



Cobb Update Cobb Update

Volume 32, Issue 7

March, 2016

Special Dates of Interest

- Mar 5 - Women's History KSU
- Mar 12 - Branch Meeting
- Apr 12 - Branch Meeting
- **May 10 - Branch Meeting - Woman of the Year, Scholarship Awards and Installation of new officers**



St. Patrick's Day

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FORWARD MARCH!



**Women in the Military
Past, Present, Future**

**A special program In Women's History Month
Saturday, March 12, 2:30 p.m.**

**Conference Room, Cobb County Public Library,
266 Roswell Street**

**Invited women veterans and AAUW Cobb members
and Navy veterans,
Amy Stevens and Bea Piddock,
talk about
their military service.**



Book Group

For additional Book Group information please email or call Barbara Hammond at 770-973-1988 Bhammond@kennesaw.edu

Hello All:

Please note some changes for **hostesses and times** for the March and April Book Group Meetings! There are no changes to the books for each month. Please see the Master List for the "overall picture." (pg. 5)

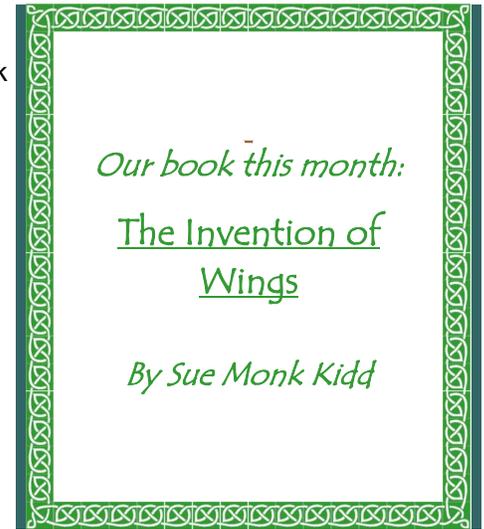
The March Book Group will be **March 21st at 2:00 p.m.**

Our Hostess will be: Joan Zenteno:
221 Ennisbrook Drive
Smyrna, GA 30081

Please let Joan know you are coming! Phone: 678-309-1323 or jzenteno@bellsouth.net

Joan will also do refreshments! The book is **The Invention of Wings** by **Sue Monk Kidd** and will be facilitated by Marty Hughes. Yea for all these great people!

In April, we will return to the evening times (6:30 p.m.). The April 18th meeting will be at the home of Barbara Hammond, refreshments by Sandi Nelson. The April book is **The Beautiful Mystery** by **Louise Penny**, facilitated with **sound effects** by Barbara Hammond. 🎧



ROVING GOURMET



We are trying a *brand new* place!!

DRIFT FISH HOUSE & OYSTER BAR

4475 Roswell Road, Marietta
in The Avenue East Cobb

They are opening this Sunday the 28th and it is the latest restaurant of Doug Turbush, chef and owner of Seed Kitchen & Bar. I have tentatively made a reservation for 12. Please make me add to that number and come give this new restaurant and (newbies) our dinner group a try!!

<http://www.driftoysterbar.com/>
(770) 635-7641

Circle the date:

FRIDAY, MARCH 4th, at 7:00 PM

Please RSVP to JUDY at 770-319-1776 or jvr@pcvisions.com by Wednesday, 2nd of March.

PRESIDENT'S CORNER

We appreciate the panelists who came to the February 13 event, "Domestic Violence and Sexual Assault in Cobb County," to present their expertise in confronting these serious issues. Those who attended learned a lot about the shelter and services available for free to victims at the YWCA NW, the legal help available to victims, and the law enforcement necessary to prosecute these crimes. We especially appreciate Elias Covarrubias at the YWCA NW for securing all the professional panelists and the two young women who told their personal stories of survival. Afterwards, Elisa emailed me the following comment: "Arden, thanks again for hosting us and helping to get the word out about resources in the community! I can tell your group is concerned, active citizens." Sherwin Figueroa, Assistant District Attorney, Cobb County emailed, "I was happy to be there and learn about your organization! Our office posted about it on Facebook." The event was a partnership between AAUW Cobb and the YWCA NW and was co-sponsored by the Marietta/Cobb League of Women Voters. Pictured left to right are Kate Gaffney, Legal Aid Society; Sherwin Figueroa, Assistant Cobb County District Attorney; Elisa Covarrubias, YWCA NW; Arden Stone, Panel Facilitator; and Lt. Everett Cebula, Cobb County Police Officer.



Please attend the March general meeting "Forward March". It's an appropriate title for the month and for the topic of the program during Women's History Month. We will hear personal stories of military service from two of our members, Navy veterans Amy Stevens and Bea Piddock. Two other veterans that recently served will also speak, giving us a perspective of past, present, and what the future may bring for women in the military. This is the last Saturday afternoon general meeting we will have. In April, we will be at the East Cobb Government Center the second Tuesday evening. On May 10, our 2015-2016 year-end dinner will be held at the Marietta Country Club. More details will come later, but please put these dates on your calendar and plan to attend. Spring is coming! That always lightens our hearts.

Arden

Pam Flournoy and Rita Neal Honored



Rita Neal (rt) and Pam Flournoy (lft) received recognition at the January general meeting. A Branch donation of \$1,500 to the AAUW Education Fund was given in honor of Rita for her long time commitment to education and a donation of \$1,500 to AAUW's Legal Advocacy Fund was given in honor of Pam for her years of commitment to women's causes.

Special thoughts for Pam: Long time faithful AAUW member and activist in the Cobb County Democratic Party, Pam Flournoy, suffered a serious stroke at her home on February 16. Our thoughts and prayers are with her during the recovery process. Pam's son, Mark Flournoy, said that Pam is especially cheered by cards and notes she receives. If you would like to send Pam a message, her address is: 389 Promenade Court, Marietta GA 30064.



“Reading furnishes the mind only with materials of knowledge; it is thinking that makes what we read ours.”

John Locke

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articles by the 22nd of the month prior to publication date.
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In principle and in practice AAUW values and seeks a diverse membership. There shall be no barriers to full participation in this organization on the basis of gender, race, creed, age, sexual orientation, national origin, or disability. Membership is open to anyone who holds an associate's or equivalent, bachelor's, or higher degree from a regionally accredited college or university.

NCCWSL Attendee Selected



Bonnie Parker, Vice President of our AAUW affiliate at Kennesaw State University, has been selected to attend the National Conference for College Women Student Leaders (NCCWSL) to be held June 2-4 at the University of Maryland. Women students from across America will be attending. Bonnie is in her second year at KSU, majoring in Organizational Communication. She is also a leader for a campus ministry called The Real Movement as well as a writer for *The Odyssey* (an online student magazine). On learning of her selection, Bonnie said, “Thank you so much for this amazing opportunity!” We are proud to sponsor Bonnie’s attendance at this national conference organized by AAUW.

Lunch out on Saturdays?

If you would like to picnic with AAUW Cobb friends, pack your lunch and come to the Book Room any Saturday from 10:00 am – 2:00 pm. Enjoy the chit-chat and earn some hours for our branch by doing tasks necessary to be ready for the annual Book Fair in the fall. The more hours we donate all year long, as well as at Book Fair time, mean more funds our branch receives for scholarships, branch programming, and branch donations to AAUW Funds. Call or email Karen Peters or Debbie Karvey for details.



AAUW Book Group Selections: September, 2015--September, 2016

Date	Book	Hostess	Facilitator	Refreshments
9/14/15 2:00 p.m.	The Goldfinch Donna Tartt	Joan Zenteno	Karen Peters	Judy Ribarsky
10/26/15 2:00 p.m.	Doc A Novel Mary Doria Russell	Barbara Hammond	Debbie Karvey	Barbara Hammond
11/16/15 2:00 p.m.	Sweetness at the Bottom of the Pie Alan Bradley	Norma Cannon	Judy Ribarsky	Norma Cannon
12/21/15 6:30 p.m.	The All-Girl Filling Station's Last Reunion Fanny Flagg	Barbara Hammond	Arden Stone	Pot Luck Dinner
1/18/16 2:00 p.m.	Life After Life Jill McCorkle	Nancy Coakley	Karen Peters	Peg Montgomery
2/22/16 2:00 p.m.	Saving Fish from Drowning Amy Tan	Norma Cannon	Barbara Blue	Norma Cannon
3/21/16 2:00 p.m.	The Invention of Wings Sue Monk Kidd	Joan Zenteno	Marty Hughes	Joan Zenteno
4/18/16 6:30 p.m.	The Beautiful Mystery Louise Penny	Barbara Hammond	Barbara Hammond	Sandi Nelson
5/16/16 6:30 p.m.	The Boys in the Boat Daniel James Brown	Bonnie Williams	Bonnie Williams	Bonnie Williams
6/20/16 6:30 p.m.	The Storied Life of A.J. Fikry Gabrielle Zevin		Jane Benjamin	Rita Neal
7/18/16 6:30 p.m.	A Spool of Blue Thread Ann Tyler	Nancy Coakley	Nancy Coakley	Nancy Coakley
8/15/16 6:30 p.m.	Book Selection Meeting:	Jane Benjamin	XX	Pot Luck Dinner
9/19/16 2:00 p.m.	All the Light We Cannot See Anthony Doerr			

BYLAWS CHANGES

AAUW has made available a set of model bylaws for branches to use to simplify the integration of the Mandatory Conformance Memo.

The Branch Board has decided to use this model to create a new set of bylaws, called a revision, as a substitute for our current bylaws.

The new bylaws will be submitted for approval at our Tuesday, April 12 meeting.

In reading the bylaws, which follow, note that **blue text** indicates mandatory bylaws provisions.

If you have questions before the meeting, please contact Bea Piddock at bpiddock@earthlink.net or 770-565-7583.

**BYLAWS OF THE AMERICAN ASSOCIATION OF
UNIVERSITY WOMEN OF COBB COUNTY, GEORGIA**

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name. *The name of the organization shall be Cobb County, Georgia hereinafter known as the "Organization."*

Section 2. Governance. *The Organization shall comply with the requirements of AAUW and federal, state, and local law. The bylaws of the Organization shall in no way conflict with the AAUW bylaws and/or policies.*

ARTICLE II. PURPOSE

Section 1. Purpose. *The purpose of AAUW is to advance equity for women and girls through advocacy, education, philanthropy, and research. The purpose of the Organization is to further AAUW purposes and policies.*

Section 2. Policies and Programs. *In keeping with this purpose, the Organization shall promote equity, education, and development of opportunities for women and girls that enable them to realize their full potential.*

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. Use of the AAUW name and/or logo requires all AAUW states, multistate organizations, branches, comparable AAUW-affiliated entities, and any other nonprofit entity allied with any of these AAUW entities to comply with all applicable state and federal laws and regulations. This includes timely filing of tax documents with the appropriate government agencies and sending the signed AAUW Affiliate Agreement, current bylaws, and incorporation documents (if applicable) to be maintained at AAUW headquarters as required by the IRS. 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. Composition. *The membership of AAUW shall consist of individual and partner members.*

Section 2. Qualified Institutions. *Qualified institutions are educational institutions that offer recognized associate, baccalaureate, or higher degrees and that have full regional accreditation or appropriate professional association approval.*

Section 3. Basis of Membership.

a. Individual Member.

(1) *Eligibility.* A graduate holding an associate or equivalent, baccalaureate, or higher degree from a qualified educational institution 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.

(2) *Determination of Admissibility to Membership.* Any graduate who claims qualification for membership in AAUW and who has been refused admission to membership by an officer of any AAUW-affiliated entity or of AAUW may present credentials to the AAUW Board of Directors for review. The decision of the AAUW Board of Directors shall be final.

(3) *Saving Clause.* No individual member shall lose membership due to any change in the status of the educational institution upon which qualification for membership was based.

(4) *Categories of Membership.*

(a) *A national member is an individual who pays annual AAUW dues and who may or may not belong to a branch, state, or multistate organization or comparable AAUW-affiliated entity. A national member shall be entitled to vote and to serve on AAUW committees and the AAUW Board of Directors.*

(b) *A branch member is a national member who is also a member of one or more AAUW branches. A branch member shall be entitled to vote, hold office, and participate in all branch activities and programs of each branch where membership is maintained.*

(5) *Life Membership.*

(a) *Paid.* An individual member may become a life member upon a one-time payment of 20 years' dues, based on the amount of AAUW dues the year the member elects to become a life member. Thereafter, the life member shall be exempt from the payment of AAUW dues.

(b) *Fifty-Year Honorary.* An individual member who has paid AAUW dues for 50 years shall become a life member and shall thereafter be exempt from the payment of AAUW dues.

(c) *Privileges.* A life member of AAUW who maintains a membership in one or more AAUW-affiliated entities on an annual basis shall be entitled to AAUW-affiliated entity rights and privileges. A life member of AAUW who does not maintain AAUW-affiliated entity membership shall be entitled to national member privileges only.

b. Partner Member. *College/university partner members are qualified educational institutions, including two-year or community colleges, that pay annual dues to AAUW. Each college/university member shall appoint one or two representatives who shall each have the membership benefits of a national member and any other benefits that accrue to representatives of partner members. A representative of a college/university partner member may choose to affiliate with a state or multistate organization, branch, or comparable AAUW-affiliated entity following the procedures set forth in the state, branch, or comparable AAUW-affiliated entity's bylaws.*

c. Other Partner Members. *Other partner members include educational or other institutions and organizations meeting criteria established by the AAUW Board of Directors. Such other partner members are not entitled to vote or hold office but may participate in AAUW activities and programs.*

Section 4. Student Affiliates. *An undergraduate student enrolled in a qualified educational institution shall be eligible for student affiliation. Student affiliates shall be entitled to attend branch, state, multistate, comparable AAUW-affiliated entity, and AAUW meetings and receive the publications distributed to all members of AAUW. Student affiliates may not vote or hold office. Fees for student affiliates shall be established by the AAUW Board of Directors*

Section 5. Dues

a. **Amount.**

(1) *The annual dues for individual members shall be established by a two-thirds vote of the AAUW Board of Directors. Members shall be notified of the intent to consider a change in the dues, the proposed amount, and the rationale for the change at least 60 days prior to the vote.*

(2) *Dues for partner members shall be set by the AAUW Board of Directors.*

(3) *The Organization's dues shall include those for National AAUW, State and Branch, and shall include a subscription to the publication distributed to all members.*

b. **Payment.** *AAUW Member dues shall be payable in accordance with procedures established by AAUW policy.*

c. **Reciprocity.** *A current paid member of a branch or comparable AAUW-affiliated entity may transfer membership to another branch or comparable AAUW-affiliated entity without payment of additional dues.*

Section 6. Severance of Membership. *A member may be suspended or dropped from membership for any conduct that tends to injure AAUW or to adversely affect its reputation or that is contrary to or destructive of its mission according to these bylaws, with action taken following policies and procedures adopted by the AAUW Board of Directors.*

ARTICLE V. NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee.

a. **Composition and Appointment.** *There shall be three members on the Nominating Committee. The Board of Directors of the Organization shall appoint a chair and two members of the Nominating Committee.*

b. **Terms.** *The committee members shall be appointed at least three months prior to the spring meeting and serve one year.*

Section 2. Nominations.

a. *The report of the Nominating Committee shall be presented to the members at least 30 days before the election.*

Section 3. Elections.

a. *Elections shall be held in which all members may vote in person, electronically, or by mail. A majority of voting members shall constitute an election.*

ARTICLE VI. OFFICERS AND DIRECTORS

Section 1. Officers and Directors.

a. **Elected Officers and Directors.** *The elected officers and directors shall be president or co-presidents, treasurer and recording secretary.*

- b. *Appointed Officers and Directors.* The appointed officers and directors shall be membership, communications, public policy and such other officers as shall be deemed necessary to carry on the work of the branch . These officers shall be appointed by the president and approved by the other elected officers.
- c. *Officers and Directors shall be responsible for training their successors.*

Section 2. *Duties.* Officers and directors shall perform the duties described by these bylaws.

Section 3. *Terms of Office.*

- a. *Terms of Office.* Board members shall serve for a term of one year or until their successors have been elected or appointed and have assumed office. Board members may be elected or appointed to serve for additional terms
- b. *Beginning of Terms.* The term of each officer and director shall begin on July 1.

Section 4. *Vacancies.*

- a. A vacancy in office shall be filled for the unexpired term by the vote of the board of directors.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. *Members.* The elected and appointed officers and directors shall constitute the Board of Directors of this Organization. This Organization must have three directors and a minimum of two separate officers, one responsible for the management of the Organization and one responsible for the financial affairs. In addition, the Organization shall designate a member other than the contacts for administration and finance to record and make available upon request the minutes of each noticed branch or affiliated entity meeting and board meeting.

Section 2. *Powers and Duties.* In accordance with the bylaws, the Board of Directors shall have the general power to

- a. provide oversight to ensure the proper administration of the affairs of the Organization; carry out its policies, financial administration, and programs; and exercise such powers and perform such acts as permitted by law, the Certificate of Incorporation, if applicable, or these bylaws;
- b. appoint standing committee members and such other board and committee members as may be designated;
- c. act for the Organization between meetings of the membership;
- d. adopt rules to govern its proceedings;
- e. establish task forces or special committees as needed;
- f. determine date and location for any official meetings of the Organization;

Section 3. *Meetings.* Meetings of the board shall be held as needed.

Section 4. *Quorum.* The quorum for a meeting of the Board of Directors shall be a majority of its members.

ARTICLE VIII. EXECUTIVE COMMITTEE

Section 1. *Members.* The Executive Committee of the Board of Directors shall consist of three members of Executive Committee: President, Treasurer, and Recording Secretary.

Section 2. *Powers and Duties.* Subject to the limitations of state law, the Executive Committee shall have

the powers and duties prescribed by the bylaws and such duties as may be delegated to it by the Board of Directors.

a. President: The president provides leadership to the Board and officially represents the Branch in activities of AAUW. In the event the President can not attend, an alternate shall be appointed by the Board. The president shall be responsible for submitting such reports and forms as required by AAUW and state.

b. Recording Secretary: The recording secretary shall keep the Branch minutes and perform such duties as the president and Board shall direct.

c. Treasurer: The treasurer shall be responsible for collecting annual dues and forwarding them to AAUW and to the state at the time specified by AAUW. The treasurer shall submit to the AAUW finance vice-president all qualifying applications, with dues, made to the Branch.

Section 3. Meetings. *The Executive Committee shall meet as needed.*

Section 4. Quorum. *The quorum for a meeting of the Executive Committee shall be two of its members.*

ARTICLE IX. COMMITTEES

Section 1. Standing Committees. *Standing committees shall be appointed when considered necessary by the Board of Directors.*

Section 2. Special Committees and Task Forces. *Special committees and task forces may be authorized by the Board of Directors, as necessary.*

Section 3. Reports. *All committees shall provide written and/or oral reports to the Organization's Board of Directors for the annual meeting and such other times as requested.*

Section 4. Quorum. *The quorum for a meeting of any committee shall be a majority of its members.*

ARTICLE X. STATE OR MULTISTATE ORGANIZATIONS

Section 1. Structure. *Branches and/or comparable AAUW-affiliated entities may establish a state or a multi-state organization as they determine necessary, following policies and procedures established by the AAUW Board of Directors. If such a state or multistate organization already exists, such organization will remain in effect until such time as the member branches and/or comparable AAUW-affiliated entities determine that such an organization should no longer exist.*

Section 2. Contact. *All AAUW-affiliated entities shall provide AAUW with a designated contact for administration and finance. These contacts can be the president and finance officer if that is consistent with the organization's structure. If the branches or comparable AAUW-affiliated entities within a state or multistate organization elect not to have a state organization or not to be included in a multistate structure, the AAUW Board of Directors, in consultation with the branches or comparable AAUW-affiliated entities in the state, will appoint an administrative contact.*

ARTICLE XI. BRANCHES

Section 1. Branches and Comparable AAUW-Affiliated Entities.

a. Branches and comparable AAUW-affiliated entities shall be composed of members of AAUW and shall have been given recognition by AAUW.

b. Branches and comparable AAUW-affiliated entities may be geographically based or may be virtual, online branches not tied to a geographic area.

Section 2. Organization.

- a. Purpose. Branches and comparable AAUW-affiliated entities shall promote the purposes, program, and policies of AAUW.
- b. Bylaws. Branches and comparable AAUW-affiliated entities shall develop bylaws as meet their needs. However, such bylaws shall not conflict with the AAUW Bylaws or with controlling state law.
- c. Structure. Branches and comparable AAUW-affiliated entities may create such leadership structures as meet their needs. Each branch and comparable AAUW-affiliated entity shall provide AAUW with designated contacts for administration and finance. These contacts can be the president and finance officer if that is consistent with the entity's structure. Each branch and comparable AAUW-affiliated entity shall also designate a member other than the contacts for administration and finance to record the minutes of each noticed meeting and board meeting.

Section 3. Loss of Recognition of a Branch or Comparable AAUW-Affiliated Entity.

- a. The AAUW affiliation status of a branch or comparable AAUW-affiliated entity may be revoked for cause through the affiliation review procedures specified by AAUW policy.
- b. The branch shall have the right to appeal to the AAUW Board of Directors within a designated period.

Section 4. Property and Assets. The title to all property, funds, and assets of a branch or comparable AAUW-affiliated entity is vested in the 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. The branch or comparable AAUW-affiliated entity shall have complete control of its property and assets, except that such property and assets shall not be used for any purpose contrary to AAUW.

Section 5. Dissolution. In the event of the dissolution of the branch or comparable AAUW-affiliated entity or the termination of its affiliation with AAUW, all assets of the branch or AAUW-affiliated entity shall be transferred and delivered to AAUW or to an AAUW-affiliated entity designated by AAUW. AAUW may solicit and consider recommendations from local leaders before making a designation.

ARTICLE XII. ADDITIONAL AAUW ENTITIES

The AAUW Board of Directors may establish informal geographic, issue, or special interest groups and networks to further the mission of AAUW and foster the specific interests and needs of members. In addition, groups of members, branches, state organizations, and/or comparable AAUW-affiliated entities may collaborate with one another for common AAUW purposes following procedures and policies established by the AAUW Board of Directors.

ARTICLE XIII. FINANCIAL ADMINISTRATION

Section 1. Administration. *The Organization's Board of Directors shall have responsibility to*

- a. *oversee the administration of finances, including preparation of the budget;*
- b. *oversee the management, acquisition, and disposition of the Organization's property and equipment in accordance with the bylaws;*
- c. *set policies and procedures to maintain financial records as required by AAUW and consistent with generally accepted accounting principles and federal, state, and local laws.*

Section 2. Fiscal Year. *The fiscal year shall be July 1 through June 30.*

ARTICLE XIV. MEETINGS OF THE MEMBERSHIP

Section 1. Branch Meeting. *There shall be at least four meetings of the branch each year.*

Section 2. Business Meeting. *The budget will be presented at a fall meeting and other necessary business will be conducted at the annual spring meeting.*

Section 3. Notice. *Written or electronic notice shall be delivered at least seven days before the date of the*

meeting to all members .

Section 4. Voting.

- a. Each member of the Organization in good standing shall be entitled to vote on any item of business.
- b. Members shall be entitled to vote on noticed business items by mail, electronically or in person. Such vote may include election of the Board of Directors, amendments to the bylaws, and any other noticed business.
- c. Twenty percent (20%) of the members entitled to vote shall constitute a quorum.

ARTICLE XV. PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of Robert's Rules of Order Newly Revised shall govern the Organization in all instances in which they are applicable and in which they are not inconsistent with these bylaws or with the requirements of AAUW or the laws of the state of Georgia.

ARTICLE XVI. INDEMNIFICATION

To the maximum extent allowable by law, the Organization may, as determined from time to time by the Board of Directors, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that she/he is or was a member of the Board of Directors, officer, or committee member of the Organization. Every member of the Board of Directors, officer, or committee member of the Organization may be indemnified by the Organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board, officer, committee member, chief executive officer, or employee in connection with any threatened, pending, or completed action, suit, or proceeding with respect to which she/he may become involved by reason of her/his being or having been a member of the board, officer, or committee member of the Organization, or any settlement thereof, if she/he acted in good faith and in a manner she/he reasonably believed to be in, or not opposed to, the best interests of the Organization and, with respect to any criminal proceeding, had no reasonable cause to believe her/his conduct was unlawful, unless she/he is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. The foregoing right of indemnification shall be in addition and not exclusive of all other rights to which the member of the board, officer, or committee member is entitled. (It is highly advisable to have directors and officers insurance; AAUW can assist.)

ARTICLE XVII. AMENDMENTS TO THE BYLAWS

AAUW-mandated amendments shall be adopted by the Organization's Board of Directors without a vote of the Organization's membership. Provisions of the Organization's bylaws not mandated by AAUW may be amended by a two-thirds (unless otherwise stipulated by state law) vote of members voting after a quorum is attained. Proposed bylaws amendments shall be sent to the entire membership at least (insert number) days prior to the applicable meeting.