

PA Bylaws: Proposed Changes for Consideration, March 2024

SECTION 1: PROPOSED SUBSTANTIVE CHANGES

At the AAUW PA Annual Meeting, the AAUW PA bylaws committee will move to make each of the following substantive amendments to the AAUW PA bylaws by Article and Section; the rationale for each proposed change is listed immediately after the proposal:

ARTICLE VIII. AFFILIATE USE OF NAME

Article VIII. Affiliate Use of Name. Delete this Article in its entirety and move the content to become new section 2.g. in current Article XI. Remaining Articles will be renumbered appropriately, as needed.

Rationale: This wording applies to public policy and better belongs with Affiliate Officer Duties.

ARTICLE IX. AFFILIATE MEMBERSHIP AND DUES

IX.1. Section Heading. Replace “AAUW National” with “Affiliate.”

Rationale: It is important to clarify who is or may become a member of the AAUW PA Affiliate, not just how to handle those who have joined only at the national level and not through a branch.

IX.1. Add immediately after the section heading the following: “All members of local AAUW affiliates located in Pennsylvania, hereinafter known as branches, are also members of the Affiliate.”

Rationale: 1) The mandated changes give the membership requirements for all levels of AAUW; 2) it is important to clarify who is or may become a member of the AAUW PA Affiliate, not just how to handle those who have joined only at the national level and not through a branch.

IX.1. Delete “residing with Pennsylvania.”

Rationale: Many branches have members from out of state or who have a dual membership in branches in other states; the same welcome should apply to national members who want to join PA but live elsewhere.

IX.1. Replace “member-at-large” with “member.”

Rationale: 1) Mandated Article IV. gives the membership requirements for all levels of AAUW; 2) the new wording matches that in the mandated changes and clarifies who is or may become a member of AAUW PA; 3) there is no longer a category of “member-at-large” in the National Bylaws.

IX.2.a. Section Heading. Replace “AAUW Branch Members.” with “Affiliate Dues.”

Rationale: This section refers to all categories of members of AAUW PA who pay dues, so the appropriate heading is about dues and not membership status.

IX.2.a. Delete the first sentence.

Rationale: All members of the Affiliate, with the exception of Fifty-Year Honorary Life Members as noted in IX.2.c., are subject to the same rules about dues.

IX.2.a. In the second sentence, delete “The,” capitalize “annual,” replace “individual branch members and members-at-large” with “all categories of members,” and add at the end “as specified in Article XVI.3.,” reading then as follows: “Annual Affiliate dues for all categories of members shall be determined by a two-thirds vote of those present and voting at the Affiliate Annual Business Meeting, provided that notice has been given to all the members as specified in Article XVI.3.” The reference to current Article XVI.3. will be renumbered if needed after the bylaws vote.

Rationale: 1) The new wording clarifies how dues are determined for all members, not just branch members (that branch members are AAUW PA members is covered in IX.1. above); 2) there is no longer a category of member-at-large in the National bylaws; 3) providing the cross-reference for the meeting notice is helpful to readers.

IX.2.b. Delete “branch.”

Rationale: A paid Life Member may be a state member without being a branch member.

IX.2.c. Delete “branch.”

Rationale: An Honorary Life Member may be a state member without being a branch member.

IX.2.d. Add to the section header: AAUW College/University (C/U) Representatives. Then add “who are members of the Affiliate” just after “AAUW C/U Representatives.”

Rationale: 1) Nowhere in the bylaws before this spot is the abbreviation “C/U” explained. It should not be used without explanation. 2) C/U representatives are not required to join at a branch or state level; they get national membership through mandated Bylaw Article IV.2.b. Since they do not have to join the Affiliate, this dues requirement depends on their choice. They pay dues only if they become members. 3) it is important to state in the PA bylaws that branches make their own decisions about dues for C/U representatives.

IX.2.e. Replace the current wording with the following: Benefits of Membership. Payment of Affiliate dues entitles members to the membership benefits as determined by the Affiliate Board of Directors.

Rationale: 1) Unlike other points in this section, this one does not have a heading. Adding one tells readers at a glance what is contained in this section and creates a parallel structure with the rest of the section; 2) the bylaws should state broad categories, like benefits decided by the board of directors, rather than specifics within the category, like receiving a specific publication, so the bylaws don't have to be changed every time the implementation of their intention is changed through policy or practice.

IX.3. Delete the first sentence. Then replace the current wording of the second sentence with the following: “Any member whose annual Affiliate dues remain unpaid 45 days after the expiration of their membership shall be dropped from Affiliate membership.”

Rationale: 1) Because of the change to the membership year at the national level, the August 10 date no longer applies to all members. The wording of this section applies to all members and allows for a grace period before someone is dropped from AAUW PA membership; 2) this wording clarifies for members and branch finance officers the boundary of the dues collection period that applies to everyone, no matter when their membership anniversary date might be; 3) the new wording should encourage members and finance officers to submit dues payments promptly when due.

ARTICLE X. AFFILIATE NOMINATIONS AND ELECTIONS

X.1.a. Delete the final sentence: “District representatives will be selected at district caucuses.”

Rationale: Take specific procedure out of the bylaws. The board of directors can determine the procedure by which such representation will be attained.

X.1.c. Delete the final sentence: “(Note: This may be done through the *KEYSTONER*.)”

Rationale: Take specific procedure out of bylaws.

X.2.b. Delete all wording after the first sentence and replace it with “The board of directors shall determine the method(s) of voting and voting period in compliance with PA law and notify members.”

Rationale: 1) Take specific procedure out of the bylaws; 2) this wording parallels that in the national AAUW bylaws; 3) Members should always be made aware of how they can participate in making decisions; 4) Article X.1.c. already specifies that the slate needs to be announced to the membership “at least one month prior to the Affiliate annual business meeting,” so the timeline for educating members about candidates is still specified.

X.2.c. Replace the current wording with the following: “Officers shall be elected by a plurality vote.”

Rationale: 1) Take specific procedure out of the bylaws; 2) most elections now are done through electronic voting ahead of the meeting; 3) Article X.2.b., once revised, explains the determination of voting procedures; 4) a plurality when there are only two candidates is necessarily a majority. The distinction between “majority” and “plurality” is not needed; 5) this wording parallels that in the national AAUW bylaws.

ARTICLE XI. AFFILIATE OFFICERS

XI.1. Add the following just after the Section 1 heading: “The Affiliate shall have a minimum of three separate officers: one responsible for the management of the Affiliate, one responsible for financial affairs, and one responsible for recording and making available upon request the minutes of each noticed Affiliate or multi-Affiliate meeting and board meeting.”

Rationale: 1) This is a more global section about the Affiliate as a whole, not just the board of directors; 2) the content about the officers for management and finance is covered in mandated V.2.c. and serves here as a preamble to what Affiliate structures must be; 3) the requirement for someone to record minutes is part of the minimum requirement for non-profit organizations in PA law (Title XV.5732.a.); 4) State law does not require an organization to have a board of directors.

XI.2. Add a new section after section 2.e. and re-letter subsequent sections accordingly (this would become 2.f); the new wording reads: “Appointed officers shall perform such duties as the president and board shall direct.”

Rationale: The bylaws do not currently provide any direction to appointed officers and should.

XI.2. Add a second new section after section 2.e. and, if the preceding proposed change passes, after that new section, and re-letter subsequent sections (this would become 2.g.): “The public policy chair(s) and public policy committee in consultation with the president shall determine whether any particular state matter is one on which the Affiliate has a policy and whether any particular action is in accord with the Affiliate policies and principles. No action in the name of the Affiliate shall be taken on any matter until such determination has been made. Should either the chair or the president so request, a matter may be referred to the Affiliate board of directors for final determination.”

Rationale: 1) This wording was originally Article VIII and better belongs in the Affiliate Officer Duties section; 2) a few changes to capitalization have been made to match the style of the rest of the document.

XI.2.f. Change “may” to “shall.”

Rationale: Elected officers need to be transparent in their work for the members. Requiring an annual report is an important part of that.

ARTICLE XII. AFFILIATE BOARD OF DIRECTORS

XII.1. Delete the second and third sentences.

Rationale: This wording is better placed in XI.1., and most of it has been proposed as an addition there.

XII.2.c. Change the reference from “Article XVI.” to current “Article XV.,” renumbered as necessary if any numbering changes earlier in the document warrant that.

Rationale: Article XV covers financial administration, which XII.2.c. discusses; Article XVI is about meetings.

XII.4. Add to the end of the section: “All meetings of the board of directors shall be open and may be attended by any member of the Affiliate.”

Rationale: This wording is currently under XVI.6. and should instead be in XII.4 where it is relevant.

XII.7. Replace the wording in this section with the following:

Section 7. Voting Between Meetings. *Between meetings of the Affiliate board, a vote may be taken at the request of the president on any question submitted in writing, by conference call, or by any electronic means to all members of the board. Board members shall send their vote to the secretary. If the secretary is unavailable, the president may select an alternate member of the board, such as the administrative director, who did not put forth the motion to receive and record the votes. The deadline for responses shall be ten days after the question has been submitted; voting will close early if all votes have been cast. If a majority shall vote on a question, the vote shall be counted and shall have the same effect as if cast at a meeting of the board. The secretary or the designated alternate shall immediately notify all board members of the result and will report the motion and the result of the vote at the next board meeting.*

~~**Section 7. Voting Between Meetings.** Between meetings of the Affiliate board, a vote may be taken at the request of the president on any question submitted in writing, conference call, or any electronic means to all members of the board. Deadline for responses shall be ten days after the question has been submitted. Board members shall send their vote to the secretary. A majority of responses shall be required for the vote to be counted and when the vote is counted it shall have the same effect as if cast at a meeting of the board. The board shall be immediately notified of the result.~~

Rationale: The new wording clarifies 1) that the quorum required in a meeting of the board, as described in XII.6., also applies to voting between meetings; 2) who is responsible for reporting the outcome of the vote; 3) the order in which the actions will be taken; and 4) how the motion and vote become part of the minutes of the board’s work. This new wording also mirrors the wording in Article XIII.5.

ARTICLE XIII. AFFILIATE EXECUTIVE COMMITTEE

XIII.2.g. Add after directors: “at their next meeting,” change “its” to “all,” and make “action” plural, giving the following: “Report to the board of directors **at their next meeting** on **all** its activities and actions taken.”

Rationale: 1) Reporting such actions and activities at the board meeting ensures that they are included in the minutes and that they are made known to the full board in a timely manner; 2) the new wording clarifies the executive committee’s responsibility to be completely transparent and accountable; and 3) the executive committee may take more than one action and should report on all of them.

XIII.5. Replace the wording in this section with the following:

Section 5. Voting Between Meetings. *Between meetings of the executive committee, a vote may be taken at the request of the president on any question submitted in writing, by conference call, or by any electronic means to all members of the executive committee. Executive committee members shall send their vote to the secretary. If the secretary is unavailable, the president may select an alternate member of the executive committee, such as the administrative director, who did not put forth the motion to receive and record the votes. The deadline for responses shall be five days after the question has been submitted; voting will close early if all votes have been cast. If a majority shall vote on a question, the vote shall be counted and shall have the same effect as if cast at a meeting of the executive committee. Votes of the committee members shall be sent to the secretary of the Affiliate. The secretary or the designated alternate shall immediately notify all executive committee members of the result and will report the motion and the result of the vote at the next board meeting.*

~~Section 5. Voting Between Meetings. A written, conference call, or electronic vote may be taken at the request of the president on any question submitted in writing, by the previously mentioned means, to all members of the executive committee. Voting shall close ten days after the question has been submitted. If a majority shall vote on a question, the vote shall be counted and shall have the same effect as if cast at a meeting of the executive committee. Votes of the committee members shall be sent to the secretary of the Affiliate.~~

Rationale: The new wording clarifies 1) that the quorum required in a meeting of the board, as described in XII.6., also applies to voting between meetings; 2) who is responsible for reporting the outcome of the vote; 3) the order in which the actions will be taken; and 4) how the motion and vote become part of the minutes of the board's work. This new wording also mirrors the wording in Article XII.7.

ARTICLE XVI. MEETINGS OF THE AFFILIATE MEMBERSHIP

XVI. Heading. Add "MEMBERSHIP" at the end.

Rationale: This clarifies at a glance the difference between meetings of the membership and meetings of any other groups in the Affiliate (board of directors, executive committee, and committees), the rules for which are laid out in other sections of these bylaws.

XVI.1. Add after the second sentence: "Such business shall include the official election of officers, receipt of written reports on the activities and financial condition of the Affiliate, and transaction of such other business as may properly come before the meeting."

Rationale: It is important to clarify what content must be included in the meeting to ensure proper running of the Affiliate and transparency to the membership.

XVI.3. Delete the list of those who shall be notified and replace it with "members of the Affiliate."

Rationale: 1) All members of the Affiliate are notified because these meetings are business meetings of the membership; 2) branch members and the board of directors are all members of the Affiliate; therefore, they are included in the new wording; 3) other interested parties, such as AAUW national, C/U representatives, and national AAUW members, may (and should) be invited to other Affiliate events, but only members of the Affiliate can vote at a business meeting and, thus, should be the ones to receive notice; 4) this wording does not close the meeting to guests; they are just not required to be notified.

After XVI.3., add a new section [First new section], if passed to be numbered XVI.4. but without the wording in square brackets and with all successive sections renumbered as necessary, that says the following (for a summary of timing, see Table 1 below):

[First new section] **Section 4. New Business for the Affiliate.**

a. New business may be brought before the membership at the annual meeting by a motion or resolution from any two Affiliate members or any branch if it is first submitted to the Affiliate president ten days before the date of the winter board meeting for consideration by the board.

b. The board shall establish procedures to provide for member input before the vote at the annual meeting.

Rationale: 1) Members and branches should be encouraged to take an active role in governing the Affiliate; 2) with electronic voting becoming more commonly used, branches and individual members need to have a formal way to propose motions and resolutions for board and member consideration; this wording does that; 3) for such actions to be taken and voted on appropriately, a period during which members can discuss the motion/resolution must be established; 4) such a structure allows for discussion both by the board and by the membership.

XVI.4.a. Add at the end of the section the following: “In addition to the election of officers, votes may include, as part of business that properly comes before the meeting, adoption of or amendments to the public policy priorities, resolutions, changes to the Affiliate dues structure, and amendments to these bylaws. Affiliate members who cast a vote are considered to be present at the meeting.”

Rationale: 1) Listing the types of business that may come before the membership helps both board members and Affiliate members know the potential content and importance of such meetings; 2) the new final sentence would clarify how votes cast electronically before the date of the meeting would count in terms of reaching the quorum for the meeting and certifies the validity of the vote.

XVI.4.b. Delete this entire section and replace it with the following: “There shall be no proxy voting.”

Rationale: 1) The new wording matches the wording in the national AAUW Bylaws about voting in the annual business meeting; 2) it is important that each member casts their own vote rather than having a branch representative cast a vote for all branch members based on the majority in the branch; 3) with

electronic voting ahead of the meeting, this is a simpler process and ensures that each member's voice can be heard; 4) the new wording in tXVI.4.c., if passed, covers what is needed to pass a motion.

XVI.4.c. Delete this entire section and replace it with the following: "Ballots equal in number to at least five percent of the votes entitled to be cast must be cast for a vote to be counted. The affirmative vote of a majority of the votes cast shall be necessary for the adoption of noticed business, except that a two-thirds vote shall be required to adopt amendments to these Bylaws and changes to the Affiliate dues structure."

Rationale: 1) The first sentence reconfirms the quorum to do business and states how it will be achieved, whether voting is in person or electronically ahead of the meeting; 2) the second sentence makes clear what is necessary to pass a motion of different types without having to read this in Robert's Rules of Order Newly Revised; 3) this wording matches the wording in the national AAUW Bylaws about voting in the annual business meeting.

Second new section in XVI.4. Add a new section, lettered as needed: "The board of directors shall determine the method(s) of voting and voting period in compliance with PA law. The system and policies to be used for the conduct of the vote, including methods by which every Affiliate member's input is sought prior to the submission of a proposal for final adoption, shall be adopted by a two-thirds vote of the board of directors and shall be made available to the Affiliate members."

Rationale: 1) This wording clarifies how the voting method for all types of votes to be cast will be determined, not just for candidate elections; 2) the new wording in XVI.4.c., if passed, covers what is needed to pass a motion; 3) the addition of the wording on methods matches that in X.2.b. on elections; 4) this wording matches the wording in the national AAUW Bylaws about voting in the annual business meeting.

XVI.6. Delete all of Section 6 and renumber the successive sections as needed.

Rationale: 1) The full membership is given notice of Affiliate meetings per XVI.3., so this is redundant; 2) the phrasing about board of directors' meetings being open should be in Article XII.4, not in Article XVI.

XVI.8. Delete all wording in this section after "The quorum shall be" and replace it with the following: "5% of the Affiliate membership as of the official notice of the meeting." If the proposed changes to Article XVI pass, this will become XVI.5.

Rationale: 1) The current wording is circular and does not provide for a quorum; in short, it says that a majority of those who voted is considered a quorum in order to vote; 2) because membership numbers can fluctuate, the quorum should be a percentage of the membership rather than a particular number; 3) the 5% percentage matches the quorum for national meetings of the membership; 4) AAUW PA has had situations in the past with not having a quorum to conduct business at in-person annual meetings; for example, in 2017 under those bylaws, there was a quorum, but it was attained by having 73 members present. However, the noticed business of the meeting (election of officers, dues changes,

proposed bylaws changes, and/or proposed public policy priorities, etc.) can be and is now generally being done electronically ahead of the meeting as long as there have been opportunities for discussion and input, allowing a greater percentage of the membership to take part; 5) this percentage, currently 75 members out of PA's 1497 members, has been easily exceeded in the past five annual meeting voting events that have been conducted (see Table 2 below); 6) establishing the date on which the number that constitutes a quorum for a particular meeting clarifies the process; 7) a quorum does not need to be established for a branch voting event for state issues or elections, just for the state meeting itself.

TABLE 1		
SUMMARY OF REQUIRED NOTICE FOR VOTING or MEETINGS		
Type of Business to Come before a Meeting	Wording about the Timing	Article and Section
Resolutions or Motions Proposed by a Branch or Member	New business to be brought before the membership at the annual meeting through a motion or resolution from any Affiliate member or branch shall be submitted to the Affiliate president for consideration ten days before the date of the winter board meeting.	Proposed XVI.4.
Affiliate Meetings (Annual meeting)	Notice of meetings shall be sent to all members of the Affiliate at least 30 days prior to the meeting.	XVI.3
Proposed Bylaw Amendments (at annual meeting)	Written notice of the proposed bylaws amendments shall have been sent to members no fewer than ten but no more than sixty days prior to the meeting.	VIII.1
Proposed Dues Change	Members shall be notified at least thirty (30) days in advance of the intent to consider a change in the dues, the proposed amount, and the rationale for the change.	IV.4.a
Special Board Meetings	Shall be called upon written request of five board members, provided that at least five days' notice of such meeting and its agenda have been given to the board members.	XII.5

Board Executive Committee Meetings	The executive committee shall meet at the call of the president; and at other times at the written request of two members of the committee, provided that the agenda and notice of the meeting have been given to the members at least five days in advance.	XIII.3
---	---	--------

TABLE 2					
Year	In-person voting	Branch voting events	Paper ballots	Online voting	Total votes cast
2018	X		X	X	117
2019	X		X	X	255
2020		X	X	X	192
2021		X	X	X	262
2022		X	X	X	153
2023		X	X	X	215

ARTICLE XVIII. AMENDMENTS TO AFFILIATE BYLAWS

XVIII.1. Heading. Replace the wording in the current heading with “**Amendments Not Mandated by AAUW.**”

Rationale: 1) This ordering is more common and easier to understand. 2) that such changes will be done through a vote of the membership is clearly laid out in the rest of the section.

XVIII.1. Modify the wording to read as follows: “Provisions of these bylaws not governed by the bylaws of AAUW may be amended at the Affiliate annual business meeting by a two-thirds vote of those voting. Written notice of the proposed bylaws amendments shall have been sent to members no fewer than ten but no more than sixty days prior to the meeting. If the previous notice has not been given, these bylaws may be amended by unanimous vote of those voting at the Affiliate annual business meeting.”

Rationale: 1) This sentence is quite long. Breaking it into smaller parts makes it easier to follow; 2) much of the original wording is maintained; 3) the means for establishing voting procedures for bylaws changes is described in Article XVI; 4)

the biggest change to this Article is changing the notification date for a bylaws change that requires a member vote; such a change allows for a reasonable period of member input prior to issuing the final proposed change before the vote; 5) this notification period matches that in the national AAUW Bylaws.

XVIII. Add a new section immediately after the first that says the following: “The board shall establish procedures to provide for member input before the vote.” The section will be renumbered as needed.

Rationale: 1) Member input is critical to good governance; 2) there will be more electronic voting in the future, which has the potential to depress member participation; 3) the board wants to encourage member participation; 4) including a provision that the board must establish methods for input before bylaws proposals are put to a vote allows for member participation.

XVIII. Move this entire Article to become Article VIII.

Rationale: Mandated bylaws changes are treated in Article VII. It makes sense to keep these two related sections together.

DATES

Dates: Delete both instances of “Date adopted: April 2016.”

Rationale: A check of our records shows that this date should not have been included in either place. No changes were made then.

Dates: All subsequent dates after the first: Replace “Date adopted” with “As amended on.”

Rationale: This wording is more legally accurate.

For Reference: An Overview of Notification Deadlines in the Proposed Changes

	Notice to :
Proposed bylaw amendments	Members between 10 and 60 days prior to voting at annual meeting
Proposed dues change	Members a minimum 30 days prior to voting at annual meeting
Annual Meeting	Members a minimum of 30 days prior to the meeting
Board special meetings	Board members minimum of 5 days including the agenda
Executive Committee meetings	Executive Committee members minimum of 5 days including the agenda

SECTION 2: PROPOSED TECHNICAL CHANGES

At the AAUW PA Annual Meeting, the AAUW PA bylaws committee will move to make the following technical amendments to the AAUW PA bylaws as a group; the rationale for each is listed immediately after each item:

ARTICLE IX. AFFILIATE MEMBERSHIP AND DUES

IX.2.c. Change “with” to “of.”

Rationale: Parallel wording with IX.2.b.

IX.2.d. At the first reference, write out “C/U” to “College/University (C/U).”

Rationale: Clarify the meaning of the abbreviation.

ARTICLE X. AFFILIATE NOMINATIONS AND ELECTIONS

X.1.a. Make “Nominating and Elections Committee” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

X.1.a. Make “Chair” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

X.1.b. Make “Nominating and Elections Committee” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

X.1.c. Make “Nominating and Elections Committee” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

X.1.d. Make “Executive Committee” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

X.2.a. Make “Nominating and Elections Committee” lowercase.

Rationale: Match other Affiliate titles for consistency of style.

ARTICLE XI. AFFILIATE OFFICERS

XI.1.a. Remove the hyphens in “vice-president” in three places.

Rationale: In the US, this wording is not hyphenated (but it is hyphenated in English in other countries).

XI.1.d. Change Roman numeral “I” to Arabic numeral “1” in the date “July I.”

Rationale: Dates are not written using Roman numerals.

- XI.1.f.** Change Roman numeral “I” to Arabic numeral “1” in the date “July I.”
Rationale: Dates are not written using Roman numerals.
- XI.1.g.** In the first sentence, delete the comma after “office” and after “president.”
Rationale: This phrase is vital to the meaning of the section; therefore, there should be no commas around it.
- XI.1.h.** Remove the hyphens in “vice-president” in three places.
Rationale: In the US, this wording is not hyphenated (but it is hyphenated in English in other countries).
- XI.1.h.** Remove “and” before “program vice president” and add in a comma after “president” and after “program vice president” so that the sentence then reads: “The president, program vice president, and marketing and communications vice president”
Rationale: Because of the addition of a third vice president, the format of this list needs to change.
- XI.2.a.** Make “Officers” lowercase.
Rationale: This would be parallel with other lowercase uses of Affiliate positions in the document.
- XI.2.a.** Delete the comma before “Newly Revised.”
Rationale: It is not part of the title, and the website for Robert’s Rules uses the title without any punctuation before that phrase.
- XI.2.a.** “Robert’s Rules of Order, Newly Revised” should be italicized.
Rationale: Use appropriate title punctuation.
- XI.2.a.** Add a comma after “Newly Revised.”
Rationale: Parallel use of the Oxford comma in a series.
- XI.2.d.** Delete the comma after “special meetings.”
Rationale: No comma is used in a compound phrase of only two parts.
- XI.2.d.** On line 2, remove the comma after “upon request.”
Rationale: The phrase “upon request “ is a mandatory requirement and, thus, should not have a comma.
- XI.2.e.** Remove the commas before and after “and securities.”
Rationale: This is a restrictive element and, thus, should not be surrounded by commas.
- XI.2.e.** Add a “-d” to “designate” before “contact.”
Rationale: An adjective form is needed before “contact.”

ARTICLE XII. AFFILIATE BOARD OF DIRECTORS

XII.2.c. Change the formatting of the cross-reference “Article XVI. Financial Administration, Section 2.” to “Article XVI.2,” but use the corrected cross-reference if that proposed change passes.

Rationale: Make the cross-reference style concise and consistent throughout.

XII.5. Add an apostrophe to the end of “days.”

Rationale: The use of the word here is possessive.

ARTICLE XIII. AFFILIATE EXECUTIVE COMMITTEE

XIII.2.f-i. Change the lettering of the list to start with “a” instead of “f.”

Rationale: The lettering in each section should be independent of that in a previous section.

XIII.3. Take out the semicolon after “president.”

Rationale: No punctuation is needed in a compound phrase.

XIII.3. Restructure the end of the sentence to read “provided that the agenda and notice of the meeting have been given to the members at least five days in advance.”

Rationale: The sentence reads more smoothly with this structure.

ARTICLE XV. FINANCIAL ADMINISTRATION

XV.1. Change Roman numeral “I” to Arabic numeral “1” in the date “July I.”

Rationale: We don’t write dates with Roman numerals.

ARTICLE XVI. MEETINGS OF THE AFFILIATE MEMBERSHIP

XVI.2. Remove the comma after the first reference to “the president.”

Rationale: No comma is needed in a compound verb phrase that is not part of a series.

XVI.3. Section Heading. Delete the “s” in “Meetings.”

Rationale: 1) Although the reference is to all meetings of the membership, when the word is used as an adjective, as here, it is not plural; 2) the plural reference is clarified in the text of the section.

ARTICLE XVII. AFFILIATE INDEMNIFICATION

XVII. Add a comma after “pending” in “any threatened, pending or completed”

Rationale: Consistent use of the Oxford comma in a series.

XVII. Add a comma after “suit” in “or completed action, suit or proceeding.”

Rationale: Consistent use of the Oxford comma in a series.

XVII. Change “to” to “in” after “completed action, suit or proceeding.”

Rationale: The verb “involved” has the structure “involved in,” not “involved to.”

XVII. Add a comma after “settlement” in “ In the event of a settlement.”

Rationale: The comma sets off the introductory phrase from the rest of the sentence.

ARTICLE XVIII. AMENDMENTS TO AFFILIATE BYLAWS

XVIII.1. Move “Member Vote” to the beginning and add “on” following it, so the whole reads “Member Vote on Non-AAUW-mandated Amendments.”

Rationale: The phrase is easier to understand with a prepositional phrase rather than a complex adjective.

XVIII.1. Change “X, Section 2, c, of these bylaws” to “X.2.c. of these bylaws.”

Rationale: Consistency and conciseness of cross-reference.

Dates: First date at the end: Delete “Date” and capitalize “Adopted”; then delete the colon.

Rationale: This wording is more legally accurate.