



MAY 2012

MAY MEETING

Monday, May 21, 2012

[Note date – earlier than usual]

Holiday Inn

5:00 Social time; cash bar

5:40: Dinner orders taken

6:00: Dinner

6:30: Business meeting

7:00 Program

Menu choices

Pecan Craisin Chicken Salad = \$10.99

Coconut Chicken Salad = \$10.49

Chicken Caesar Wrap & Fresh Fruit = \$9.99

Lasagna = \$10.99

Fettuccine Alfredo with Chicken = \$13.99

Wild Mushroom & Chicken Penne = \$13.99 [includes house salad]

Please RSVP to Linda Meschke by May 18th: 236.0989 or lmeschke@midco.net

"Women in Transition

Becky Bentele, Martin County Crime Victim Witness Coordinator, will be our speaker.

HOSPITALITY: May 21

Linda Meschke*

Carol Nasby

Margot Madsen

Jennelle Cunning

Remember to fill out your online survey!!

BRANCH PROJECTS

Website: We are progressing on our Branch website.

Women in Transition: Rachel has submitted her Project Proposal to the Girl Scout Council; she is awaiting notice of the date for her presentation. Once we get the project approved, she will start - probably by meeting with some of the community partners interested in helping with the project.

AUW POST GRADUATE SCHOLARSHIP

Submitted by Jo Moltzen

The recipient of the scholarship will be announced at the May meeting.

OFFICER ELECTIONS

This is the slate of officers that we will be voting on at the May meeting:

Co-President:	2 year term	DeeAnne Helfritz & Pat Fahey-Bacon
Secretary:	2 year term	Jean Burkhardt
Program Co-VPs:	1 year term	Sue DeWar & Linda Paplinski

MEMBERSHIP INFORMATION

DUES are due!!

This is a reminder to everyone that our dues for the coming fiscal year are due now. \$75 will pay Association, State, and Local dues from July 1, 2012 to June 30, 2013.

You can give me your check at the May Branch meeting [the BEST way!] or mail it to me at 227 – 200th Ave., Fairmont MN 56031. If I have all the dues checks now, it makes my life as your treasurer so much easier with the reports that have to be filed.

If, for some reason, you are unable to be a member this coming year, please let me know that, so I don't bug you for your dues.

Questions?? Contact me at 238-4902 or jnbemb@frontiernet.net

Thanks,
Judy Beckman

ANONYMOUS PROGRAM FOR NEW MEMBERS CONTINUING

The "anonymous donor" project in effect this year will be continued next year: all NEW members will only have to pay \$46.00 for their membership dues for 2012-2013; the \$46.00 is

deductible. The donor will pay the remaining \$29.00 [the non-deductible part]. Questions??
Contact Judy Beckman.

TOUR OF HOMES

The Tour of Homes is coming up fast!! Some Committee Chairs have volunteered, but we will need help from EVERYONE! The TOH will be held on Saturday, September 29th - the fifth Saturday of the month.

TOH Co-Chairs: Lael Luedtke, DeeAnn Helfritz, & Nancy Klemek
“House-Finders”: Char Kahler, Sue Olson - and ALL membership!
Art: Char Kahler
House Descriptions: Judy Beckman
Tickets: Linda Meschke
Publicity: Jennifer Tow
Home Hostesses [4]: Jo Moltzen Judy Beckman Sue DeWar Cheri Drever [?]

We’ve had a change, so are now looking for a fourth home again. Hopefully, we will have one confirmed by the May meeting.

This is our major fundraising effort - proceeds fund our 2 scholarships. However, it requires the help of ALL members to make it a success!

UPDATED FAIRMONT BRANCH BYLAWS

Submitted by Jo Moltzen

A number of amendments to the National AAUW Bylaws were passed in June 2011. In addition, on January 1, 2012, many changes in the Washington, D.C., nonprofit corporation code went into effect. Because AAUW is incorporated in D.C., as well as in Pennsylvania, those code changes required AAUW to make a number of conformance amendments to the AAUW Bylaws— at the national level, the state level, and the branch level. It became the responsibility of each AAUW branch to make all necessary changes to ensure that its branch bylaws conformed to the national AAUW bylaws. Attached to this email, you will find the 2012 updated Fairmont Branch bylaws.

See attachment for the ByLaws!!

**BYLAWS
AMERICAN ASSOCIATION OF UNIVERSITY WOMEN (AAUW)
FAIRMONT, MINNESOTA BRANCH**

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name

The name of this organization shall be the Fairmont, Minnesota Branch of AAUW, hereinafter called the AAUW Fairmont MN Branch.

Section 2. Governance

The AAUW Bylaws shall govern the AAUW Fairmont MN Branch in all practices, and the bylaws of this Branch shall in no way conflict with the AAUW Bylaws.

ARTICLE II. PURPOSE

The purpose of this Branch is to further AAUW's mission to advance equity for women and girls through advocacy, education, philanthropy, and research.

ARTICLE III. USE OF NAME

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.

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 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 of Directors, especially in regard to any statement or action that misrepresents or jeopardizes the tax status of AAUW.

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.

ARTICLE IV. MEMBERSHIP AND DUES

Section 1. Membership

a. Individual Member. 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 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.

b. Categories of Membership. A branch member is a national member who is also a member of the AAUW Fairmont MN Branch. That member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained.

c. Student Affiliate. An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation with the branch upon payment of fees established by the Association, state, and branch boards of directors. Student affiliates may attend branch, state, and Association meetings and receive the publications distributed to all members. Affiliates may not vote nor hold office.

d. National Member. A national member of AAUW may become a member of the AAUW Fairmont MN Branch upon payment of branch and state dues.

Section 2. Dues

- a. Dues Changes. Changes in the AAUW Fairmont MN Branch dues shall be determined at the annual meeting by two-thirds vote of those present and voting, provided notice has been given to the members thirty days prior to the meeting.
- b. Paid Life Members. Paid life members of AAUW, as defined in the AAUW Bylaws, are required to pay branch dues to become members of this Branch.
- c. Fifty-Year Honorary Members. Fifty-Year Honorary Members of AAUW are exempt from paying AAUW dues.
- d. Transferring Members. Payment of additional dues shall be waived for a transferring member whose current dues have been paid to another branch.
- e. New Members. New members may join at any time. Dues are payable upon joining. The national and state portion of the dues paid by new members for less than a full year is determined by AAUW and state policy. The AAUW Fairmont MN Branch board of directors may set a reduction in the Branch dues.

ARTICLE V. NOMINATIONS AND ELECTIONS

Section 1. Nominations

- a. There shall be a nominating committee of 2 to 3 members, elected or appointed as follows: by the president and/or board.
- b. The term of service on the nominating committee shall be for 1 year for a maximum of 1 consecutive term.
- c. The names of the nominees for elected office shall be published and sent to every member at least 30 days prior to the annual Branch meeting.
- d. Nominations may be made from the floor with the consent of the nominee.

Section 2. Elections

- a. Elections shall be held at the annual Branch meeting.
- 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 voting.
- 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.

ARTICLE VI. OFFICERS AND THEIR DUTIES

Section 1. Officers

- a. The elected officers of AAUW Fairmont MN Branch shall be President, Secretary, Treasurer, Vice-President for Programs, and Vice-President for Membership.
- b. The appointed officers of AAUW Fairmont MN Branch shall be AAUW Funds chair, Public Policy chair, Hospitality chair, Newsletter editor, and Historian. These officers shall be appointed by the President with the consent of the board of directors.
- c. Officers shall serve for a term of two years or until their successors have been elected or appointed and assume office. Term of office shall begin on July 1.
- d. No officer shall hold more than one office at a time, and no elected officer shall be eligible to serve more than two consecutive terms in the same office.
- e. All vacancies in office shall be filled for the unexpired term by the board; with the exception of a vacancy in the office of President, which shall be filled by the Program and/or Membership Vice-President.
- f. Each office may be filled by an officer or co-officers.
- g. The following officers shall be elected in even years: President, Secretary. The following officers shall be elected in odd years: Treasurer, Vice-President Membership, and Vice-President Program.

Section 2. Duties

- a. Officers shall perform the duties prescribed by these bylaws, by the AAUW Fairmont MN Branch Working Rules, and by the current edition of *Robert's Rules of Order Newly Revised*.
- b. The president shall be the official spokesperson and representative for the AAUW Fairmont MN Branch and shall be responsible for submitting such reports and forms as required by AAUW.
- c. The president will annually provide AAUW with a designated contact for administration and finance.

- d. The president shall designate a member other than the contacts for administration and finance to record and make available upon request the minutes of each branch meeting and board meeting.
- e. The vice-presidents shall perform such duties as the president and the board shall direct and as specified in branch working rules and job descriptions.
- f. The treasurer shall be responsible for collecting, distributing and accounting for the funds of the branch and for meeting specific deadlines.
- g. The secretary shall record and keep minutes of all board, membership, and special meetings.
- h. All officers and chairs shall submit annual reports to the president.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. Composition

The board of directors shall include the elected officers and the appointed officers identified in Article VI.

Section 2. Administrative Responsibilities

The board shall have the power to administer affairs of the branch and to carry out its programs and its policies; shall accept responsibilities delegated by AAUW and the Minnesota AAUW; shall act for the branch between membership meetings; and shall have fiscal responsibility as outlined in Article IX, Financial Administration.

Section 3. Meetings

Meetings of the board shall be held at least 4 times a year at a time and place agreed upon by the board.

Section 4. Special Meetings

Special meetings may be called by the president or shall be called upon written request of two members of the board provided that at least seven days notice of such meeting and its agenda have been given to the members of the board.

Section 5. Quorum

The quorum for a meeting of the board shall be a majority of the board members. Co-officers shall be considered as one voting member and have only one vote.

Section 6. 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.

Section 7. 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.

ARTICLE VIII. COMMITTEES

Section 1. Establishing Committees

The president may establish standing and special committees as needed with the approval of the board.

Section 2. Purpose

Each standing and special committee, with the approval of the board, shall formulate programs and activities to carry out the mission of AAUW.

ARTICLE IX. FINANCIAL ADMINISTRATION

Section 1. Fiscal Year

The fiscal year shall correspond with that of AAUW and shall begin on July 1.

Section 2. Financial Policies

The board shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state and local laws including an annual financial review.

Section 3. Budget

The board shall adopt an annual budget for presentation to the branch.

ARTICLE X. MEETINGS

Section 1. Annual Meeting

The branch shall hold an annual meeting to conduct the business of the branch, including but not limited to, electing officers, establishing dues, amending bylaws and receiving reports. This meeting shall be held between the months of March and May.

Section 2. Membership Meetings

The AAUW Fairmont MN Branch shall hold at least six meetings during the fiscal year. The board shall determine the time and place for these meetings.

Section 3. Special Meetings

Special meetings may be called by the president or shall be called by the president at the written request of three members of the board or ten percent of the branch membership.

Section 4. Meeting Notices

Notices of meetings shall be sent to all members of the branch at least ten days prior to the meetings.

Section 5. Quorum

The quorum shall be 15% percent of the branch membership.

ARTICLE XI. PROPERTY AND ASSETS

The title to all property, funds, and assets is vested in the AAUW Fairmont MN Branch 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 AAUW Fairmont MN Branch or the termination of its affiliation with AAUW, all assets of the branch shall be transferred and delivered to AAUW or to an AAUW-affiliated entity designated by AAUW.

ARTICLE XII. LOSS OF RECOGNITION

The provisions and conditions under which a branch may lose recognition are found in the AAUW Bylaws.

ARTICLE XIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this branch in all instances in which they are applicable and in which they are not inconsistent with these bylaws or those of AAUW or those of the state of Minnesota.

ARTICLE XIV. INDEMNIFICATION

Every board or committee member may be indemnified by the branch against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such board or committee members in connection with any threatened, pending or completed action, suit, or proceeding to which the board or committee member may become involved by reason of being or having been a member of the board or committee, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of duties. In the event of a settlement the indemnification herein shall apply only when the branch board approves such settlement and reimbursement as being in the best interest of the branch. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which the member of the board or committee is entitled.

ARTICLE XV. AMENDMENTS TO THE BYLAWS

Section 1. AAUW Mandated Amendments

Amendments required by AAUW to bring branch bylaws into conformity shall not require a vote of the branch members, except that an incorporated branch shall take the necessary steps required by state law or its articles of incorporation.

Section 2. Prior Approval

All other proposed amendments to the branch bylaws shall be sent to the state bylaws committee for approval before the call for the branch vote. If there is no state structure, approval of amendments to branch bylaws in those states will be according to procedures established by the AAUW Governance Committee.

Section 3. Branch Vote

Provisions of these bylaws not governed by the AAUW Bylaws may be amended at a branch meeting by a two-thirds vote of those present and voting provided written notice shall have been sent to the members at least ten days prior to the meeting.

Date Last Amended: May __, 2012

Amended: October 16, 2009

Amended: January 11, 2007