



**AMES CHAPTER #158 BYLAWS
ACCOUNTING & FINANCIAL WOMEN'S ALLIANCE
(formerly known as American Society of Women Accountants)**

ARTICLE I NAME

The name of this organization shall be the Ames Chapter, Number 158, of the Accounting & Financial Women's Alliance (AFWA), hereinafter referred to as "the Chapter."

ARTICLE II MISSION

The mission of the Accounting & Financial Women's Alliance is to enable women in all accounting and finance fields to achieve their full potential and to contribute to their profession.

ARTICLE III MEMBERS

Section 1. There shall be six [6] classes of membership: regular, associate, affiliate, retired, honorary, and emeritus.

A. Regular:

1. Qualifications:

- a. Actively engaged in accounting or finance for two [2] or more years, or
- b. Hold a valid CPA certificate, its equivalent, or other accounting or financial certifications with similar education or experience requirements as determined by the Board of Directors, or
- c. Hold a bachelor's degree with a major in accounting or finance or its equivalent.

2. Shall have full rights of membership.

B. Associate

1. Qualifications:

- a. Actively engaged in accounting or finance with less than two years' experience.
- b. Limited to two years.

2. Shall vote but may not hold elective office except at the chapter level.

C. Affiliate:

1. Qualifications:

- a. Not actively engaged in accounting or finance, and
- b. Have a substantial interest in accounting or finance.

2. Shall vote and may hold elective office.

D. Student

1. Qualifications:

- a. Regularly enrolled students in post- secondary educational institutions, majoring in accounting, finance, or its equivalent;
- b. Limited to two years following attainment of qualifications for regular membership and a maximum of seven years.

2. Shall vote but may not hold elective office except at the chapter level.

E. Retired:

1. Qualifications:

- a. Age sixty-five [65] or older and a regular or associate member for the shorter of five [5] consecutive years or the life of the Chapter; or,
- b. Retired from all gainful employment due to disability; or,
- c. Age fifty-five [55] or older and retired from all gainful employment and a regular or associate member for the shorter of ten [10] consecutive years or the life of the Chapter.

2. Shall retain the rights previously held as regular or associate members.

F. Honorary:

1. Qualifications:

- a. Outstanding women whose professional achievements exemplify the standards encouraged by the mission statement of the organization, and
- b. Approved by a two-thirds [2/3] vote at the stated business meeting.

2. Honorary members who were members upon election to honorary membership shall retain their former rights and privileges in the organization.

3. The Chapter assumes the liability for National dues of all members it elects to honorary membership in the Chapter.

G. Emeritus:

1. Qualifications:
 - a. A regular member who is at least 70 years old, and
 - b. A member for at least 30 years.
2. Emeritus members do not pay National dues and shall retain the rights previously held as a regular member.
3. Emeritus members do not pay Chapter dues and shall retain the rights previously held as a regular member.

Section 2. Application for membership and reclassification shall be approved by the National Board of Directors based on criteria for membership outlined in the National bylaws.

Section 3. The Board of Directors shall establish the dues for all classes of membership limited to one increase annually. Honorary and Emeritus members shall pay no dues. The Board may authorize dues credits, reinstatement fees and initiation fees. By January 31, members will be notified of dues structure, credits, and fees in effect for the following administrative year. Dues are payable in advance on or before the member's anniversary renewal date each year.

Section 4. Termination of membership:

- A. Any member who fails to pay dues or fees within sixty [60] days of invoice date shall be automatically dropped from membership.
- B. Membership in the organization shall be terminated by a two-thirds [2/3] vote of the National Board of Directors under the conditions and procedures prescribed in the organization's parliamentary authority.
- C. A member who is terminated by the National Board of Directors is automatically terminated from the Chapter.

ARTICLE IV OFFICERS

Section 1. The officers of the Chapter shall be a President, a Vice President, a Secretary, a Treasurer, the Immediate Past President, and up to five [5] directors. The number of directors shall be determined by the Chapter and reported to the Nominating Committee. These officers shall perform the duties prescribed by the bylaws, the standing rules, and the parliamentary authority adopted by the organization.

Section 2. The Nominating Committee shall consist of three [3] members: the Immediate Past President who will chair the committee, and two members elected by the membership no later than the February meeting of the year.

- A. If the Immediate Past President is unwilling or unable to serve, the Chair of the Nominating Committee shall be appointed by the President.
- B. A vacancy on the committee shall be filled by appointment by the President.

Section 3. The Nominating Committee shall report their nominations for officers and directors to the membership no later than the regular March meeting of the Chapter. Additional nominations may be made from the floor, if consent of the member has been obtained.

- A. Annual election of officers and directors shall be held no later than the regular April meeting of the Chapter.
- B. The officers and directors shall be elected by ballot. If there is only one candidate for each office and director, the President shall declare the slate elected.
- C. Newly elected officers and directors shall take office at the beginning of the administrative year.

Section 4. To serve as President, the member must have previously served on the Chapter's Board of Directors.

Section 5. Officers and directors shall be elected to serve for one [1] year or until their successors are elected. The officers' terms of office shall begin at the beginning of the organization's fiscal year, July 1.

Section 6. A vacancy in the office of the President shall be filled by the Vice President. If a vacancy occurs in both the office of President and Vice President, the office of President shall be filled by appointment by the Chapter's Board of Directors. A vacancy in all other offices shall be filled by appointment by the President with the approval of the Board of Directors.

Section 7. No officer shall be eligible to serve more than two [2] consecutive terms in the same office, except when, after diligent recruitment efforts have failed to secure a new candidate and when the continuity of the Chapter is at risk. This exception shall not apply to the position of Treasurer.

Section 8. An officer may be removed from office by a two-thirds [2/3] vote of the Board of Directors under the conditions and procedures prescribed in the organization's parliamentary authority.

ARTICLE V MEETINGS

Section 1. The Chapter shall hold at least six [6] regular monthly meetings each year at a time and place fixed by the Board of Directors.

Section 2. A regular meeting, determined by the Board of Directors, shall be known as the annual meeting and shall be for the purpose of receiving reports of officers and committees, and any other business that may arise.

Section 3. Special meetings may be called by the President or a majority of the Board of Directors.

Section 4. A quorum shall consist of 30% of the members of the Chapter. If a quorum is reached, a measure shall be considered passed by a majority of the votes cast.

Section 5. Procedures for conducting business of the membership by mail/email:

- A. The President or the Board of Directors, may direct that a ballot be conducted by mail or email. If time permits, discussion shall be conducted by email, prior to the vote.
- B. For an email vote, a quorum shall consist of 50% of the membership at the time of the ballot. If a quorum is reached, a measure shall be considered passed by a majority of the ballots returned.

ARTICLE VI REPRESENTATION AND VOTING

Section 1. The Chapter shall be represented at meetings of the Accounting & Financial Women's Alliance as provided for in the National bylaws.

Section 2. Credentials of delegates, alternates, proxies and proxy alternates shall be assigned as provided in the National standing rules.

Section 3. Delegates and alternates to the National annual meeting and special meetings for the ensuing administrative year shall be elected by a majority vote of the members present at the regular June meeting or at any other regular or special meeting of the membership.

ARTICLE VII BOARD OF DIRECTORS

Section 1. The officers of the Chapter shall constitute the Board of Directors.

Section 2. The Board of Directors shall have general supervision of the affairs of the Chapter between its business meetings and shall perform the duties as described by these bylaws and the standing rules. The Board shall be subject to the orders of the Chapter, and none of its acts shall conflict with action taken by the Chapter.

Section 3. Meetings:

- A. The President, with approval of the Board of Directors, shall designate the time and place of the regular meetings.
- B. Special meetings may be called by the President and shall be called at the request of a majority of the members of the Board.
- C. A majority of the members of the Board shall constitute a quorum.
- D. Business of the Board may be transacted by conference call, mail or electronic communication and vote.
 - a. The President or the Board of Directors, may direct that a ballot be conducted by conference call, mail, or email. If time permits, discussion shall be conducted by email, prior to the vote.
 - b. For a conference call, mail, or an email vote, a quorum shall consist of a majority of the Board at the time of the ballot. If a quorum is reached, a measure shall be considered passed by a majority of the ballots returned.

ARTICLE VIII COMMITTEES

Section 1. Committees may be appointed by the President, with the approval of the Board of Directors, whenever deemed necessary to the welfare and development of the Chapter. The President shall be the ex-officio member of all committees except the Nominating Committee. The President, with approval of the Board, shall fill any vacancies.

Section 2. Additional standing committees are listed in the Chapter standing rules.

ARTICLE IX PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the AFWA National bylaws, and any special rules of order the organization or Chapter may adopt.

ARTICLE X AMENDMENT OF BYLAWS

Section 1. These bylaws may be amended at any meeting by a two-thirds [2/3] vote provided notice of the proposed amendment has been provided to each member in writing at least thirty [30] days prior to the meeting.

Section 2. All amendments adopted by this Chapter shall be submitted to the National Bylaws Chair for approval before becoming effective.

Section 3. When amendments to the National bylaws shall have an effect on this Chapter's bylaws, such amendments shall become automatically effective for this Chapter. Notice in

writing shall be sent to the membership.

ARTICLE XI INACTIVE STATUS

Section 1. This Chapter can become inactive under the National standing rules for inactive status chapters by a two-thirds [2/3] vote of the existing Board of Directors.

Section 2. Within thirty days [30] from the date this Chapter has voted to become inactive, it shall complete and send the inactive status election form to National headquarters, and then follow the procedures set out for inactive status chapters.

ARTICLE XII DISSOLUTION

Section 1. This Chapter can be dissolved by a two-thirds [2/3] vote of the members present and voting at a membership meeting, if notice of such vote has been submitted to each Chapter member in writing at least thirty [30] days in advance.

Section 2. Within thirty [30] days from the date members of this Chapter have voted to dissolve, the Chapter shall provide written notice of the dissolution vote and surrender its charter and requested books and records to the National headquarters office. The Chapter will be officially dissolved after acceptance of this information by the National Board.

Section 3. In the event of dissolution of the Chapter, any remaining funds will go to a nonprofit organization that is exempt under Section 501(c) (3) of the Internal Revenue Code as follows:

- A. The Foundation of Accounting & Financial Women's Alliance (The Foundation) (formerly known as the American Society of Women Accountants Educational Foundation), if it exists, or
- B. AFWA National or another nonprofit organization working for the benefit of the accounting profession to be chosen by the trustees of the dissolution.