



Bylaws Playbook 2024



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AAUW Mission: To advance gender equity for women and girls through research, education, and advocacy.

AAUW Vision: Equity for all.

Values: Nonpartisan. Fact-based. Principled. Inclusive and Intersectional.

Introduction

The intention of this guide is to provide tips for branches in terms of their bylaws. Some branches may have a Bylaws Director, some branches may have a Bylaws Committee (standing committee), and some may not have this position. However, bylaws are required by law in Michigan and are not a stagnant document. Some branch officer or committee needs to be responsible for branch bylaws.

Bylaws are the primary governance document of your organization. Bylaws are practices that are intended to remain in place for the foreseeable future. In other words, they have a sense of permanence and should be etched in the proverbial stone. Bylaws should be “bare” bones and particulars should be in policies.



Bylaws are the top set of rules and can only be changed at a meeting of the members. This protects the bylaws from being changed without the knowledge of the members. Bylaws take precedent over policies and policies must be in harmony, not conflict, with the bylaws.

Most experts would say that bylaws and policies should be reviewed annually so that all board members re-familiarize themselves with the provisions. This will go a long way toward preventing costly errors. New board members should be provided with a copy of the bylaws and policies when they begin their term. Bylaws should be amended as needed.

Job Description

- Review the current bylaws and policies annually with Board members.
- Check your current bylaws to see what is said about bylaws. Is there a Bylaws Director position? Is a Bylaws Committee mentioned? Do your policies say anything about bylaws? Follow the guidelines of your bylaws and/or policies. Without guidance from bylaws or policies, decide as a Board how you will proceed with reviewing/amending your bylaws.
- Revise bylaws as required by AAUW and present them to your Board. Branches can approve the required changes with a vote of the board. A full vote of the branch membership is not required to implement national-mandated changes to affiliate bylaws.
- Review your bylaws for any changes that are needed that are in the branch-specific articles.
- Send the proposed amendments to branch bylaws to the AAUWMI Bylaws Director for approval by the AAUW Bylaws Director and the AAUWMI Bylaws Committee before the call for the branch to vote.
- Once approval is received by the AAUWMI Bylaws Director, send the members notice of the meeting when voting will occur at least ten (10) days prior to the meeting.
- Vote at the meeting – a 2/3 vote of those present and voting is necessary for approval of bylaws amendments.
- If amendments are approved, put a date at the end of the bylaws indicating when they were amended.
- Send the amended bylaws to the AAUWMI Bylaws Director within 90 days of amendment.
- Work on policies to make sure that they add the particulars to your bylaws and that they align with any amended bylaws.

AAUW Mandated Articles

Branches are required to adopt the first seven (7) articles of [AAUW's bylaws](#).



Because AAUW bylaws revisions were approved by AAUW members in the Spring of 2023, all AAUW branches are required to update their bylaws by June 30, 2026. Branches can approve the required changes with a vote of the board. A full vote of the branch membership is not required to implement national-mandated changes to affiliate bylaws. “Any AAUW-mandated amendments shall be implemented by the Affiliate’s board of directors without a vote of the Affiliate’s membership.” (Article VII)

The deadline for submitting revised bylaws to AAUW via connect@aauw.org is **June 30, 2026**. Please also send your revised bylaws to AAUW of Michigan Bylaws Director Jan Van Gasse (janicevangasse@gmail.com) for AAUW of Michigan’s files.

In addition, some branches might need to change a branch-specific article of their bylaws if they mention when dues are due. AAUW National dues are no longer due by June 30th for all members, but rather are due according to a schedule of when a member joins AAUW. Their due date for dues could be any month. A statement that says “Follow AAUW’s schedule” would be appropriate in a branch-specific article if you have an article about dues.

AAUW of Michigan Mandated Articles

Please note that due to the bylaws changes to [AAUW of Michigan's bylaws](#) that were approved at our annual meeting on April 29, 2023, many branches will need to change their bylaws if they mention delegates to the annual meeting. We will no longer have delegates, but rather each member in good standing as of the official notice of the annual meeting is entitled to vote.

In addition, any mention of the Convention in branch bylaws should note that it is held biennially. The annual meeting is held every year and each member in good standing as of the official notice of the annual meeting is entitled to vote if in attendance at the annual meeting.

Any proposed amendments to branch bylaws that are in addition to those mandated by AAUW must be sent to the AAUW of Michigan Bylaws Director for approval by the AAUWMI Bylaws Committee before the call for the branch to vote. Bylaws are to be amended at a branch meeting by a two-thirds (2/3) vote of those present and voting provided written notice has been sent to the members at least ten (10) days prior to the meeting. However, it is important to note that branch bylaws may specify that the notice of the meeting must be sent more than ten (10) days prior to the meeting.



Amended branch bylaws are to be sent to the AAUW of Michigan Bylaws Director within 90 days of amendment.

AAUW of Michigan policies indicate that the AAUWMI Bylaws Director will maintain a file of current branch bylaws. It is important for each branch to consult with the director to see if AAUW of Michigan has the most current edition of your branch bylaws.

What to Include in Affiliate Bylaws

It is important to know the difference between the words “shall” and “may” when writing your bylaws. Use the word “shall” when it’s something that is required. Use “may” when the task is optional.

Anything that is in the first seven articles (AAUW) does not need to be re-stated in your branch-specific articles.

Affiliate bylaws usually include static, “boilerplate” topics, such as:

- Affiliate Membership and Dues
- Nominations and Elections – Nominating Committee, Nominations, Elections
- Officers – Elected and Appointed, Duties, Terms of Office, Vacancies
- Board of Directors – Members, Powers and Duties, Meetings, Quorum
- Executive Committee – Members, Powers and Duties
- Committees – Standing and Special, Purpose, Terms, How Appointed
- Meetings of the Membership – Location, Frequency, Time, and How to Be Held – Regular Meetings, Annual Meeting, and Special Meetings – Quorum – Required Notice - Voting
- Financial Administration
- Indemnification
- Amendments to the Bylaws

Two sample sets of affiliate bylaws are available for branches to use for reference.

[AAUW—South Haven](#)

[AAUW—Jackson](#)