

**BYLAWS**  
**New York State American Council on Education Women’s Network Inc.,**  
**(New York State ACE Women’s Network, Inc.)**

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**(Revised May 30, 2018)**

**PREAMBLE**

The New York State American Council on Education Women’s Network Inc., is a network of women administrators, faculty, and others associated with or supportive of higher education in New York State. Formed under the auspices of the Office of Women in Higher Education (OWHE) of the American Council on Education (ACE) in 1977, the New York State ACE Women’s Network Inc., is part of the ACE Women’s Network (a national system of networks within each state, Puerto Rico, and the District of Columbia) to develop programs that identify, develop, encourage, advance, link, and support women in higher education careers within the State of New York.

**ARTICLE I                      Name and Purpose**

**Section 1**                      The name of this statewide coordinating organization is the New York State ACE Women’s Network Inc.

**Section 2**                      The purpose of the New York State ACE Women’s Network, Inc., is to develop and promote the advancement of women in higher education in New York State and reaffirm the principles of diversity and inclusion by:

- Increasing the number, visibility and influence of women in leadership roles in higher education within New York State.
- Establishing linkages among women in higher education, and between women in higher education and trustees, legislators, policy makers, search firms, and other women’s organizations.
- Developing an agenda of policy issues affecting women in higher education.
- Supporting, encouraging, and strengthening state and regional associations.
- Implementing such goals consonant with its purpose as may be identified by members of the Executive Board of the New York State ACE Women’s Network, Inc.

## **ARTICLE II**                    **Activities and Responsibilities**

**Section 1**                    The New York State ACE Women’s Network Inc., will follow policies, guidance, and procedures provided by THE ACE WOMEN’S NETWORK for its state-level organizations.

**Section 2**                    The Executive Board of the New York State ACE Women’s Network Inc., will serve as the coordinating board for the New York State Network and is empowered to act on the behalf of the New York State Network.

**Section 3**                    The Executive Board will develop goals and priorities in order to fulfill the purpose of the New York State Network and its parent organization, THE ACE WOMEN’S NETWORK. Through meetings, programs, retreats, policy statements, publications, sponsorship of events, and other actions as appropriate, the Executive Board will implement activities to meet and support the goals and priorities of the New York State Network Inc.

## **ARTICLE III**                    **Membership of the Executive Board**

### **Section 1**                    **Composition**

1.1                    There shall be no more than sixteen (16) members of the Executive Board. All members should hold mid-to senior-level administrative positions or full-time teaching positions in institutions of post-secondary education in the State of New York, administrative positions in governmental agencies that oversee or implement policy regarding post-secondary education, or administrative or leadership positions in organizations that promote or support women in higher education. In seeking women from these areas of higher education, we affirm our principles of diversity and inclusion.

1.2                    Members of the Executive Board may vote on New York State Network Inc., business; hold elected office on the Executive Board; serve on New York State Network Inc. committees; and represent, with the approval of the Executive Board, the New York State Network, Inc., at regional and national meetings and conventions.

### **Section 2**                    **Selection and Terms of Executive Board Members**

2.1                    Membership on the board is based on interest expressed through self-nomination or in response to nomination or invitation. The Executive Board will make appropriate efforts to ensure geographic, cultural, and institutional diversity among the members of the Executive Board.

2.2                    Selection to membership shall take place either at a regularly called meeting of the Executive Board by voice or paper ballot or by ballot mailed or electronically sent to members of the Executive Board. An affirmative vote of a simple majority of Executive Board members eligible to vote is necessary

2.3 Executive Board members will serve a three-year term of office, renewable, with the exception of the Chair, Associate Chair and Past Chair (these terms are not renewable). The Executive Board will make appropriate efforts to sequence terms of office of members in order to ensure continuity on the Executive Board.

**Section 3. Responsibilities of Executive Board Members**

3.1 Executive board members will attend regularly scheduled Executive Board meetings and shall:

- Network with other women in mid- to senior-level administrative positions within the region.
- Promote visibility of the New York State Network Inc., and THE ACE WOMEN’S NETWORK.
- Support and promote New York State Network conferences, retreats, and events.
- Identify “emerging leaders.”
- Provide information about changes in senior leadership at colleges and universities within the region.

**ARTICLE IV Officers**

**Section 1** There shall be seven (7) officers on the Executive Board, each position associated with a leadership role in the New York State Network. The elected officers of the Executive Board shall be: Chair, Associate Chair, Past Chair, Secretary, Treasurer, Public Relations Officer, Information Officer.

**Section 2 Election of Officers**

2.1 The elected officers are selected from the membership of the Executive Board. Officer membership positions are filled based on interest expressed through self- nomination or in response to nomination.

2.2 Election of officers shall take place at the annual meeting of the Executive Board. An affirmative vote of a simple majority of Executive Board members present at the meeting at which the vote is taken shall be necessary for election as an officer of the Executive Board.

2.3 The Executive Board will ask each officer to reaffirm annually her desire to remain on and participate in the initiatives of the Executive Board.

2.4 The term of office of an officer shall begin on July 1 or at another date approved by the Executive Board.

- 2.4.1 The Chair will serve a three-year term (nonrenewable) The term of Chair will be followed by a Three-year term as Past Chair.
- 2.4.2 The Associate Chair will serve a three-year term (nonrenewable)
- 2.4.3 The Secretary will serve a three-year term (renewable)
- 2.4.4 The Treasurer will serve a three-year term (renewable)
- 2.4.5 The Public Relations Officer will serve a three-year term (renewable)
- 2.4.6 The Information Officer will serve a three-year term (renewable).

### **Section 3. Responsibilities of Officers**

- 3.1 Officer Members will attend regularly scheduled Executive Board meetings. In addition, officer members have general and specific responsibilities associated with their leadership roles within the New York State Network Inc.
- 3.2 The Chair shall:
- Provide vision and overall direction for the New York State Network and the Executive Board.
  - Preside at all meetings of the Executive Board.
  - Serve as the Executive Board's liaison with THE ACE WOMEN'S NETWORK, and other national, state, and regional organizations.
  - Represent the Executive Board of the New York State Network at regional and national meetings sponsored by THE ACE WOMEN'S NETWORK, and other national, state, and regional organizations.
  - Represent the Executive Board through correspondence, to include letters to women within New York State recognizing achievement, service, retirement, or new positions accepted.
  - Appoint committees deemed necessary or helpful in furthering the business of the Executive Board.
  - Delegate responsibility to appropriate officers and committees.
  - Plan the New York State Network annual board meeting.
  - Plan the New York State annual Network and Board retreat.
- 3.3 The Associate Chair shall:
- Serve as coordinator for regional representatives.
  - Provide budget oversight and establish budget priorities.

- Coordinate nominations for Executive Board Officers, Regional Reps and Institutional Reps.
- Assist the Chair, as needed.
- In the absence of the Chair, assume all responsibilities of that office.

3.4 The Past Chair shall:

- Advise and mentor the Chair and Associate Chair

3.5 The Secretary shall:

- Prepare and distribute minutes of the Annual Meeting.
- Ensure that written records of meetings of the Executive Board are made and maintain these records.
- Collect and disseminate nominations for regional and institutional representatives.
- Maintain, update, and distribute membership rosters.
- Maintain a transferable database for secretarial responsibilities

3.6 The Treasurer shall:

- Receive and disburse all monies of the Executive Board under policies approved by the Board.
- Maintain records of bank accounts, keep appropriate records of receipts and disbursements.
- Submit an annual report to the Executive Board and any interim reports that may be required.
- Make provision for the filing of any and all required tax statements.
- When requested by the Executive Board, turn over all monies, accounts, record books, papers, vouchers, and other records pertaining to the treasury.
- Maintain transferable database for the treasurer's responsibilities.
- With the Associate Chair, plan the annual budget.

3.7 The Public Relations Officer shall:

- Produce a newsletter on a periodic basis for use by Executive Board members and regional associations.
- Prepare press releases.
- Create, maintain, and update the New York State Network Inc., brochure and any other publications.
- Provide input to ListServe/Web site, as appropriate.
- make relevant information available on social networks, and other electronic venues;

3.8 The Conference Committee Chair shall:

- Oversee the planning and implementation of the periodic New York State Network conference.

3.9 The Information Officer shall:

- Create, maintain and update the New York State Network, Inc., web site.
- Lead and coordinate all efforts pertaining to the public sharing of New York State Network, Inc., information and its Regions;
- Liaise with the Public Relations Officer to conceive and implement all necessary information strategies for the New York State Network information and its Regions;
- Design and offer information technology training strategies and opportunities to the New York State Network Inc., members as aligned with the mission of the Network.  
Maintain contacts via CRM system; create and manage email campaign; create events and registration reports.

**ARTICLE V                      Change in Membership – Executive Board**

**Section 1                      Termination of Membership**

1.1                              The service of an officer of the Executive Board may be terminated for cause by a vote of the two-third’s majority of the members in attendance at a regular or special meeting of the Executive Board.

**Section 2                      Vacancies in Membership**

2.1                              All positions that become vacant may be filled at the next regularly called meeting of the Executive Board. The position may remain vacant until filled, but the Executive Board will actively seek a new member so that the position is filled in a timely manner.

2.2                              If the Chair is unable to complete her term of office, the Associate Chair shall assume the position of Chair and the Executive Board will elect a new Associate Chair.

2.3                              Vacancies in other offices shall be filled by election to the office, with the term of office to be that of a regular term of office plus the additional months to July 1, the usual start of an officer's term.

2.4                              Prior to an election to fill a vacant office, the Chair or Associate Chair or designee will assume the responsibilities of the vacant office as necessary in order to conduct business of the Executive Board and the New York State Network.

**ARTICLE VI                    Meetings – Executive Board**

**Section 1                      Meetings of the Executive Board**

1.1                              The Executive Board shall meet at least twice a year, once in the fall and once in the spring. The spring meeting will be considered the annual meeting. Notice shall be given by mail, email, or phone at least 20 days prior to the meeting.

1.1.1                          Meetings may also be called by the Chair or by petition of three (3)

members of the Executive Board.

- 1.1.2 The Executive Board shall consider each absence of a Board Member and/or Officer as a separate circumstance. After a count of such three (3) circumstances, the Executive Board may ask the Board Member and/or Officer to vacate the position.
- 1.2 Business of the Executive Board may be conducted by telephone, mail, or email.
- 1.3 All members of the Executive Board have a single and equal vote in the decisions of the Executive Board.
- 1.4 A quorum for the conduct of business shall consist of two-thirds members of the Executive Board.

**ARTICLE VII                      New York State Network Regions, Institutional Representatives and Regional Coordinators**

**Section 1                              Regions**

- 1.1. The New York State ACE Women’s Network is comprised of nine Regional Chapters (Regions):
  - Western Region
  - Central Region
  - Capital Region
  - Hudson Valley Region
  - Westchester-Rockland Region
  - New York City Region
  - Long Island Region
  - Northern Region
  - Fingerlakes Region
- 1.2. The Regional Chapters function independently under the guidance of the New York State Network Inc.Executive Board to plan, develop and offer conferences, meetings, initiatives and programs for women in Higher Education within their Regions, in accordance with the Mission and Goals of the New York State ACE Women’s Network Inc.

**Section 2                              Institutional Representatives**

- 1.1. Each Regional Chapter is composed of Institutional Representatives (IR) recruited from the Higher Education Institutions within the Region and approved in that role by the President of the institution to which they belong.

- 1.2. Each Institutional Representative will represent and serve as an advocate for women's leadership development at their institution as well as a liaison between the women of their institution and the New York State Network Executive Board.
- 1.3. Institutional Representatives will serve a renewable three-year term.

### **Section 3**      **Regional Coordinator**

- 1.1. The Regional Coordinator of a Regional Area will be identified among its Institutional Representatives by the New York State Executive Board. Nominations or expression of self-interest from the Institutional Representatives of a Region will be welcome. A vote of a simple majority of the Executive Board Members eligible to vote is necessary.
- 1.2. The Regional Coordinator will serve a three-year term of office, renewable.
- 1.3. The Regional Coordinator will be eligible to serve on the New York State Executive Board as a member.
- 1.4. The Regional Coordinator will:
  - Convene regular meetings with the Institutional Representatives of the Region;
  - Convene group of women aspiring to administrative leadership positions in conferences, workshops or other meetings as appropriate to design or implement specific agenda in behalf of women;
  - Actively identify and nominate new Institutional Representatives in the Region;
  - Seek opportunities to partner, link and discuss with other associations or networks having similar goals;
  - Provide the New York State Chair and Executive Board with a periodic activity report on the work and initiatives undertaken by the relevant Region.



**ARTICLE VIII**      **By Laws and Amendments**

**Section 1**      **Bylaws**

- 1.1                      The Bylaws of the New York State ACE Women’s Network, Inc., will be reviewed at least every five years.
- 1.1.1                      The Executive Board will appoint a committee to review the Bylaws and to make recommendations to revise and rewrite, as necessary.
- 1.2                      The Bylaws are effective upon approval by the Executive Board.

**Section 2**      **Amendments**

- 2.1                      Amendments to the Bylaws may be proposed at any meeting of the Executive Board.
- 2.1.1                      The members of the Executive Board must be given a minimum of 5 business days to review the proposed amendments to the Bylaws, unless a two-third majority of members at an Executive Board meeting agrees for a vote to be held at the meeting.
- 2.1.2                      No amendment that is inconsistent with the policies, guidance, or procedures of THE ACE WOMEN’S NETWORK shall be submitted to a vote.
- 2.2                      Amendments are effective upon approval of the Executive Board. A two-third’s majority of members is required to approve an amendment to the Bylaws.
- 2.3                      A copy of the approved amendment will be sent to each member of the Executive Board.

**Section 3**                      These Bylaws will continue in force until rescinded by action of the Executive Board. All members of the Executive Board will be governed by the provisions of the Bylaws.

**ARTICLE IX**      **Rules of Procedure**

**Section 1**                      The officers may establish such rules of procedure as may be necessary for implementing the provisions of these Bylaws and for managing the Executive Board, as long as those rules of procedure do not violate the provisions of these Bylaws.

**Section 2**                      Robert’s Rules of Order, as most recently revised, shall govern the meetings of the Executive Board unless otherwise decided by a majority vote.

2.1                      The Executive Board or the Steering Committee may adopt, by majority vote, standing rules for their respective meetings. A record of such rules shall be kept by the Secretary.

## **ARTICLE X**

### **Dissolution**

#### **Section 1**

A two-third's majority vote of the Executive Board will be required for dissolution of the New York State ACE Women's Network, Inc.

#### **Section 2**

In the event of dissolution of the New York State ACE Women's Network Inc., whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining assets. The balance of all monies and other property received by the Executive Board from any source shall be used to satisfy all debts and obligations of the Executive Board. Should further assets remain, a two-thirds majority vote of the Executive Board will be required to determine whether the remainder shall be used or distributed for the purposes set forth in Article I or distributed to THE ACE WOMEN'S NETWORK.