

Rowan University Women's Alliance Network CONSTITUTION AND BYLAWS

ARTICLE I: NAME

The name of this organization shall be the Rowan University Women's Alliance Network (WAN).

ARTICLE II: MISSION

The Rowan University Women's Alliance Network will work to create professional development opportunities for women at Rowan University and the Southern New Jersey Region. WAN seeks to create an educational, social, professional, and political climate in which voices and values of women in all their diversity and richness are heard and included.

ARTICLE III: GOALS

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

1. Create a local network for women, led by an Advisory Board of Rowan University faculty, administrators and staff to advance opportunities for women at Rowan University.
2. Provide professional development programming that fosters growth and networking.
3. Develop strategies to improve the institutional climate for women in leadership roles in higher education and beyond.
4. Improve professional recognition for the contributions of women in higher education and beyond.
5. Encourage women to prepare for leadership and advance leadership skills.
6. Create mentorship opportunities through programming and board engagement.

ARTICLE IV: GOVERNANCE STRUCTURE

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

Section 1. *Composition.* The Advisory Board is composed of women presently working in or interested in the area of higher education at Rowan University. The Board may consist of up to 20 members, reflective of University growth and the needs of the Rowan University Women's Alliance Network. Every effort shall be made to ensure diversity in the board's composition. Advisory Board members are elected through an established Election Process (Appendix A).

Section 2. *Membership.* The Advisory Board should consist of the campus Institutional Representative (IR), who serves as the Board Chair and the Advisory Board members. The Advisory Board may also consist of up to twenty (20) members. The total membership count

shall be commensurate with University growth and the needs of the Rowan University Women's Alliance Network.

Section 3. *Terms of Office.* Advisory Board members shall serve two consecutive three-year terms. At the conclusion of the term, the Advisory Board member may seek re-election to the Board upon consultation with the Institutional Representative. 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. An Advisory Board member may be considered for re-election after a period of one year off the Board. Terms end June 30. All Advisory Board members shall assume their offices on July 1st. (Beginning in 2004, three (3) new Advisory Board members will be elected each year to begin the rotation process.)

Section 4. *Succession Planning.* Advisory Board members shall work to mentor, train and develop fellow Board members. In anticipation of term limits, Board members, especially the Board Officers and committee Chairs, shall develop plans for transition of responsibilities and knowledge.

A. Each Committee Chair will work within their committee to mentor, train, and develop their committee members. All committee members shall execute the work of the committee.

B. Each Committee Chairperson may choose to appoint a Co-Chair, and work with that Co-Chair in training and development in preparation for leadership of that committee.

Section 5. *Responsibilities.* Advisory Board members shall support the Institutional Representative (IR), attend Advisory Board meetings, participate in decision making, provide feedback to the IR, chair or serve on at least two committees, and support Advisory Board activities.

Section 6. *Powers.* The Advisory Board shall participate in the business of the Advisory Board between meetings, administer policy, make recommendations to the Advisory Board Chair, and assist in filling all vacant positions, if necessary.

Section 7. *Meetings.* The Advisory Board shall meet at least monthly, at the request of the Advisory Board Chair or if requested by the Advisory Board. This request should be made directly to the Advisory Board Chair.

Section 8. *Voting.* Each Advisory 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 9. *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 10. *Resignations, Removal, Vacancies.*

A. *Resignation.* Any Advisory Board member may resign at any time by written notice presented

to the Advisory Board Chair. Such resignation shall take effect upon acceptance by the Advisory Board.

B. *Removal.* Following written notification, an Advisory 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 Advisory Board members in office or by a vote of the majority of the membership. Advisory Board members who retire from the University will also cease service on the Advisory Board at the time of retirement.

C. *Vacancies.* Annual elections to fill those vacancies resulting from term expiration will be held each spring according to the established Election Process (Appendix A).

ARTICLE V: 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 Rowan University .

B. All of the Advisory Board members shall be elected by the voting membership in the manner described in the Election Process (Appendix A). 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 Vice Chair 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 Rowan University ACE Women's Network who demonstrates leadership and assists the organization in achieving its goals.

B. The officers of the Board shall be interested members of the Rowan University Women's Alliance Network and shall work full time 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.

C. The terms of the Vice Chair, Secretary and Treasurer will be commensurate with their term on the Advisory Board.

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. Participate in the recruitment of new Board members.
5. Ensure all committees are chaired.
6. Create ad hoc committees as necessary.
7. Serve as official spokesperson for the Rowan University Women's Alliance Network.

B. *Vice Chair.* The Vice Chair 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;

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.
3. Prepare requests for financial support for Board Chair and send on her behalf.

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 Board, shall accept

such responsibilities as are consistent 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. Marketing/Communications Committee
3. Nominations Committee
4. Special Events Committee
5. Mentoring Committee

ARTICLE VI: STANDING AND AD HOC COMMITTEES

Committees. Standing committees include Program, Marketing/Communications, Nominations, and Special Events. Ad hoc committees of the organization shall include Development, Constitution and Bylaws, and others as needed.

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. Every Advisory Board member including the vice chair, secretary and treasurer shall serve on at least two committees.

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 University Women's Alliance 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.

Section 4. *The Marketing/Communications Committee.* The Marketing/Communications Committee shall be responsible for marketing, social media, 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.

Section 5. *The Nominations Committee.* The Nominations 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.

A. Responsibilities of the Nominations 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. Create and disseminate a document outlining expectations and responsibilities of Advisory Board members.
5. Inform current Board members whose terms are expiring and ask them if they wish to continue membership.
6. Solicit input from the current Board Chair.
7. Conduct the election for Board members in the spring semester.
8. Create an outline of election process, determine process to solicit nominations (Appendix A).

Section 6. *The Special Events Committee.* The Special Events Committee shall be responsible for the design and implementation of annual fall and spring conferences. The Committee will also plan special professional development activities, including networking and other events. This will include devising programs for members and their guests and securing dates and rooms for the conferences and other events.

Section 7. *Mentoring Committee.* The Mentoring Committee shall be responsible for oversight, direction and ensuring that all participants have an enriching learning experience that contributes to their personal and professional growth and development.

Section 8. *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 9 . *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.

ARTICLE VII: MEETINGS

Section 1. *Meetings.* There shall be at least monthly regular meetings of the Advisory Board annually.

A. The Board Chair may call additional meetings as needed.

B. Meetings of the Advisory Board will be called by the Board Chair. All other events will be scheduled through Committee, with approval by the Committee Chair, and notification to the full Board.

ARTICLE VIII: AMENDMENTS

Section 1. *Advisory Board.* Bylaws may be amended, altered, repealed, or added to by an affirmative two-thirds vote of the Advisory Board members present at two consecutive meetings of the Board, provided that requests for alteration, deletion or addition shall have been furnished to each member of the Board by the Secretary at least 10 days before the applicable meeting is to be held.

ARTICLE IX: 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 X: FISCAL YEAR

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

ARTICLE XI: 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.

APPENDIX A

Rowan University (WAN) Women's Alliance Network Election Process

What are the roles and responsibilities of the nominations committee?

The Nominations Committee, a standing committee of the Rowan University (WAN) Women's Alliance Network, shall be responsible for the development, notification, and implementation of election procedures. The Nominations Committee shall conduct the election of Advisory Board members every year and shall submit candidates to the Advisory Board for consideration and vote.

Responsibilities of the Nominations 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 Advisory Board.
3. Ascertain from each nominee a willingness to stand for an Advisory Board member election.
4. Create and disseminate a document outlining expectations and responsibilities of Advisory Board members.
5. Inform current Advisory Board members whose terms are expiring and ask them if they wish to continue membership.
6. Solicit input from the current Rowan University WAN Women's Alliance Network Chair.
7. Conduct the election for Advisory Board members in the spring semester.

How does the Advisory Board election process work?

Annual elections to fill vacancies resulting from term expirations will be held each spring. The process for elections is as follows:

During an election time period, the opportunity to nominate or self-nominate a Board member will be announced to the Rowan community. The announcement will include information about the desired skillset and qualifications to be an Advisory Board member based on the bylaws.

1. Individuals must submit a 100 word or less nomination statement to the Rowan University WAN Women's Alliance Network during the election period. Statements will be sent to the Rowan University WAN Women's Alliance Network Nominations Committee. Advisory Board members are eligible to submit nominees utilizing the established nomination process.
2. The Rowan University WAN Women's Alliance Network Nominations Committee will reach out to those who has been nominated to confirm their interest in holding a Board member seat. If the individuals confirm that they are interested in being part of the election, their information will be sent to the Advisory Board for voting. If they decline the nomination, they will be removed from the pool of nominees.

3. The Rowan University WAN Women's Alliance Network Advisory Board members will review all nominations, and vote to elect new Board members.
4. Votes will be tallied to determine the newly elected WAN Board members.
5. Newly elected Advisory Board members will be contacted by the Nominations Committee via email.

In the event that a vacancy occurs throughout the year, it will be filled by the nominee with the next highest number of votes from the general election that was not elected to the Advisory Board. Consistent with the Bylaws, time served by an Advisory Board member filling an unexpired term will not count toward the member's first term.

The Advisory Board reserves the right to add members during non-election times. Such additions may be made by an Advisory Board member by introducing the nomination in the form a 100 word or less nomination statement which will be disseminated to the Advisory Board members either before or during an Advisory Board meeting. The members present will vote by secret ballot. Voting must be unanimously in favor of the candidate in order for the nominee to be added to the Advisory Board.

Who is eligible to vote in the Board election?

All members present at the meeting in which a quorum exists, and when the election voting occurs, are eligible to vote. Consistent with the Bylaws, a simple majority vote will determine the individuals elected to the Advisory Board.

What does the Board look for in candidates?

Preferred qualifications for nominees may include any of the following:

- An established record of leadership in a campus position or an outside committee or organization.
- Have experience in serving on a board or similar organization, or has demonstrated aspiration to be part of a similar organization.
- Possess the ability to: listen, analyze, think clearly and creatively, work well with people individually and in a group.
- Have the willingness to prepare for and attend board meetings and events on all campuses, ask questions and take responsibility and follow through on assignments.
- Possess honesty, sensitivity to and tolerance of differing views, and a desire to serve as a member of a team.
- Be friendly, responsive and patient in dealings with fellow Board members.
- Adhere to the Rowan University WAN Women's Alliance Network mission.
- Refrain from bringing the organization into disrepute through personal actions or words.

What selection criteria does the Board Nominations Committee Use?

The primary criteria used by the Nominations Committee are a matching of potential candidates to the preferred qualifications described above. Above all, the Advisory Board is concerned with how well the membership will be served through the work and responsibilities of their proposed nominees.

What is the timeline for the Advisory Board Elections?

Nominations will take place annually, and specific timing of the nominations process shall commence in March. Nominations will take place annually, and specific timing of the nominations process shall be determined by the Nominations Committee.

Where or who should the candidate go if they have any questions about the Advisory Board election?

Anyone who has questions about the Advisory Board elections or the election process should contact the Rowan University WAN Women’s Nominations Committee Chair.

This Election Process was adopted by the Advisory Board at its March 23, 2016 meeting

**Approved Addendum to Appendix A
4/28/2017**

How does the Advisory Board Reelection process work?

In compliance with our bylaws, Advisory Board members are eligible to serve two consecutive terms. At the completion of their first term, Board members must be reelected. There will be one election annually, at which time both potential new and existing eligible Board members will be considered for election/reelection to the Board. Eligible Board members have met the criteria outlined in the bylaws.

An annual election of Advisory Board members who are qualified to be reelected will be held simultaneously each spring with the regular election of Board members. During an election period, the individual(s) seeking reelection may submit a 100-word or less self-nomination statement to the Advisory Board. Other Board members may also submit a nomination for those seeking reelection. The Advisory Board will hold an anonymous vote. Consistent with our regular election process, nominees must receive a majority vote of the Advisory Board members present at the time of the vote to be elected/reelected. The results of the election will be announced at a monthly Board meeting.

This Election Process Addendum was approved by the Advisory Board on March 28, 2017.

