYS press releases, marketing, and work with Convention Director to develop convention publicity.
4. Create, maintain and disseminate branch counterpart contact information for NYS Board use. The Branch counterpart information can be distributed electronically.
5. Oversee creation and dissemination of the NYS directory and ensure everyone listed in the directory receives a copy. The NYS directory can be distributed electronically.
6. Work with other state officers to help gain visibility for state priorities including program, public policy and the Voter Education Campaign, membership, diversity, LAF, the Educational Opportunities Fund, and leadership.
7. Oversee the budget and activities of the Web Manager and Database Coordinator.
8. Oversee website creation and maintenance. This duty may be delegated to the web manager.
9. Propose and implement website and e-group policies.
10. Notify other states when the FOCUS is available on the website.
11. Provide technical assistance to the Board including certificates, media storage and dissemination.
12. Serve on the Convention Planning Team.
13. Oversee the budget and activities of the Web Manager and Database Coordinator.

D. Convention Director

1. Serve as the direct liaison between the Program VP and the Convention Arrangements Team, and act as the primary contact with the hotel.
2. Select the sites for future conventions with the Program VP for approval of the NYS Board and negotiate contracts one or two years in advance.
3. Meet with the Convention Planning Team at the NYS Summer Board to be aware of space, time and special arrangements.
4. Develop and lead a Convention Arrangements Team.
5. Prepare convention budget for review and approval at the NYS Fall/Winter Board meeting preceding the convention.
6. Write articles for the FOCUS and branch newsletters.
7. Ensure that materials are prepared, by stated deadlines, for the convention mailing packet and the Convention Program Guide.
8. Handle registration, transportation and hotel arrangements for presenters and special guests as needed.
9. Provide gifts for non-AAUW presenters, in consultation with the Program VP.
10. Consult job description in the Convention Folder.
11. Maintain the Convention Rules document.
12. Meet in person or electronically with the hotel contact person, the Program VP and the Arrangements Team to review the progress of the convention program.
13. Prepare a final report for the NYS Summer Board meeting.

E. Cultural Interests Director

1. Enlighten all members concerning the expanded concept of Cultural Interests:
 - a. Emphasize the importance of the Arts in improving the quality of life.
 - b. Emphasize the importance of recognizing the existence contributions of different ethnic groups in our society.
 - c. Promote lifelong education.

2. Communicate with all branch counterparts four times a year.
3. Encourage each branch to appoint a Cultural Interest Chair.
4. Act as a resource in all matters concerning Cultural Interest topics.
5. Serve on the Convention Planning Team

F. District Director

1. Coordinate the activities of the District Coordinators.
2. Call and preside at meetings of the District Coordinators at the annual Convention and at the summer conference.
3. Serve as coordinator of local conferences and meetings.
 - a. Oversee the scheduling, planning and agendas for each local meeting through the District Coordinators.
 - b. Keep the President informed of these plans.
 - c. Submit a post-conference report to the Board of Directors.
4. Serve on the Convention Planning Team.
5. Oversee the process of honoring emerging leaders from the branches.
6. Oversee the process of obtaining nominees from each district to serve on the nominating committee.
7. Writes a notice to the District Coordinators to solicit nominations for district alternates to the Nominating Committee.
8. Work with District Coordinators to obtain district nominees and forward them to the President.

G. Diversity Director

1. Contact counterparts or other officers four times a year.
2. Write an article for each issue of the FOCUS.
3. Create articles that can be used in branch newsletters.
4. Ensure that the diversity statement appears on all printed materials.
5. Urge branches to seek a diverse membership.
6. Emphasize the importance of recognizing the existing contributions of different ethnic groups in our society.
7. Encourage the inclusion of diversity and social justice in all programs.
8. Serve on the Convention Planning Team.

H. Educational Opportunities Fund Director

1. Communicate at least four times each year with branch counterparts:
 - a. Explain the fellowships, grants, and special programs
 - b. Confirm deadlines set by National for contributions
2. Encourage branches to appoint an EOF chair and advise branches on fundraising ideas.
3. Work with Development VP to develop and present training sessions for EOF branch chairs to be presented as requested.
4. Inform branches of Fellows in New York State and of other recipients of EOF grants.
5. Act as liaison with EOF Fellows in the state.
 - a. Write letters of welcome to newly arrived Fellows and letters of congratulations to branches and individuals receiving grants.
 - b. Serve on the Convention Planning Team of the Board and arrange for State Convention visitors as requested.
6. Plan an EOF fundraiser for the State Convention. Be responsible for all funds raised

- being sent to National and the necessary forms for those contributions.
7. Coordinate activities with the Development Vice President, LAF Director, Program VP, Public Policy VP, and the College/University Director concerning equity issues in higher education.

I. FOCUS Director

1. Edit, prepare and arrange for publication and distribution of the AAUW-NYS newsletter (FOCUS) four times each year.
2. Ensure that the Spring edition reaches the membership at least 30 days prior to the NYS convention.
3. Ensure that the Spring edition contains a call for nominations as submitted by the nominating chair.
4. Ensure the exact wording of bylaws amendments submitted by the secretary/bylaws chair is published in the Spring edition.
5. Order labels from the AAUW National for each issue.
6. Oversee the distribution process (email and regular mail) for each issue. The database coordinator may assist with this duty.

J. International Affairs

1. Serve to assure a global perspective in NYS policies and programs.
2. Contact all branch counterparts four times a year.
3. Serve on the Convention Planning and other committees as assigned.
4. Be in contact with United Nations with particular attention to equity in education and health care for women and girls world-wide.

K. Immediate Past President

Serve on the State Board for one year and perform such duties as are delegated by the President.

L. Legal Advocacy Fund Director

1. Communicate at least four times each year with branch counterparts:
 - a. Explain the LAF Fund and special programs.
 - b. Confirm deadlines set by National for contributions.
2. Encourage branches to appoint an LAF chair and advise branches on fundraising ideas.
3. Work with Development VP to develop and present training sessions for LAF branch chairs to be presented as requested.
4. Inform branches of recipients of LAF Case Support and Litigants.
5. Act as liaison with LAF Case Support or Litigants in the state.
 - a. Write letters of congratulations to branches and individuals receiving grants.
 - b. Serve on the Convention Planning Team of the Board and arrange for State Convention visitors as requested.
6. Plan an LAF fundraiser for the State Convention. Be responsible for all funds raised being sent to National and the necessary forms for those contributions.
7. Coordinate activities with the Development Vice President, EOF Director, Program VP, Public Policy VP, and the College/University Director concerning equity issues in higher education.

VI. JOB DESCRIPTIONS: COMMITTEE and TEAM CHAIRS

- A. General Duties:
 - 1. Attend and preside at all meetings (or select a qualified substitute if unable to attend). In reaching committee decisions by open voting, the chair is entitled to vote on every issue.
- A. The Executive Committee shall:
 - 1. Consist of the seven elected officers of the State.
 - 2. Meet at the call of the President in person or by conference call or other legal electronic means.
 - 3. Consult with the president on appointments made by the President.
 - 4. Act for the Board in the interim between regular meetings.
- B. The Finance Committee shall:
 - 1. Consist of the Treasurer and President plus no more than three additional NYS AAUW members appointed by the President.
 - 2. Meet at the call of the Treasurer.
 - 3. Advise the Board on all financial matters.
 - 4. Have review and input on the treasurer development of the annual budget.
 - 5. The finance committee will handle distribution of program and district grants from reserve funds and will report distributions to the board at regular board meetings.
 - 6. Movement or expenditures of any other kind will be reported to the board as they occur.
 - 7. Investigate and make decisions on investment options.
 - 8. Report changes in investment institution, deposits and withdrawal of funds to the board as they occur.
 - 9. FC recommends - Assign a member of the Finance Committee to sign off on quarterly treasurer reconciliations.
 - 10. Establish appropriate controls for use of the debit card.
- C. The Convention Planning Team shall:
 - 1. Consist of the Program VP, Membership VP, Development VP, Public Policy VP, College/University Director, Communications/Visibility Director, Convention Director, Educational Opportunities Fund Director, Legal Advocacy Fund Director, International Affairs/ Cultural Interests Director, Diversity Director and the District Director.
 - 2. Meet at least once a year at the Summer Board meeting to plan the state Convention.
 - 3. Refer to the written convention job descriptions and other printed guidelines.
- D. The District Team shall:
 - 1. Consist of the Director and one representative from each district in the State. They shall serve for two-year terms and shall be appointed by the incoming state President.
 - 2. Be required to meet at the Summer Leadership Conference.
 - 3. Provide direct contact between the branches in each district and the state president to collect required forms and information.
 - 4. Provide communication between the Board and branches.
 - 5. Coordinate local conferences and prepare a report for District Director in a timely fashion.
 - 6. Work with District Director to obtain nominees for District positions on the Nominating Committee.
- E. The Nominating Committee:

1. The Committee:
 - a. Members of the NYS board shall serve as the Nominating Committee Chair, assistant, and alternate shall be elected at the Fall/Winter Board meeting from board members continuing through the next year.
 - b. The committee shall consist of delegates and alternates representing each of the districts.
 - c. Alternates to the Nominating Committee shall be elected at the convention for a two year term. The first year they will serve as alternate and the second year as voting delegate.
 - d. Delegates and alternates begin their term following the election of the new district alternates at the convention business meeting.
 - e. The past year committees responsibilities end with the convention election.
 - f. The currently elected committee may prepare during the year for its full committee work to begin with the election of alternates at the convention.
 - g. All Nominating Team alternates shall receive the same materials as delegates.
2. Required Meetings:
 - a. Delegates and alternates for the coming year are required to meet at the call of the chair during the convention weekend.
 - b. Additional work of the Nominating Committee may be conducted during the Summer Leadership Conference. Travel expenses will be covered for delegates and alternates attending.
 - c. Nominating Committee delegates and alternates shall be reimbursed for travel expenses to required meetings.
 - d. The committee shall be required to meet and participate in continuing communications at the call of the Chair, either in person, by means of a conference call, or by electronic communications.
 - e. All voting is in person, by conference call or by other legal means.
3. General Policies
 - a. Obtain the permission of the candidate.
 - b. Endorsement of candidates.
 - (1) The application for NYS officers and exactly three endorsements will be required to be received by the Nominating Committee Chair by the October 15 deadline.
 - (2) Endorsements should outline the candidates qualifications for the position and the writers qualifications for making the judgment. Applications and endorsements may be submitted in writing, electronically or verbally in event of need. Applications and endorsements must be received by the application deadline.
 - (3) Candidates shall arrange for three letters of endorsement that should outline the candidate's qualifications for the position and the writer's qualifications for making the judgment. Endorsements may be submitted in writing, electronically, or verbally in the event of need.
4. Responsibilities of the Committee and the Chair
 - a. The nominating chair writes a membership call for nominations for elected offices and submits it to be published in the Spring FOCUS.
 - b. The chair submits to the website manager the qualifications for each officer for election and directions for making nominations.
 - c. The Committee may solicit additional qualified candidates.
 - d. It is strongly recommended that candidates for all elective offices shall have AAUW

- leadership experience within the past five years.
- e. Extending application deadlines is the prerogative of the nominating committee and does not require board approval.
 - f. The Chair shall prepare the final report of the Committee and inform the President before the Fall/Winter Board meeting.
 - g. The chair of the nominating committee will present a slate of qualified nominees at the Fall/Winter Board meeting.
1. The board cannot edit the nominating committee report. Discussion should be limited to process and procedures only. No individual candidates should be discussed.
 2. The report can and should be rejected if there are irregularities in the procedures of the nominating committee. The committee members may need to be contacted to determine what part of the process failed.
 3. The board should consider how serious the irregularities were and whether to accept their report in spite of the irregularities.
 4. After discussion of the irregularities a vote of the board by ballot should be taken to determine acceptance. A simple majority would determine acceptance of the report or the next step to be taken.
 5. If the board determines the irregularities tainted the process/decision, the report should not be accepted and the board determines what the chair/committee needs to do to make the report acceptable.
 - h. Following presentation of the report to the Board and prior to publication in the FOCUS, the Chair shall notify the candidates of their selection and all applicants that a slate has been chosen.
 - i. A notice of candidates will be published in the FOCUS and sent to branch presidents.
 - j. The Chair shall present the candidates to the Convention or shall appoint a substitute to do so.
 - k. Oversee the campaign and election at the convention.
 - (1) The Campaign
 - i. Each candidate will submit a black and white informational flyer no larger than one page (8 x 11 one side).
 - ii. The Nominating Committee Chair will copy the brochures and forward them to the appropriate person for inclusion in the presidents mailing and convention packets.
 - iii. If there are multiple candidates for an office, additional flyers in black and white will be printed for convention distribution. Any other promotional materials and pre-convention campaigning is strictly prohibited.
 - (2) The Convention Election
 - i. Candidates for office will be introduced at the presidents reception before dinner Friday night.
 - ii. At the business meeting the Nominating Team Chair will introduce the candidates, who will each speak for three to five minutes before the vote.
 - iii. The Nominating Committee Chair will then present the slate of candidates to the President who will then conduct the voting process.
 - iv. When the nominated slate of officers is running unopposed, a voice or raised hand vote may be taken for the complete slate.
 - v. When two nominated candidates are competing for one of the offices, written ballots must be used for that position. The Credentials Chair is responsible for providing the ballots, collecting and counting them with her committee. The

Credentials Chair reports the results of the voting to the Nominating Committee Chair, who in turn gives them to the President to announce to the membership.

- vi. When a candidate is nominated from the floor, the candidates written permission is necessary. A three to five minute speech giving the candidates qualifications must be given immediately. Voting on the candidates follows one of the above procedures.

F. The State Bylaws Committee shall:

1. Consist of the Bylaws Chair, the Administrative Director, and up to three other Board members as appointed by the President.
2. Review the State Bylaws following each National and State Convention or as needed to address State concerns and for compliance to AAUW, AAUW-NYS and NY State profit law.
3. The chair shall follow the AAUW National guidelines for approval of state bylaws.
4. The chair shall prepare bylaws revisions for presentation to the NYS Board for approval at the appropriate regularly scheduled Board meeting.
5. Prepare the exact text of the proposed changes with explanatory notes for the Convention Director and state newsletter editor for inclusion in the Convention mailing to branches and publishing in the state newsletter (FOCUS).
6. The chair shall propose changes to Bylaws at the Convention business meeting.
7. The chair shall incorporate appropriate actions of the State Convention into the Bylaws.
8. The chair shall oversee publication of approved bylaws revisions for distribution to members.

G. Working Rules Committee

1. Shall consist of the secretary, the President and her appointees.
2. Will review the Working Rules as needed, and recommend adoption by the State Board.

H. Task Force Committee(s):

1. Shall consist of a Chair and as many other members as the President and Chair feel are necessary to carry out a specific task.
2. Will be appointed by the President in consultation with the Executive Committee.

I. Resolutions Committee

1. Appointment of Members

The committee shall consist of three to five members appointed by the Public Policy VP in consultation with the President. The President shall be an advisory member.

2. Meetings

The committee shall conduct its responsibilities electronically (email or phone) following the March 15 resolutions deadline.

3. Responsibilities and Function of the Committee

- a. Notifies the membership of resolutions procedures.
- b. Receives proposed resolutions from the membership, the elected officers, and NYS committees, including the Resolutions Committee.
- c. Determines if the submitted resolution meets the criteria for presentation at the convention and informs the maker of acceptance or rejection of the resolution and the reasons.

- d. Assists in rewording, combining, and drafting language for proposed resolutions to be presented to the Convention.
 - e. The committee has the task of determining if the resolution is to be presented with or without its recommendation.
 - f. The committee shall assist the chair in reviewing resolutions which have been in existence for five years and, if appropriate, recommend to the board that they be removed from the resolutions list.
4. Appendix A gives the process for presentation of a resolution.

VII. FINANCIAL GUIDELINES

A. Annual Budget

1. The annual budget shall be prepared by the Treasurer, with review and input from the Finance Committee, on a zero base.
2. The state treasurer shall distribute budget request forms to current board members at the pre-convention board meeting.
3. Board members will submit their estimated expenses for the following fiscal year **by June 1, in preparation for the budget presentation at the summer board meeting.**
4. In making requests, board members should take into consideration non-reimbursed expenses that might not be possible for a successor.

B. Reimbursement of Expenses

Board Members

1. Each Board member shall keep an accurate record of all expenses incurred and shall keep a record of the estimated cost of services and supplies that may have been obtained at no charge so that real costs can be considered in determining the budget
2. Vouchers, accompanied by supporting receipts, must be submitted to the treasurer for reimbursement within 45 days, per instructions on the reimbursement form.
3. Director's expenses up to 20% over budget require approval of the President, while expenses over 20% must be approved by the entire Executive Committee.

C. Items covered include:

1. Operating expenses
Postage, telephone, duplicating, special resources, and similar items shall be covered by the budgeted amount for each office. Expenses above the budgeted amount will NOT be covered without the approval of the President.
2. Board meetings
 - a. Lodging: Single occupancy rate difference must be paid by Board Member, if requested.
 - b. Meals: programmed meals only.
 - c. Travel Reimbursement at the rate of \$0.28 for round trip car mileage plus tolls and parking fees OR fare for public transportation including expenses for travel from terminal to meeting site. Every effort should be made to carpool, and it is expected that ALL available means of transportation will be checked and that the most economically feasible will be used. Members will be reimbursed for the lowest rate of reasonable travel.
 - d. Other Expenses: As authorized by the President on an individual basis.
 - e. Board members must attend the pre-convention and post-convention Board meetings

to be eligible for reimbursement of travel to convention, lodging and meals unless pre-approved by the president.

- f. Board members must attend the entire weekend of the summer conference and the fall board meeting to be eligible for reimbursement of travel expenses unless pre-approved by the president.

D. District Coordinators and nominating committee members shall be entitled to travel expenses at the same rates as Board members for the annual convention.

E. State Leader on Loan

1. Meals and Lodging: provided by the host branch.
2. Travel: reimbursed as above.

F. Conventions/conferences/meetings of AAUW other than NYS convention and board meetings

1. The expenses of the President or designee shall be paid in full
2. Reimbursement to other state board members will be the cost of early registration.

G. Submission of Expenses

1. Each Board member shall submit all expense vouchers to the Treasurer for reimbursement under the procedures outlined on the reimbursement form. The State is NOT responsible for payment of expenses submitted after the end of the fiscal year.
2. Expenses incurred in preparation or for attendance at a particular Board meeting must be submitted within 45 days of that meeting.
3. The Treasurer must obtain the President's approval for reimbursement of Treasurer's expenses that exceeds her budget.
4. The President must obtain the Treasurer's approval for expenses above the budgeted amount.

H. Reserve Funds Requests

1. Requests for reserve funds beyond the approved allocation are submitted to the finance committee for review. If funds are available and approval warranted the committee submits the expense to the board for approval to pay.
2. If the expense approved by the finance committee is 20% or less over the pre-approved budget amount the expense can be approved for payment by the President.
3. If the expense approved by the finance committee is more than 20% over the pre-approved budget amount it will require the approval of the full board.
4. If the board is not meeting within 60 days of finance committee approval the expense can be approved for payment by the Executive Committee.

I. Counting Cash

Two AAUW members must be present whenever cash is counted.

J. Summer Conference Cancellations

1. Cancellations before the final registration date shall receive a full refund.
2. For cancellations between the registration closing date and the date final numbers must be provided to the conference facility, a letter to the Executive Committee stating specific extenuating circumstances may result in full or partial refund.

3. After final numbers are submitted to the facility, the organization pays full price for all registrants and no refunds will be granted.
4. The executive committee has the discretion to waive the fee in extenuating circumstances.

K. Emergency Financial Succession

If any one of the financial signatories resigns or is unable to continue service:

- a. They will be removed from all financial accounts within 45 days.
- b. The next officer in the chain of command as listed in the bylaws Article VI, Section 1(a)
- c. The Executive Committee will make and approve a formal motion to appoint the officer as a signatory.
- d. The officer will be added as a signatory on all accounts within 45 days.
- e. If the next in line is unable or unwilling to serve a substitute signatory may be assigned by motion and agreement of the executive committee.
- f. Copies of the supporting documentation of these changes will be given to each signatory, the finance committee and executive committee when complete.

VIII. AAUW-NYS LEADER ON LOAN PROGRAM

- A. Each branch and district may request a visit from one currently serving Board member in addition to the President.
- B. Travel expenses for each visitor will be paid by the State as described herein. Branches are responsible for meals and lodging.
- C. Participants in the State Leader on Loan will include all Board members. Additionally, the Board may invite an AAUW member with special skills or expertise to participate as a resource.
 1. A State Leader on Loan participant must be invited and be a presenter of a significant portion of the program.
 2. This pertains to participants in special State events and Branch Meetings.
- D. All requests for State Leader on Loan speakers MUST be made by the branch directly to the Board member.
- E. Presidents approval is required for an Officer/Director to go to a branch as a Leader on Loan.

IX. WEBSITE POLICY

This policy is designed to maintain the integrity of AAUW-NYS on the World Wide Web and to avoid the use of AAUW's name in ways inconsistent with its image, mission, policies, and programs. Any inquiries about the website or this policy should be directed to the web manager.

- A. Purpose. The purpose of the website shall be two-fold.
 1. Information/publicity/outreach for AAUW-NYS.
 2. Information/training for members
- B. Web manager
 1. The web manager shall maintain the existing site.
 2. The web manager will incorporate current methodology of web design.
- C. Website Advisory Committee (WAC)

The Committee will consist of the at minimum the AAUW-NYS president, Communications/Visibility Director and Web Manager.

1. The Committee will define, update and enforce the website policy.

2. The purpose of the website policy is to define the content, format and style of the information published.
 3. The AAUW-NYS President will be the spokesperson for the Committee.
- D. Ownership Statement
1. All content unless otherwise specified is the property of AAUW-NYS.
 2. Content may be used for AAUW purposes.
- E. Content
1. Content for posting may be submitted by branch representatives and state board members to the web manager.
 2. All responsibility for content of branch pages lies within the branch.
 3. Other content requested to be posted will be done with the approval of the Website Advisory Committee or the NYS Board.
- F. Timeliness
1. Material to be posted should be sent to web manager at least one week in advance of posting date.
 2. It is the responsibility of branches and state board members to check content and request that expired content be removed.
 3. Obviously dated material may be removed at the discretion of the web manager.
- G. Privacy Statement
1. All contact information provided is intended solely for AAUW purposes.
 2. It is the responsibility of the sender (newsletter editors, branch representatives, state board members) to remove personal or sensitive material before sending content to web manager for posting.
 3. Email addresses of members will not be posted for contact purposes unless permitted by member.
 4. If an email address is unavailable for contact purposes, the members telephone number may be posted only with the members permission.
 5. AAUW-NYS does not share, disclose or sell any personal information provided through an electronic request for information by a visitor or guest.

X. MISCELLANEOUS

- A. State Special Project Grants
1. A branch or individual may submit to the New York State President the state application for Special Project Grant.
 2. The President will present the request to the Executive Committee for consideration.
 3. The Executive Committee will have the option of approving, rejecting, and/or sending the proposal back for further clarification.
- B. Mailing Lists
- Mailing lists shall be furnished to outside organizations ONLY with the approval of the President, and such courtesy will be extended only where material helpful to branches is offered. Mailing lists shall NOT be used for ANY commercial purpose.
- C. AAUW-NYS Convention Honorarium for Past State Presidents
- A past NYS President who has maintained AAUW membership may request a stipend which covers up to \$100 of convention expenses. The request must be made to the presiding AAUW-NYS President one month before the NYS Convention deadline. The recipient will be expected to attend to Resolution Caucus, the Convention Business Meeting and other meetings as requested by the presiding President.

AAUW-NYS Board Working Rules

APPENDIX A: OFF-BOARD POSITIONS

Rules that Govern Off-board Members

1. The **appointees** will be recommended by the president or a board member and approved by the executive committee.
2. Off-board appointees are not members of the board of directors, have no vote and do not count in the quorum.
3. Off board members may agree to be assigned to board committees as appropriate.
4. They will provide written reports to the board of directors as requested.
5. They will not attend board meetings unless requested to do so or have permission of the executive committee.
6. They will not be reimbursed for travel/lodging/meals unless requested/permitted to attend a meeting.
7. They will receive minutes and appropriate board communications to keep abreast of board actions and needs.

Off - Board Job descriptions

- A. Database coordinator
 1. Maintain a database of the state and branch leadership.
 2. Assist the Communications Director in maintaining leadership counterpart e-groups.
 3. Assist the FOCUS director in the distribution of the quarterly publication.
- B. Historian
 1. Chair the History Team composed of the Historian, NYS President, International Affairs/Cultural Interest Director and an interested past NYS Board member.
 - a. Recommend guidelines for items to be preserved and archived in the University of Rochester (U of R) and those to be retained by each officer.
 - b. Review and determine materials to be archived at the U of R.
 - c. Write a brief report of the issues, activities and accomplishments of the AAUW-NYS Board at the end of their term.
 2. Work with the archivist at the University of Rochester.
 3. Make certain that the materials get to the archives at the U of R.
 4. Encourage and help branches of NYS to preserve their histories.
 5. Provide information through state publications and presentations.
 6. Serve as liaison with the AAUW National archivist or historian.
- C. Membership/Finance Liaison
 1. Receive dues checks, Branch Dues Reports (BDRs) and Additional Dues Reports (ADRs).
 2. Keep a spreadsheet that records each BDR & ADR by branch, which could be used to generate monthly reports for the Membership VP (MVP) and Treasurer.
 3. Maintain file of BDRs & ADRs by branch.
 4. communicate with branch treasurers and MVPs regarding questions about receipt of dues and lists of Branch members including a breakdown by member codes.
 5. Photocopy checks in each deposit. Provide treasurer with paperwork and membership spreadsheets for audit.

6. Mail checks to Treasurer and provide updates to dues rate chart on the website for Jan 1, Mar 16, July 1.

D. Web manager

1. Maintain the AAUW-NYS website.
2. Assist the Communications Director in the maintenance of branch websites housed within the AAUW-NYS website.
3. The web manager will incorporate current methodology of web design.
4. Content for posting may be submitted by branch representatives and state board members to the web manager.
5. As requested, assist the **FOCUS** director in the distribution of the quarterly publication.
6. Order labels from the AAUW National for each issue of Focus

APPENDIX B: RESOLUTION PROCESS

The purpose of a resolution is to focus attention on Issues of importance to the mission and vision of AAUW. The resolution should contain specific and realistic suggestions for action.

Here's how to write a resolution for consideration at a NYS convention;

1. Determine exactly the action you want from the NYS Board or branches and/or the specific person or committee that will carry out the desired action. For example: The NYS President will..., NYS Public Policy Vice President will..., Branches will...
2. Determine how your concern/project/recognition relates to AAUW's mission and AAUW Public Policy Priorities. It must fit into the AAUW Public Policy Program. When your resolution is submitted, please indicate where you believe it fits into that Program.
3. Resolutions to be reported to the Convention must meet all of the following criteria:
 - a. Must relate to a specific NYS Public Policy Priority.
 - b. Specific NYS Impact on Public Policy Goals.
 - c. Practical/fiscal potential for implementation.
 - d. Potential for distinctive AAUW contribution.
4. Check with the NYS Public Policy VP to prevent duplicate resolutions as well as questions, comments, concerns.
5. Draft your resolution.
 - a. The introductory paragraph should contain the who, what, when, where and why of the resolution.
 - b. The introductory paragraph should be followed by a series of statements (beginning with Whereas..) that are general but pertinent to the issue. You can make statements about societal conditions, historical facts, etc. that suggest the need for the resolution.
 - c. The third phase of the resolution is more philosophical or sociological and leads into the final paragraph which begins with this statement: Now, therefore, be it resolved that AAUW-NYS:
 - (1) Recognizes the importance of ..OR
 - (2) Urges that a specific group such as the legislature, professional organization, elected official(s) take a specified action- example (**RESOLVED:** That AAUW-NYS urges the New York State Legislature to enact a Clean Elections system of full public financing into law In order to break the hold big money interests have over the electoral and legislative processes of government and restore the democratic principle of one person, one vote, OR
 - (3) Urges/suggests action to be taken by NYS President, a specific NYS Director, a specific

committee or NYS branches/members - example (FURTHER RESOLVED: That the AAUW-NYS President and AAUW-NYS Public Policy Director send copies of this resolution to Governor ____, Senate Majority Leader ____, Senate Minority Leader ____, Assembly Speaker ____, and Assembly Minority Leader ____, state assembly members and senators, OR

- (4) Commends any branch/individual/community for already taking action on the specified issue.
6. Proofread your resolution; verify its accuracy with other supporters. Be sure to include the name of the branch(es) or persons presenting the resolution at the bottom.
7. Submit your written resolution to the NYS Public Policy Vice President
 - a. Send a copy to the NYS Public Policy Vice President at least four weeks before the start of the NYS Convention for approval by the committee. The committee may request revisions or restatements for clarity of purpose before approving the resolution for presentation at the business meeting.
 - b. Bring copies of the approved resolution for the entire NYS Convention body and for those attending the resolutions caucus. Contact the NYS Public Policy Vice President or NYS Convention Director or Convention Registration Chair to determine the number of copies needed.
 - c. Someone from the submitting branch or representing the resolution speaks to the issue at the resolutions caucus and at the business meeting.
 - d. These resolutions submitted to the NYS Convention delegates from the committee by the NYS Public Policy VP require "a majority vote of those present and voting shall be required for adoption"
8. Resolutions not submitted ahead being presented at the convention from the floor or at the caucus (which is considered "from the floor") need:
 - a. Present a copy of your resolution to the NYS Secretary/By-laws Chair.
 - b. Copies of the resolution to be presented to the delegates at the business meeting. Copies for the Resolutions Caucus attendees are helpful as well. Contact the NYS Public Policy VP or NYS Convention Director or Convention Registration Chair to determine the number of people attending so you can make enough copies for all.
 - c. Someone from the submitting branch or representing the resolution to speak to the issue at the resolutions caucus and at the business meeting.
 - d. A two third vote of those present and voting for discussion. A negative vote means the delegates do not permit the resolution to be brought up for discussion. This is the risk you take by not getting committee approval prior to the convention.
 - e. A three quarters vote of those present and voting is required for adoption of the item.

APPENDIX C: ARCHIVAL GUIDELINES

The AAUW-NYS Archives are housed in the Rush Rhees Library at the University of Rochester in Rochester, NY. They are in the Department of Rare Books and Special Collections.

Only items that concern the activities of AAUW-NYS belong in the Archives. The AAUW National maintains an Archive in Washington for items. Each NYS Branch should have its own Archives in a safe place in its community.

Submitting Material

1. All memorable material from the previous decade should be in the Archives. If you want certain materials for reference, make copies of them so the originals are in the Archives.

2. Examples of Documents to be Archived: State Newsletters, Leadership Portfolios, Convention Programs, Bylaws and revisions, Brochures (generated by the state), Minutes of the Board meetings, Committee Meeting Reports, State Officers and Directors Reports, Clippings (with source, date and page which have been copied on acid-free paper), NYS Project Reports and Programs, Handbooks, Legal Documents, Photographs (with the identity of the persons, date and event on the back, placed in a Mylar envelope which preserves the photos), Financial statements and audit report.
3. Board members are to send archival materials to the historian for review and placement in the Archives at the University of Rochester. If in doubt as to whether it should be saved, send it, and the Historian in consultation with the Archivist will make the decision. DO NOT send directly to the University of Rochester.
4. Review your position files and send valuable materials to the Historian, then discard the rest if it has no relevant value at this time. When it becomes your turn to pass on materials to your successor, plan how to have them organized and relevant.

APPENDIX D: NYS DISTRICTS AND BRANCHES

Districts and Branches of the State

District 1 (3 Branches)

Buffalo	1890
Dunkirk/Fredonia	1925
Jamestown	1915

District 2 (6 Branches)

Alfred/Hornell	1938
Bath	1953
Elmira/Corning	1917/1890
Fairport Area	1970
Greater Rochester	1916
Yates County	1932

District 3 (5 Branches)

Cortland	1965
Ithaca	1917
Mohawk Valley	1913
Oswego	1918
Southern New York	1900

District 4 (6 Branches)

Adirondack	1920
Albany	1890
Amsterdam/Gloversville/ Johnstown	1967
Kingston	1925
Poughkeepsie	1925
Schenectady	1902

District 5 (3 Branches)

Rockland County	1962
Staten Island	1962
Westchester County	1956

District 6 (7 Branches)

Garden City	1938
Islip Area	1960
Massapequa Area	1957
Mid-Island	1949
Nassau County	1922
North Shore	1939
Smithtown	1973

District 7 (2 Branches)

Jefferson County	1977
St. Lawrence County	1927

Online (1 Branch)

Empire State Virtual	2012
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College Student Groups

Fulton-Montgomery Community College Student Group	2012
Jefferson Community Col. Student Group ..	2011
Univ. Buffalo College Student Group	2012