

The Constitution and Bylaws

ASSOCIATION FOR WOMEN IN SCIENCE (AWIS), Houston CHAPTER

ARTICLE I: Name & Affiliation

The name of this organization is the ASSOCIATION FOR WOMEN IN SCIENCE, Houston CHAPTER, formerly known as ASSOCIATION FOR WOMEN IN SCIENCE, GULF COAST Houston CHAPTER; hereinafter referred to as “AWIS Houston” or “AWIS H”, shall be a Chapter of the National Organization, the Association for Women in Science, Incorporated, hereinafter referred to as “National AWIS.”

ARTICLE II: Purpose

Section 1. AWIS Houston is organized and operated exclusively for charitable and educational purposes. Individual members will not derive profit from Chapter activities. The purpose of AWIS Houston is to support the advancement of the career goals of women in science and science-related fields and to encourage the selection of scientific careers by women. AWIS Houston will act as a professional and social supportive center for the community of women in science and will offer itself to serve the professional and civil community as a representative of women in science.

Section 2. The following specific objectives are included among those recognized by AWIS Houston as furthering the stated purpose: a) to provide opportunity for communication among women in science; b) to educate women about seeking careers in science; c) to recognize the achievements of women in science; d) to raise public awareness of the scientific and technological skills and contributions of women; e) to cooperate with national, state, and local organizations that share common objectives with AWIS Houston.

ARTICLE III: Membership

Section 1: Any individual who supports the stated purpose of AWIS Houston is eligible for membership in this Chapter and shall hold full member status upon payment of National Membership Fees. Hereafter, those having full member status shall be referred to as “members.”

Section 2. Each member shall be entitled to one vote on each matter submitted to a vote by the membership of AWIS Houston, provided that each vote is cast according to the Constitution and Bylaws.

ARTICLE IV: Authority

Section 1: AWIS Houston shall abide by the Constitution and Bylaws of National AWIS.

Section 2: AWIS Houston shall have the power to establish the rules and regulations of the Chapter, to delegate responsibility, and to amend any or all parts of the Constitution and Bylaws of the Chapter.

Section 3. The Executive Board of AWIS Houston is the authority of the Chapter and has the power and responsibility to conduct AWIS Houston business affairs on a routine basis.

Section 4. The Executive Board of AWIS Houston shall act for the Chapter in the conduct of its business affairs during the interim periods between regular business meetings and programs of the Chapter.

Section 5. The Executive Board of AWIS Houston shall coordinate the activities of the Chapter and develop agendas for regular Chapter programs, activities, and events.

ARTICLE V. Officers

Section 1. The elected officers of AWIS Houston shall be President, Vice President, Membership Chairperson, Secretary, Treasurer, Public Relations Chairperson, and Fundraising Chairperson.

Section 2. Each officer shall hold office for a term of one year, beginning on July 1st following elections to be held annually in June for all positions.

Section 3. All officers must be members of AWIS National and AWIS Houston (in good standing for no less than three months), and have attended at least one Chapter event prior to election nomination announcement in order to be eligible to run for a Board position.

Section 4. All officers who are not a member of the Executive Board but lead a committee must work with at least one member of the Executive Board.

ARTICLE VI. Executive Board

Section 1. The AWIS Houston Executive Board shall consist of these elected officers: President, Vice President, Secretary, Treasurer, Membership Chairperson, Fundraising Chairperson, Public Relations Chairperson (see ARTICLE V) and all Chapter Trustees (see Section 2 below).

Section 2. All past Chapter presidents shall be designated Chapter Trustees. The Senior Chapter Trustee is the Immediate Past President of the Chapter.

Section 3. Each elected member of the Executive Board and the Senior Chapter Trustee shall be eligible to cast one vote on Executive Board motions.

Section 4. Chapter Trustees shall not be eligible to vote on Executive Board motions unless they also hold an elected Executive Board position.

Section 5. A quorum of the Executive Board shall consist of 4 voting members. Motions may be carried or denied by a simple majority vote.

Section 6. Members of the Executive Board shall a) in addition to duties described in ARTICLES VI and VII, serve as active members of Executive Board, submit an annual report of activities to the Executive Board, attend at least half the general programs and events hosted by the Chapter, attend at least half of the monthly Executive Board meetings, and perform other duties incident to the office as required by the Constitution and Bylaws or the Executive Board; b) submit copies of documents and reports relevant to their respective offices to the Secretary for archival purposes or to the President upon request; c) facilitate a smooth transition of Chapter activities by transferring all records and other Chapter information and materials to the new Executive Board members before new officers commence duties and providing advice and consultation on continuing Chapter activities; and d) bring disputes that cannot be resolved by consultation with the President before the Executive Board for resolution by simple majority vote.

Section 7. Except for in-person Executive Board meetings or other forms of meeting whereby all persons participating in the meeting can hear each other at the same time, voting shall be conducted by email

after interactive discussion. Any action taken by email requires a simple majority consent of the voting members of the Executive Board. A quorum for any ballot of the Executive Board shall consist of a simple majority of voting members of the Executive Board. No members of the Executive Board may vote by proxy.

ARTICLE VII. Duties of Officers

Section 1. The President shall coordinate the business of the Chapter; call and preside at all Executive Board meetings; prepare business meeting agendas; serve as an ex officio member of all Committees such that this officer be well-informed of the operations of each Committee; designate representatives of AWIS Houston to other organizations or events; prepare the yearly National AWIS Chapter Activities report; oversee submission of the AWIS Houston Annual Report to National AWIS; appoint or confirm persons to non-elected positions within the Chapter with approval of a simple majority of the Executive Board (e.g. committee chairs and representatives to other organizations); act as a liaison or appoint a member in good standing to serve as the Chapter's liaison for AWIS Houston to National AWIS; receive and respond to communications from National AWIS (which appointed liaison will keep the President apprised of her/his communications with National AWIS); perform other duties incident to the office as required by the Constitution and Bylaws or by the Executive Board; and represent or designate a representative of AWIS Houston at national meetings when such attendance is authorized by the Executive Board.

Section 2. The Vice President shall assume primary responsibility for coordinating the program-related activities of the Chapter. Such activities include, but are not necessarily limited to, award ceremonies, panel discussions, educational activities, and networking events hosted or supported by the Chapter. While the Vice President or a Committee Chairperson/Member may first initiate the organizing of activities, the Vice President might take either a leading or supporting role in their execution. However, it remains the responsibility of the Vice President ultimately to oversee the success of all activities in that they achieve the goals of the Chapter and provide benefit for the Chapter members. In achieving these aims, this officer shall assist the Committee Chairpersons and their respective Committees when needed in coordinating events falling in the domains of fundraising, the Outstanding Women In Science Seminar Series, career development, community outreach (such as educational and service programs), and other special programs. The form of such assistance may vary depending on the specific event (e.g., size and type) and the needs of Committee(s) involved in its execution. The Vice President shall also be in charge of compiling the Annual Activity report that is due at the end of September each year, organizing networking events, if possible monthly, and ensuring their success by being creative and engaging with the community.

Section 3. The Treasurer shall assume primary responsibility for conducting the financial business of AWIS Houston, including bank transactions, tax issues, and preparing financial statements annually, or at the request of the Executive Board. The Treasurer shall a) receive all Chapter dues, donations, and other income; keep these monies in an authorized and insured financial institution; and disburse all monies to be paid by AWIS Houston; b) maintain the financial records of AWIS Houston, the Chapter's non-profits status and ensure that insurance (if applicable) is updated annually; c) prepare and present a financial report bi-annually to the Executive Board, annually to National AWIS, and upon request to the membership and sponsors; d) oversee completion of appropriate federal and state tax documents in compliance with National AWIS; e) prepare annual budget by June of each year; f) provide reimbursements to Chapter members who incur approved expenses for Chapter business; g) collect mail from the AWIS Houston mailbox or designate a member in good standing to perform this task; and h) perform other duties incident to the position as required by the Constitution and Bylaws or by the Executive Board. The Treasurer will maintain responsibility and possession of the AWIS Houston debit card.

Section 4. The Secretary shall assume primary responsibility for recording the activities of the Executive Board and the Chapter; prepare minutes of Executive Board meetings; and prepare other reports as requested by National AWIS. The Secretary shall keep and distribute minutes of the Executive Board meetings and Committee meetings and store them in the Chapter electronic database and maintain current and past Executive Board and Committee Chair Contact list on at least a quarterly basis.

Section 5. The Membership Chairperson shall assume primary responsibility for managing the list of members of AWIS Houston, sending membership confirmation email to newly joined members (within 3 business days of membership dues payment), providing current member contact information as needed; publishing a Chapter membership directory; providing to members on request a copy of Constitution and Bylaws of the Chapter; initiating activities aimed at recruiting new Chapter members; and providing information on the Chapter's goals, activities, and membership to non-members upon request. The most current membership list (only to be edited by the Membership Chairperson) is to be kept at a location in a shared electronic database that can be accessed by all Executive Board members.

Section 6. The Public Relations Chairperson shall assume responsibility for maintaining the Chapter website (<https://awishouston.org/>) and ensuring it is updated with Chapter events and other items as determined by the Executive Board. The Public Relations Committee Chairperson shall assume the primary responsibility of sending the AWIS Houston monthly calendar and event/activities-related emails (announcements and reminders) to the AWIS Houston membership listserv. The Public Relations Committee Chairperson is also responsible for promoting the Chapter and Chapter events on all social media accounts (i.e., Facebook, Twitter, Instagram, and LinkedIn), scheduling events on Eventbrite, and posting content on a regular basis that is in line with the goals of the Chapter. Any major website modifications or new social media accounts will be approved by a simple majority vote of the Executive Board.

Section 7. The Fundraising Chairperson shall raise sufficient funds to support an annual budget that includes, at a minimum, any scholarships to be awarded by the Chapter and operating expenses that come in excess over Chapter income from membership dues. This officer shall maintain relationships with local sponsors, both corporate and individual, and ensure appropriate recognition of sponsors on materials distributed by the Chapter (e.g., newsletters, marketing materials) by obtaining relevant information from the sponsors (e.g., organizational logos, approved verbiage, or descriptions). It is also the responsibility of this officer to maintain regular contact with sponsors through direct communications following the provision of their donations to report the Chapter's achievements that were made possible by sponsors' support.

Section 8. The Senior Chapter Trustee shall act as Parliamentarian at Executive Board and Chapter meetings if available.

Section 9. The Chapter Trustees shall serve as senior advisors to the Executive Board and may assume such responsibilities as are deemed appropriate by the Executive Board to serve the objectives of the Chapter.

Section 10. Other AWIS Houston members may be recruited and appointed by the Executive Board to serve in defined capacities for the Chapter.

Section 11. Executive Board members may recruit assistance at their discretion in carrying out the activities of their offices and are encouraged to do so. However, the elected officer retains primary responsibility at all times for the functions of the office. The AWIS Houston Executive Board reserves the right to appoint *ad hoc* chairs to serve one-year terms as determined by simple majority Executive Board

vote.

ARTICLE VIII. Succession of Office

Section 1. If the President is temporarily unavailable to conduct AWIS Houston business, the Vice President shall act for the President. In the event the Vice President is also unavailable, the Treasurer shall act in his/her place. To ensure the feasibility of this section, the President shall introduce the Vice President and the Treasurer to any new and old AWIS Houston connections and inform them about projects and activities the President is getting involved in with the goal of ultimately involving AWIS Houston.

Section 2: If the offices of Vice President, Secretary, or Treasurer become vacant, the Executive Board shall assign the duties to a current Executive Board member while searching for a replacement to be appointed by the Executive Board to serve the unexpired term.

Section 3. If other Executive Board offices become vacant, they shall be filled by appointment and approval of the remaining Executive Board members by a simple majority vote. Approved appointees shall serve the remaining term until the next election for that position. Appointees are eligible to run for that office in that election. The partial term of office shall not consume any portion of the eligibility of the appointee to seek a second term in that position.

Section 4: In the event that one Committee Chairperson is unable to complete the term, the responsibilities can be carried out by a senior Committee member while the Executive Board searches for a replacement to be appointed to serve the unexpired term.

Section 5: No member of the Executive Board shall serve more than 3 consecutive terms in the same position unless running for office unopposed.

Section 6. If an elected officer fails to perform the duties of the office satisfactorily, they may be removed from office by a unanimous vote of the remaining Executive Board members. The officer in question must be informed a minimum of 1 month in advance of this vote. If an officer is removed from office before term, the President must document the reasons for the removal and what attempts were made to support his/her performance.

Section 7. In the event of an egregious offense by an Executive Board member, the Executive Board will call an in-person emergency meeting to vote on the immediate removal of the Executive Board member. The Executive Board member may be removed as determined by a simple majority vote of the Executive Board.

ARTICLE IX. Committees and Subcommittees

Section 1. AWIS Houston Committees may be established as necessary to serve the objectives of the Chapter as listed in ARTICLE II of the Constitution and Bylaws.

Section 2. No Committees shall be established that do not have a designated chairperson. Committee chairpersons shall be elected or reappointed annually as determined by Section VII.

Section 4. The establishment or inactivation of chairperson appointments of AWIS Houston Committees

shall be by a vote of the Executive Board.

Section 5. Committee activities on behalf of AWIS Houston shall be reviewed and approved by the Executive Board.

ARTICLE X. BUDGET

Section 1. Proposed Committee activities involving AWIS Houston financial transactions must be approved in the form of a formal budget request form prior to any type of money exchange, deposit, or purchase that is expected to be reimbursed by AWIS Houston funds.

Section 2. Each fiscal year (July 1st to June 30th) the Executive Board will spend no more than 20% of the statement balance in their bank account as of July 1st (of that year) for all event-related activities (i.e. if at the beginning of the year on May 1st there are \$20,000 dollars in the bank account then for that year the board will spend 20% of \$20,000=\$4,000).

Section 3. Budget Approval

- a. Any budget less than \$100 (and that does not include the purchase of alcohol) must be approved by the President and the Treasurer, with 5 working days given for approval. If the President and Treasurer cannot agree, the Fundraising Chairperson will cast the tie-breaking vote.
- b. Any budget exceeding \$100 (or including alcohol) must be approved by simple majority vote of the Executive Board. In that case, the Chapter President will then submit the request form to the entire AWIS Houston Chapter Executive Board and call to order a meeting (in person or via email) to discuss and determine appropriate recommendations regarding the request openly. After discussions are closed, a vote for recommended amounts shall be taken by the Executive Board. The Executive Board must be given 10 working days to approve the budget.
- c. Small purchases (which are not event related but required by the board, e.g., flyers, banners, business cards, merchandise, etc.) with a budget less than \$100 must be approved by the President and the Treasurer, with 3 working days given for approval. For any purchase that is more than \$100 (and requires board's approval), please follow the same process and timeline as Article X; Section 3, Subsection b.
- d. Any purchases/reservations made before the formal budget approval are discouraged but may be reimbursed at the Executive Board's discretion.
- e. Any monies spent in excess of this recommended amount shall be reimbursed to Committees as determined by a simple majority vote of the Executive Board.
- f. After the event, it is the responsibility of the Executive Board Member Committee Chairperson to submit a report listing all funds spent on that particular event, as well as any revenue gained (new member fees, donations, etc.). This should be saved in the appropriate Committee folder on the Shared Google Drive.
- g. The AWIS Houston debit card is in primary possession of the Treasurer. However, if a Committee Chairperson needs to use the card (for an event, etc.), it is the Committee Chairperson's responsibility to ensure that the card is returned back to the Treasurer immediately after use.

Section 5. The Treasurer will give a quarterly budget update to the Executive Board, and depending on the progress, the budget can be revised by the board.

ARTICLE XI. Advisory Committee

Section 1. The Advisory Committee shall consist of at least 3 AWIS Houston members who are of senior career level to serve as advisors to the Executive Board. This Committee exists mainly to advise the Chapter when needed and therefore may assume such responsibilities when needed or as are deemed appropriate by the presiding Executive Board to serve the objectives of the Chapter. The members of this Committee have no voting power within the Executive Board. Advisory Committee members will serve for a one-year term and shall be approved by a simple majority vote of the Executive Board.

Section 2. All members who have served as a President of the AWIS Houston Executive Board will automatically be part of the Advisory Committee to serve as advisors to the Executive Board for an unlimited term. This Committee will have the same responsibilities and roles as stated in Section 1; Article XI.

ARTICLE XII. Officer Elections and Eligibility

Section 1. Any AWIS and AWIS Houston member in good standing (current payment of Chapter and National AWIS dues) is eligible for nomination to an elected AWIS Houston position after being a member for a minimum of three months at the time of the nomination. Nominations may be put forth by the candidates themselves and are encouraged.

Section 2. Officers may not be re-elected to the same position for 3 consecutive terms unless unopposed; they must vacate the position for one term before running for it again unless unopposed. They may be elected to other Executive Board positions in that time.

Section 3. Elections shall be held once every two calendar years. A Chapter Election Commission shall be appointed by the Executive Board to plan, conduct, and conclude the election process for the Chapter. A minimum of 2 designates must serve as the Election Commission. No member who is running for office may participate in the Election Commission. The President, whether running for re-election or not, may not participate in the Election Commission.

Section 4. Information regarding the call for nominations, the slate compiled, the election deadline, and the results of the voting will be publicized to each member via any media available to the member.

Section 5. The call for a slate of nominees shall be publicized no less than 2 weeks prior to the election. A slate shall be assembled and placed before the membership to open the election process. The slate shall include a biographical sketch of each nominee and reason for seeking the position.

Section 6. There shall be no less than 2 weeks of open voting time for members to cast their votes. Votes must be cast personally by each Chapter member and may be in any non-verbal communication form available to the member (e.g., post mail, electronic mail, etc.).

Section 7. Members must identify themselves on their ballots for the sole purpose of verifying membership status, therefore voting eligibility. However, the Election Commission may find an appropriate way to verify membership while maintaining some type of anonymity to the membership.

Section 8. Ballots will be received, verified, and tallied by the Chapter Election Commission, who shall

keep member identities and voting results anonymous.

Section 9. If multiple ballots are received from one member, the Election Commission shall count only the first ballot. Subsequent ballots shall be disregarded.

Section 10. The results of the election shall be announced to the membership by the Election Commission within 2 weeks of the voting deadline.

ARTICLE XIII. Programs, Activities, Events, and Meetings

Section 1. There shall be a minimum of 3 regular Chapter programs, activities, events, or meetings held in each calendar year. Notice of these shall be communicated in a timely manner to each member by any means available to the member.

Section 3. Any AWIS Houston member may propose special Chapter meetings or events to the Executive Board. Special meetings or events shall be approved by the Executive Board. Notice of special meetings or events shall be communicated in a timely manner to each member by any means available to the member.

Section 3. There shall be monthly Executive Board meetings to conduct Chapter business.

Section 4. Special meetings of the Executive Board may be requested by any Executive Board member. Special Executive Board meetings shall be convened by the President.

Section 5. The latest edition of "Robert's Rules of Order" shall serve as the parliamentary guideline for procedural matters.

ARTICLE XIV. Dues and Membership

Section 1. The Executive Board shall establish annual Chapter membership for AWIS Houston. Dues are set by AWIS Nationals.

ARTICLE XV. Public Information

Section 1. All statements made in the name of AWIS Houston shall be reviewed and approved by the Executive Board prior to being made public. AWIS Houston assumes no responsibility for public statements advanced by members unless approved by the Executive Board.

Section 2. Publication of personal or professional information on the AWIS Houston website (or another electronically networked medium) shall be made by personal choice of each member. AWIS Houston assumes no responsibility for the use of this information after its electronic publication.

ARTICLE XVI. Amendment of the Constitution and Bylaws

Section 1. The Constitution or Bylaws may be amended as necessary by a simple majority of votes received from the general AWIS Houston membership.

Section 2. Suggestions for amendments may be made to the Executive Board by any member of AWIS Houston via any means of communication (oral, written, electronic, etc.)

Section 3. The Executive Board shall designate an Executive Board member(s) to plan, conduct, and conclude votes on the Constitution and Bylaws.

Section 4. Recommendations for amendments shall be reviewed by the Executive Board. Proposed amendments shall be placed before the general AWIS Houston membership, by any available means of communication.

Section 6. Voting shall be open for a minimum of 2 weeks.

Section 7. All ratified amendments are submitted to National AWIS for review and approval. Amendments that are disapproved by the Executive Board are returned to the submitting member with a brief explanation of the disapproval.

Section 9. The Executive Board shall implement the approved amendments and publish a revised Constitution and/or Bylaws no later than one month following National AWIS approval.

ARTICLE XVII: Dissolution of AWIS Houston

Section 1. AWIS Houston may be dissolved following a formal vote by the general AWIS Houston membership. The proposal to dissolve shall be drafted and unanimously approved by the Executive Board to be submitted for general Chapter election following the protocol described in ARTICLE XVI for amendments.

Section 2. The proposal to dissolve must be approved by a minimum of a two-thirds majority of the Chapter members of record.

Section 3. In the event of dissolution, the Chapter assets remaining following payment of outstanding Chapter debts shall be ceded to the AWIS Educational Foundation or similar AWIS outreach Committee.