

BYLAWS

ASSOCIATION FOR WOMEN IN SCIENCE, INDIANAPOLIS CHAPTER

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Article I. Name and Affiliation

The name of this organization is the ASSOCIATION FOR WOMEN IN SCIENCE, INDIANAPOLIS CHAPTER, hereinafter referred to as "Indianapolis Chapter". Indianapolis Chapter shall be a chapter of the national organization, the Association for Women in Science, Incorporated, hereinafter referred to as "National AWIS".

Article II. Purpose

This organization is organized and operated exclusively for charitable and educational purposes, specifically: to promote equal opportunity for women to enter the scientific professions and achieve their career goals; to raise the status of women in science and women generally; to initiate, encourage, and engage in research related to women in the scientific fields and other works of educational and scientific nature; and to exchange information with other groups supportive of our goals, and coordinate activities directed to their fulfillment.

Article III. Members

All Indianapolis Chapter members must be National AWIS members.

SECTION 1: Any individual who is a member of National AWIS and supports the purpose of the Indianapolis Chapter is eligible for membership in the Chapter and shall hold full membership status upon payment of National dues and selecting the Indianapolis Chapter. Hereafter, full members shall be referred to as "Members".

SECTION 2: All Members of the Indianapolis Chapter shall have voting privileges.

Article IV. Officers

SECTION 1: Eligibility. Any Member of the Indianapolis Chapter shall be eligible for election to office.

SECTION 2: Governing Board. The Governing Board shall consist of both voting (Board Members) and non-voting (Regular Members) members.

The business of the Indianapolis Chapter shall be conducted by the voting members of the Governing Board in consultation with the non-voting members and includes but is not limited to holding meetings to conduct business of the Indianapolis Chapter, approving financial policies and budget, appointing persons to fill unexpired terms of office, appointing representatives to regional and national AWIS meetings, delegating and coordinating activities of committees.

The voting members (Board Members) shall be: The formally elected Officers including the President, Vice President, Past-President, Secretary, and Treasurer, any Chairs of Committees, and all members who regularly attend Board meetings.

Except for in-person Board meetings or other virtual meetings whereby all persons participating in the meeting can hear each other simultaneously, voting shall be conducted by e-mail or mail after interactive discussion. Any action taken by email or by mail requires the unanimous consent of the voting members of the Board. A quorum for any ballot of the Governing Board shall consist of a majority of voting members of the Governing Board. No members of the Governing Board may vote by proxy but can forfeit their voting rights if desired.

SECTION 3: Duties of the Governing Board.

President. The President shall oversee the activities of the Governing Board, call and preside at Governing Board Meetings, review and direct chapter activities and committees, and appoint committee chairs. The President shall serve as the main liaison with National AWIS, other AWIS chapters and outside organizations. Following their term as President, the President shall serve as Past-President for one year to assist and advise the newly elected President.

Past-President. The Past-President shall assist in long-range planning for the Association and shall serve as an ex-officio member of the Governing Board for six to twelve months after their Presidency ends.

Vice President (President-Elect). A President-Elect shall be elected annually and assume office in the Indianapolis Chapter. It is expected that candidates for President-Elect will have served on the Governing Board for at least one year prior to their election. The President-Elect shall exercise responsibility over particular activities at the request of the President and prepare to assume the responsibilities of the Presidency. The President-Elect shall become President after one year of service in the role.

Secretary. A Secretary shall be elected annually and assume office in the Indianapolis Chapter. The Secretary shall be responsible for taking minutes at Governing Board meetings, distributing minutes, and ensuring appropriate retention of records and correspondence.

Treasurer. A Treasurer shall be elected annually and assume office in the Indianapolis Chapter. The Treasurer shall be the Chief Fiscal Officer of the chapter. The Treasurer shall receive chapter dues and donations and keep them in an authorized and insured financial institution, maintain financial records, ensure that monetary accounts have at least two signing authorities (the Treasurer and one other elected officer), present the budget for each fiscal year and review the finances on an ongoing basis, report financial figures to AWIS National and the IRS, and transfer all financial records and signature authority to the newly elected Treasurer by the first day of the new term.

SECTION 4: No member of the Governing Board shall serve more than two consecutive terms in the same position.

SECTION 5: If the office of President becomes vacant, the President-Elect shall succeed to that office. Other vacancies on the Governing Board shall be filled by appointment of the Governing Board. Appointees shall serve until the next general election by the Chapter's membership.

SECTION 6. Voting members of the Governing Board may be suspended for cause by a majority vote of all the remaining voting members of the Governing Board. Voting members of the Governing Board, elected by the Chapter's membership, may be removed from office by a majority vote of the members of the Chapter.

Article V. Committees

SECTION 1: Ad hoc committees. Ad hoc or standing committees may be established by the President as needed for a specific purpose. The scope will be decided by the Governing Board to support the activities of the Indianapolis Chapter.

SECTION 2: Committee Functions. Committees shall perform duties as may be assigned by the Governing Board. Committees shall report their activities at general meetings as needed and, in any active year, submit a report to the Board.

SECTION 3: Appointments. The President shall appoint all Chairs of committees, and members of these committees shall be appointed by the President after consultation with the Chair. Their term of office is at the discretion of the President.

SECTION 4: Qualifications. Members of any committee are expected to be Members of National AWIS and Indianapolis Chapter.

SECTION 5: Quorum. The quorum for a meeting of any committee shall be a majority of its members.

Article VI. Nominations and Elections

SECTION 1: Nominations. The Governing Board shall request nominations for all vacant offices annually from the membership, electronically or by mail, and shall present the ballot to the membership.

SECTION 2: Elections. Elections shall be held annually during the month of August. Members may vote in-person or electronically. A majority of the votes cast shall be necessary for election. Newly elected officers shall assume office and the full responsibility for that office on the first of September.

Article VII. Meetings

SECTION 1: Governing Board Meetings. The Indianapolis Chapter shall hold at least one Board meeting per quarter. The meetings will be announced in advance and are open to all members of the Indianapolis Chapter except for those portions of the meetings held in executive session due to the nature of the matter under discussion.

SECTION 2: Annual Members Meeting. An annual meeting of members will be announced at least 20 days prior to the meeting date.

SECTION 3: Other Meetings. Other meetings of the Indianapolis Chapter may be held at times and places determined by the President and/or the Governing Board. Notices shall be sent to all Members at least two weeks in advance of the meeting.

SECTION 4: Quorum at Meeting of Members. A quorum shall be 10% of the total number of votes entitled to be cast. The Governing Board shall establish the record date for determining members entitled to vote at least 10 days prior to the meeting.

SECTION 5. Proxies. Every member is entitled to vote at a meeting. Members may authorize any person or persons, according to a signed statement of their desired vote, to act for them by submitting a signed proxy prior to the date of the called meeting. Officers and other members of the Governing Board shall not vote through a signed proxy.

Article VIII. Representatives to Other Organizations

The Governing Board may appoint members to represent the Indianapolis Chapter to other organizations with which it is affiliated.

Article IX. Parliamentary Procedure

Except as otherwise provided in the Certificate of Incorporation & Bylaws, this Chapter shall be governed in its proceedings by Robert's Rules of Order, current edition.

Article X. Dissolution

In the event of the dissolution of the Indianapolis Chapter, all assets shall be donated to National AWIS for educational awards, in accordance with National AWIS guidelines and/or state regulations. National AWIS shall be notified in writing of the dissolution and shall receive the records of the chapter.

Article XI. Amendments

Amendments to these Bylaws may be proposed by any member of the Indianapolis Chapter for review by the Governing Board. On approval, amendments shall be submitted to the membership at least 30 days prior to a vote. A simple majority of ballots submitted that are in support of the amendment will ratify any such amendment.