

WOMEN'S PROFESSIONAL NETWORK OF ROWAN UNIVERSITY CONSTITUTION AND BYLAWS

ARTICLE I: NAME

The name of this organization shall be the Women's Professional Network of Rowan University and is part of the American Council on Education (ACE) Network for Women Leaders in Higher Education.

ARTICLE II: MISSION

The Women's Professional Network of Rowan University will work to create an educational, social, professional, and political climate in which women's voices and values, in all their diversity and richness, are heard and included in efforts to shape the institutional and public agenda of higher education.

ARTICLE III: GOALS

The goals of the Women's Professional Network of Rowan University are as follows:

1. Create a local network for women at Rowan University interested in advancing higher education values and goals;
2. Develop strategies to improve the institutional climate for women in leadership roles at Rowan University as well as higher education in general;
3. Provide representation to the New Jersey ACE Network and serve as a conduit for information between Rowan University, the New Jersey coordinator, and the National Executive Board;
4. Provide a forum for women to become skilled in development of networking strategies and foster network building across the University, the state of New Jersey, and beyond;
5. Improve professional recognition for the contributions of women in higher education;
6. Encourage women to prepare for and to compete for leadership roles in higher education;
7. Identify, develop, advance, and support women in higher education with the assistance of upper level administration;
8. Cooperate with the actions of the New Jersey ACE Network and the National American Council on Education-Office of Women in Higher Education (ACE-OWHE) and to help further the goals of these organizations.

ARTICLE IV: MEMBERSHIP

Section 1. Membership. Organizational membership is open to all women employed at Rowan University. The membership year shall run from July 1 to June 30.

Section 2. Responsibilities. Each member is expected to attend regular meetings and events of the organization.

Section 3. Voting. Each member in good standing shall be entitled to one vote on each matter submitted for a vote to the membership. A simple majority will prevail assuming a quorum of members is present.

Section 4. Quorum. At least 15 members of the organization shall constitute a quorum for the transaction of business at general membership meetings.

ARTICLE V: GOVERNANCE STRUCTURE

A. Advisory Board. The Advisory Board shall oversee the governance structure of the Women's Professional Network of Rowan University.

Section 1. Composition. The Advisory Board is composed of women presently working in or interested in the area of higher education at Rowan University. Every effort shall be made to ensure cultural diversity in the board's composition.

Section 2. Membership. The Advisory Board should consist of the campus Institutional Representative (IR), who serves as the Board Chair and the Board members.

Section 3. Terms of Office. No Board members shall serve for more than two consecutive three-year terms. Time served in filling a vacancy for an unexpired term shall not be counted as part of the period of limitation on the terms of office. A Board member may be considered for re-election after a period of one year off the Board. Terms end June 30. All Board members shall assume their offices on July 1st. (Beginning in 2004, three (3) new Board members will be elected each year to begin the rotation process.)

Section 4. Responsibilities. Board members shall support the Institutional Representative (IR), attend Board meetings, participate in decision making, provide feedback to the IR, chair or serve on at least one committee, and support Board activities.

Section 5. Powers. The Advisory Board shall participate in the business of the Board between meetings, administer policy, make recommendations to the Board Chair, and assist in filling all vacant positions, if necessary.

Section 6. Meetings. The Advisory Board shall meet at least two (2) times per semester,

at the request of the Board Chair or if requested by the Board. This request should be made directly to the Board Chair.

Section 7. Voting. Each Board member present in person shall be entitled to one vote. All matters to be determined by a vote shall be decided by a majority of the members present in person unless otherwise provided by the Bylaws or parliamentary authority.

Section 8. Quorum. A majority of the Advisory Board shall constitute a quorum for the transaction of business and a majority of the quorum present shall act as the Advisory Board.

Section 9. Resignations, Removal, Vacancies.

A. Resignation. Any Board member may resign at any time by written notice presented to the Board Chair. Such resignation shall take effect upon acceptance by the Board.

B. Removal. Following written notification, a Board member may be removed for excessive absence (over 25% of official meetings of the board during a twelve month period) or for other causes, at a board meeting, by a vote of a majority of the Board members in office or by a vote of the majority of the membership.

C. Vacancies. Vacancies on the Advisory Board, occurring due to illness, death, or resignation, or other causes, shall be filled within sixty (60) days by an affirmative vote of the majority of the Board. A Board member elected to fill a vacancy occurring on the Board shall not be elected until the next election and their time spent on the Board before their election shall not count toward their regular term.

ARTICLE VI: OFFICERS

Section 1. Officers.

A. The Institutional Representative will serve as the Chair of the Advisory Board. The Institutional Representative will be elected by the voting membership in the manner described in the Constitution and Bylaws or appointed by a Chief Administrator of the Rowan University campus.

B. All of the Advisory Board members shall be elected by the voting membership in the manner described in the Bylaws. The campus IR can invite interested parties to self-nominate for election to the Board.

C. Once the Board is elected a Secretary, Treasurer, and Board Chair-Elect will be elected from within the Board. Board members may self-nominate for these positions.

Section 2. Qualifications.

- A. The Institutional Representative shall be an active and interested member of the Women's Professional Network of Rowan University who demonstrates leadership and assists the organization in achieving its goals.
- B. The officers of the Board shall be interested members of the Women's Professional Network of Rowan University and shall reside or work at Rowan University in New Jersey during their term of office.

Section 3. Terms of Office.

- A. The Institutional Representative, who also serves as Board Chair, shall serve a three (3) year term of office.
- B. The Institutional Representative may not serve in the same position more than two (2) consecutive terms.

Section 4. Duties of Officers/Appointed Persons.

- A. Board Chair. The Board Chair shall do the following:
 - 1. Call and chair the Advisory Board meetings and facilitate general membership meetings and campus conferences and events.
 - 2. Manage and coordinate all Board work functions.
 - 3. Serve as an ex-officio member of all committees.
 - 4. Serve as the liaison to the New Jersey ACE Network.
 - 5. Participate in the recruitment of new Board members.
 - 6. Insure all committees are chaired.
 - 7. Create ad hoc committees as necessary.
 - 8. Serve as official spokesperson for the Women's Professional Network of Rowan University.
- B. Board Chair-Elect. The Board Chair-Elect shall do the following:
 - 1. Prepare to assume the office of Board Chair.
 - 2. Assist the Board Chair in the execution of duties, including acting for the Board Chair in her absence.
 - 3. Serve as an officer of the Board, including serving on Board committees.
 - 4. Fill the office of the Board Chair should the office become vacant and subsequently fill the office of Board Chair for a regular term upon election by the Advisory Board or appointment by Chief Administrator of Rowan University.
- C. Secretary. The Secretary shall do the following:
 - 1. Keep the records of the Advisory Board general meetings.
 - 2. Record and distribute minutes of all meetings of the Board and general membership.

3. Maintain an accurate list of the Board members and general membership with electronic addresses, members' terms of office, etc;
4. Distribute information to the Board, appropriate groups and individuals and may serve as "the Webmistress" when the Web site is functional.

D. Treasurer. The Treasurer shall do the following:

1. Receive, reconcile, report, disburse, and deposit receipts for Board sponsored conferences, fund raising activities, and general meetings.
2. Prepare and present a Treasurer's report to the Advisory Board at every general membership meeting.

E. Immediate Past Board Chair. The Immediate Past Board Chair will serve as a consultant on an as needed basis and perform such other duties as requested by the Board Chair.

F. Committee Chairs. Committee chairs must be members of the Advisory Board and may self-nominate. The Committee Chairs shall participate in all the activities of the Advisory, shall accept such responsibilities as are consonant with their position in transacting the business of the committee and Board, and shall serve a three (3) year term.

The following committees are recommended:

1. Program Committee
2. Development Committee
3. Marketing Committee
4. Nominating Committee
5. Constitution and Bylaws Committee
6. Special Events Committee

ARTICLE VII: STANDING AND AD HOC COMMITTEES

Committees. Standing and ad hoc committees of the organization shall include:
Program, Development, Marketing, Nominating, Constitution and Bylaws,
and Special Events Committee

Section 1. Appointment of Committees. Chairpersons of all standing and ad hoc committees may self-nominate or be appointed by the Board Chair with the approval of a majority vote by the Advisory Board. All committee chairpersons – elected or appointed – shall be full voting members of the Advisory Board.

Section 2. Committee Procedures and Reports.

- A. Each Committee shall submit a report on its year's activities to the membership.
- B. Each Committee shall provide updates on its activities at Advisory Board meetings when requested by the Board Chair.

Section 3. The Program Committee. The Program Committee shall be responsible for assisting the Institutional Representative in the design, delivery and evaluation of professional development programs for the Rowan's Women's Professional Network and their guests. These activities will target the professional development of women in higher education in New Jersey. These activities shall include, but not be limited to, the establishment of (a) a mentoring program (b) strategies for the advancement of women in higher education (c) workshops and (d) strategies to link women with available positions. The Program committee shall consist of the board Chair and two volunteers from the Advisory Board.

Section 4. The Development Committee. The Development Committee shall be responsible for planning and facilitating fund raising events. The Development Committee shall consist of the Board Chair and two volunteers from the Advisory Board.

A. Responsibilities of the Development Committee:

- 1. Seek sources of funding for the Women's Professional Network of Rowan University.
- 2. Assess the qualifications of possible organizations to seek funding and communicate this information to the Advisory Board.
- 3. Solicit input from the current Board Chair.

Section 5. The Marketing Committee. The Marketing Committee shall be responsible for marketing and public relations of the organization. It shall also be responsible for the organization's Website as well as promotion, dissemination, and distribution of information to the women on the Rowan University campus as well as off-campus as needed. The Marketing Committee shall consist of three volunteers from the Advisory Board.

Section 6. The Nominating Committee. The Nominating Committee shall be responsible for the development, notification, and implementation of election procedures. The Committee shall conduct the election of Advisory Board members every year and shall submit a slate of candidates to the Board for approval. The committee shall consist of three volunteers from the Advisory Board.

A. Responsibilities of the Nominating Committee:

1. Solicit and recruit nominations for membership of the Advisory Board.
2. Assess the eligibility and qualifications of all new nominations and members eligible for another term and communicate this information to the Board.
3. Ascertain from each nominee a willingness to stand for election.
4. Inform current Board members whose terms are expiring and ask them if they wish to continue membership.
5. Solicit input from the current Board Chair.
6. Conduct the election for Board members in the spring semester.
7. Make up the election ballot. Nominations from the floor may be made if the nominator has received the agreement of the nominee to serve in that position. Each officer shall be elected by a majority of votes cast. There shall be no absentee or proxy votes.
8. Count ballots and inform membership of the results.

Section 7. The Constitution and Bylaws Committee. The Constitution and Bylaws Committee shall review the Bylaws periodically and recommend necessary changes to the Advisory Board. Any changes to the Bylaws recommended by the Committee must be approved by a majority vote of the Advisory Board. This is an ad hoc committee.

Section 8. The Special Events Committee. The Special Events Committee shall be responsible for the design of special professional development activities, including the regional meeting. This will include devising programs for members and their guests and securing dates and rooms for the conference. The Committee shall consist of the Board Chair and two volunteers from the Advisory Board.

Section 9. Ad Hoc Committees. Task-oriented committees may be established from time to time as the Board Chair and Advisory Board may deem appropriate. Such committees shall be specifically charged and shall automatically be dissolved upon completion of their tasks.

Section 10. General Provisions Applicable to Standing and Ad Hoc Committees.

- A. The Board Chair with the approval of a majority vote by the Advisory Board shall appoint the chairperson of all committees as deemed necessary by the Board.
- B. The Board Chair shall be an ex-officio member of all such committees, except the Nominating Committee and unless the Advisory Board directs otherwise.
- C. No standing or ad hoc committee shall have the power to bind the

Advisory Board except when specifically authorized by the Board.

- D. A quorum shall consist of a majority of the members of the committee. in the event a majority of the full committee membership does not concur on an issue, the issue may, at the request of any one member of the committee, be submitted to the full Board in written form for a vote.
- E. Each committee shall have the power to adopt its own rules or procedures unless otherwise provided for in the Bylaws or by resolution of the Advisory Board.

ARTICLE VIII: MEETINGS

Section 1. Meetings. There shall be at least two (2) regular meetings of the general membership annually.

- A. The Board Chair in consultation with the Advisory Board shall be responsible for planning and coordinating the meetings.
- B. The Board Chair may call additional meetings as needed.

ARTICLE IX: AMENDMENTS

Section 1. Advisory Board. The Advisory Board shall have the power to make, alter or repeal these Bylaws by a vote of two thirds of the members present. No Bylaw shall be made, altered or repealed at any meeting of the Advisory Board unless notice of the proposed change(s) has been given thirty (30) days in advance. If approved by the Board, the proposed change(s) shall be presented to the general membership and voted upon at the next general membership meeting.

Section 2. Members. Members of the Women's Professional Network of Rowan University shall have the right to make, alter, or repeal the Bylaws. Any fifteen (15) members may submit a statement to the Board Chair of the proposed change in the Bylaws and request that such proposed change be included for approval by the members at the following membership meeting. Such proposed change(s) shall become part of the Bylaws upon a 2/3rds affirmative vote of the membership.

ARTICLE X: PARLIAMENTARY AUTHORITY

Section 1. All meetings of the Advisory Board shall be conducted according to the procedures specified in the most recent edition of Robert's Rules of Order to the best of the ability of the presiding Institutional Representative.

Section 2. The presiding officer at any meeting of the Advisory Board may appoint a Parliamentarian to advise on parliamentary matters.

ARTICLE XI: FISCAL YEAR

Section 1. The fiscal year of the Advisory Board shall be July 1 through June 30.

ARTICLE XII: QUORUM

Section 1. Quorum. At any meeting of the Advisory Board or general membership, a simple majority of the voting members shall constitute a quorum.

Bylaws approved by the Advisory Board and voted on by the membership, March 2005.