

**The University of Colorado at Boulder
University Women's Club
Constitution and Bylaws**

February 14, 2012

Constitution

Article I. NAME

The name of this organization shall be the University Women's Club of the University of Colorado at Boulder (UCB). It shall be referred to hereinafter as UWC.

Article II. OBJECTIVES

Sec. 1. To promote friendship among the members and to strengthen their bonds of common interest.

Sec. 2. To provide assistance to the university as the UWC so desires, and to advance matters of university interest.

Sec. 3. To provide service to the university by annually funding scholarships.

Sec. 4. To promote service to the community.

Article III. MEMBERSHIP

Sec. 1. Membership shall be open to women who are members or friends of the university community.

Sec. 2. Membership and participation in UWC activities shall be contingent upon payment of annual dues.

Sec. 3. All members of UWC at the time of adoption of this Constitution may continue as members so long as they pay their annual dues.

Sec. 4. Honorary members of UWC shall include the following:

- a. the current president of the university, if female, or the wife of the president of the university;
- b. the current chancellor of the Boulder campus, if female, or the wife of the chancellor of the Boulder campus;
- c. One-year honorary memberships may be named at the discretion of the current board of UWC.

Article IV. OFFICERS

Sec. 1. The elected officers of UWC shall be the president, president-elect, secretary, secretary-elect, treasurer, and treasurer-elect.

Sec. 2. Appointed officers shall include the chairs of the committees.

Sec. 3. The Executive Board shall include the elected and appointed officials and shall be led by the president in transacting UWC business. This board shall meet subject to the call of the president. The outgoing president shall sit on the Executive Board for the term immediately following her term of office.

Article V. MEETINGS

Sec. 1. The month and time of the general and board meetings during the program year shall be set by the president of UWC with the approval of the UWC Executive Board.

General meetings are those held for the membership-at-large, such as Lecture Luncheons, the Fall Membership Coffee, or the Scholarship Luncheon.

Sec. 2. The UWC's program year shall be June 1 through May 31.

Article VI. AMENDMENTS

Sec. 1. Amendments to the UWC Constitution may be made by a two-thirds vote of those members present at a designated UWC general meeting, provided notice of intention to amend has been given at any previous general meeting or by mail or email at least three weeks prior to the vote.

Sec. 2. Amendments to the Bylaws of the UWC Constitution may be made by a two-thirds vote of those members present at a designated UWC general meeting, provided notice to amend has been given at any previous general meeting or by mail or email at least three weeks prior to the vote.

Sec. 3. The UWC Constitution and Bylaws shall be reviewed periodically by an advisory committee made up of its chair appointed by the UWC president and two members, preferably past presidents, selected by the chair. This review committee shall make its report and recommendations to the UWC Executive Board. The general membership shall be apprised of any recommended changes and shall vote in a general meeting on said proposed changes as directed in Sections 1 and 2. If the proposed changes are accepted by a two-thirds vote of the members present, said changes are to be incorporated into the UWC Constitution and/or Bylaws immediately.

Article VII. RULES OF ORDER

The UWC leadership shall conduct Executive Board meetings and general meetings in accordance with *Robert's Rules of Order* as long as they are not inconsistent with the UWC Constitution.

BYLAWS

Article I. Officers

Sec. 1. Duties

- a. Duties of the UWC president, president-elect, secretary, secretary-elect, treasurer, and treasurer-elect shall be those commonly pertaining to those offices. The secretary shall record minutes at both the board and general meetings.
- b. The president shall appoint such special committees as activities may require. The president shall appoint the chairs of the committees. The size of the standing committees shall be left to the discretion of each chair.
- c. In addition to the officers listed in "a" above, chairs of appointed committees in "b" above shall serve as members of the Executive Board.
- d. The UWC Executive Board shall advise and assist the president in overseeing programming, fund-raising, and service projects.
- e. A quorum of the UWC Executive Board is required to transact the business of the UWC.
- f. Records of each area/committee (including such items as duties, activities, costs, dates, names, and phone numbers which might prove helpful) shall be maintained by their officers and/or chairs, and shall be given as annual reports to the incoming officers or chairs by the UWC president at the

conclusion of each program year at the tri-board meeting. Each annual report shall include a suggested budget request for the coming year.

- g. Each Executive Board member shall submit 5 copies of her annual report. Copies are distributed to the outgoing president, incoming president, incoming officer or chair, incoming president-elect, and the archival record.
- h. The historian shall serve as archivist, and shall receive and record the annual reports and the current constitution and bylaws. She shall distribute these reports to the appropriate officers or chairs at the annual tri-board meeting.
- i. Tri-board meeting shall be held each May. It consists of members of three boards: the outgoing board, the incoming board, and the board-elect. The purpose of the meeting is to share annual reports, orient members of the incoming board, and acknowledge the efforts of the outgoing board.

Sec. 2. Election

- a. Election of officers shall take place each spring at a regularly scheduled general meeting of the UWC, and no later than April. The person receiving the highest number of votes cast by members in attendance shall be elected to the office. The term of office shall be for the next program year.
- b. A nominating committee shall consist of three or five UWC members, with two from the UWC Executive Board, and one to three from the UWC membership at large, with the total being an uneven number. The chair and committee appointed by the UWC president shall select nominees for the elective offices for the following year. Names of the committee members shall be announced to the UWC membership at least three months prior to the election.
- c. The names of nominees shall be approved by the Executive Board, after which the nominees' names shall be publicized at least two months prior to the election of officers at a UWC general meeting. The committee may be given suggestions for nominees by any UWC member. No person shall be nominated unless the committee has secured the consent of that person to serve. Nominations by UWC members may also be made from the floor on the day of the election provided the consent of the nominees to serve has been obtained.

Sec. 3. Vacancies

- a. A vacancy in any elective office shall be filled by the appropriate officer-elect, who will continue for the remainder of the program year in which the vacancy occurred, and also during the following program year which would have been her normal term of office. A vacancy in an officer-elect position shall be filled by election as soon as possible.
- b. Appointments for vacancies in appointed offices shall be chosen by the UWC president.

Article II. Membership

Sec. 1. Membership may be initiated at any time by payment of the current dues, providing the applicant meets UWC constitutional requirements.

Sec. 2. Women wishing to join UWC after April 1 are allowed provisional membership until the following program year without payment of dues.

Article III. Dues

The amount of annual dues shall be determined by the Executive Board; the dues shall be for the program year. Dues paid prior to April 1 of the program year will be considered as dues for that program year.

Article IV. Guests

Guests are welcome at any general meeting. If there is a meeting charge for members, the guest(s) will be expected to pay the same amount as paid by the UWC member.

Article V. Interest Groups

Sec. 1. All members of interest groups must be paid members of the UWC except as noted in Article II, Section 2 above.

Sec. 2. Five or more paid UWC members may form an interest group and select a chair. The name of all interest groups and the names of chairs must be communicated to the president and to the general chair of interest groups.

Article VI. Mailing List and Directory

Sec. 1. The UWC membership list may not be used for commercial solicitation, political activities, or ideological purposes without the express consent of the Executive Board of the UWC.

Sec. 2. Only names of members whose dues have been received and recorded before the announced deadline date will be included in the annual UWC directory.

Sec. 3. The annual UWC directory will be distributed in a paper edition by early November of the current program year to paid members. Portions of the electronic version of the directory may be distributed only to specific board members and only if it is necessary to facilitate completion of their responsibilities.

Article VII. Fiscal Year

The fiscal year is from August 1 through July 31.

Article VIII. Auditing

Sec. 1. The records of the treasurer shall be audited each year by an auditing committee.

Sec. 2. The auditing committee shall be appointed by the UWC president by the end of her term. The results of the audit shall be presented to the succeeding president and the Executive Board by December 31.

Sec. 3. The auditing committee shall consist of three or more members, which include the incoming treasurer, the outgoing treasurer, and the auditor as approved by the UWC president. The committee shall be chaired by the outgoing treasurer.

Article IX. Budget

Sec. 1. The outgoing UWC Board shall ensure that a minimum of One Thousand Dollars (\$1000.00) in the UWC checking account shall be available to the incoming UWC Board to cover immediate expenses.

Sec. 2. Budget requests should be submitted to the outgoing president in May of her program year and be included as part of the annual report. The incoming president and other necessary officers shall then use these requests to develop a budget during the summer preceding the incoming president's term of office for presentation to the incoming Executive Board at the first meeting of the program year.

Sec. 3. The budget shall be approved by the Executive Board at its first meeting of the program year.

Article X. Quorum

Sec. 1. A quorum is the number of members entitled to vote who are present in order that business can be legally transacted. The quorum refers to the number of such members present, not to the numbers actually voting on a particular question.

Sec. 2. In a UWC General Meeting, the quorum is the number of members present at the time.

Sec. 3. For a UWC Board Meeting, the quorum shall be 50 per cent of the board members.

Sec. 4. Those who do not attend impliedly assent that those who do attend should transact the business of the UWC.

Article XI. Endowment Fund

Sec. 1. In 1982 the UWC created a scholarship to encourage women over the age of 24 who have interrupted their education to return to the university to complete their degrees. In 2006 the UWC voted to expand scholarship eligibility to include male students.

Sec. 2. Funding comes from individual donations, fundraising events, and from the UWC's Endowment Fund. The last is supervised by the University of Colorado Foundation.

Sec. 3. The UWC has a signed agreement with the University of Colorado Foundation which is known as Fund Agreement: The University Women's Club Scholarship Fund.

Sec. 4. The UWC annual budget will include the amount or percentage of funds to be distributed in scholarships.

Sec. 5. The UWC annual budget may include a specified amount or specified percentage of designated available funds for donating money to the Endowment Fund.

Presented to the membership on January 19, 2012 and accepted by vote February 14, 2012.