



New Mexico Network for WOMEN IN SCIENCE AND ENGINEERING

PO Box 1360
Los Alamos, New Mexico, 87544 USA.

Policies and Procedures

Dark Sky Resolution

Articles of Incorporation (as amended 17 Oct 2009)

BYLAWS

ARTICLE I Name

Section 1.1

The name of this organization shall be the New Mexico Network for Women in Science and Engineering, Inc., hereinafter referred to as the NETWORK.

ARTICLE II Purpose

Section 2.1

The purpose of the NETWORK as stated in the articles of Incorporation will be to encourage the entry into and career development of women in science and engineering professions.

ARTICLE III Membership

Section 3.1

Membership shall be open to all persons interested in the entry of women into, *role of women in and career opportunities for women in science and engineering.* The Board of Directors shall have the right to refuse any application for any reason which shall seem sufficient, provided that such refusal be by a majority vote of the Board of Directors.

Section 3.2

Application for membership shall be made in the manner prescribed by the Board of Directors.

ARTICLE IV Board of Directors

Section 4.1

Except as otherwise required by law or provided by the Articles of Incorporation or these Bylaws, the entire control of the NETWORK and its affairs and property shall be vested in its Board of Directors.

Section 4.2

The Board of Directors of the NETWORK shall consist of no fewer than six (6) and no more than seventeen (17) members. A minimum of three (3) Directors shall be elected at large by the membership of the NETWORK. One (1) Director shall be elected by the membership of each of the chapters. Officers of the NETWORK shall also be members of the Board. The Directors elected by the membership at large of the NETWORK shall serve for two (2) year terms. The terms of the Directors elected by the membership of each chapter shall be for a period of one (1) year or until their successors have been chosen.

Section 4.3

Election of officers and members of the Board of Directors shall be by written ballot. Installation shall be at the annual meeting.

Section 4.4

The board of Directors shall hold regular meetings as required. Notification shall be one week in advance of meeting date. Special meetings of the Board of Directors may be called at any time by the President or by any two (2) members of the Board upon at least five (5) days notice to each Board Member, given personally or by mail, telegraph or telephone.

Section 4.5

A majority of the Board of Directors in office, including proxies, shall constitute a quorum for all purposes.

Section 4.6

The resignation of any Board Member shall be tendered in writing to the Board of Directors. In the event of a vacancy of an officer or of a Board of Directors representing a Director elected by the membership at large, by reason of resignation, death or otherwise, the Board of Directors shall appoint a member of

the NETWORK to fill such vacancy for the unexpired term. If any vacancy shall occur in the Board of Directors representing a Director elected by a chapter, for any of the aforementioned reasons, the Board of Directors of the chapter shall appoint a member from its chapter to fill such vacancy for the unexpired term.

Section 4.7

No Officer or Director shall receive any salary from the NETWORK. Officers, Directors and members may receive compensation or grants for expenses incurred on behalf of the NETWORK.

Section 4.8

Any Board Member may be removed from office for the following reasons:

1. Misappropriation of NETWORK funds or property
2. Non-attendance at fifty percent (50%) of Board meetings within a six (6) month period.
3. Misrepresentation of the NETWORK.

Section 4.9

A Board Member may appoint a non-Board Member as an alternate to attend a Board Meeting. The alternate may vote with written authorization from the Board Member. Attendance by the alternate does not constitute attendance by the Board Member to meet the requirement as set forth above.

ARTICLE V Officers

Section 5.1

The officers of the NETWORK shall be a President, a President-Elect, Vice-President, a Secretary, and a Treasurer. The immediate Past President shall be a voting Board Member.

Section 5.2

The term of office for the President and President-Elect shall be one (1) year with the President-Elect automatically succeeding to the office of President. The terms for office for the Secretary and Treasurer shall be two (2) years.

Section 5.3

The Officers shall perform the duties which are usually performed by such officers, or such duties as may be assigned to them by the Board of Directors.

ARTICLE VI Meetings of the NETWORK

Section 6.1

The annual meeting of the members of the NETWORK shall be held each fall.

Section 6.2

A meeting of the NETWORK may be called at such time and place as shall be selected by the President with the consent of a majority of the Board of Directors. Notice of all meetings of the NETWORK shall be mailed to each member at least two (2) weeks before the date of the meeting and shall state the time, place, and purposes thereof.

Section 6.3

One-tenth (1/10) of the members of the NETWORK, whether present in person or represented by proxy, shall constitute a quorum for all purposes.

Section 6.4

A member may vote by proxy. Each proxy must be executed in writing, presented at the meeting, and shall not be valid after the expiration of six (6) months from the date of its execution.

Section 6.5

The order of business at any business meeting of the members of the NETWORK shall be as follows:

- a. Call to order
- b. Reading of the Minutes of last meeting
- c. Report of the Board of Directors and Officers
- d. Reports of committees
- e. Unfinished business
- f. Communications
- g. Elections and installations of Officers
- h. General business
- i. Adjournment

The order of business at any meeting may be changed by a vote of a majority of the members present.

ARTICLE VII Dues and Finance

Section 7.1

The fiscal year of the NETWORK shall begin on October 1 and end on September 30.

Section 7.2

The amount of the annual dues of all members shall be determined by the Board of Directors, payable annually in advance. The membership year begins October 1 and ends September 30. If the dues of any member be unpaid for a period of sixty (60) days after the same shall have become payable, the Board of Directors of the NETWORK shall mail a notice of delinquency. If the dues of any member are not paid within thirty (30) days after the mailing of such notice, membership shall automatically terminate on that date by reason of such non-payment. When a new member pays his/her dues during the last quarter of the membership year, the membership shall extend through the following year.

Section 7.3

The funds of the NETWORK shall be deposited or kept in a bank. Such funds shall be disbursed upon the order or orders of such Officers as may be prescribed by the Board of Directors.

Section 7.4

The Board of Directors of the NETWORK shall present at the annual meeting a membership and financial report of the prior fiscal year verified by the President and Treasurer or by a majority of the Directors. Such reports shall be filed with the records of the NETWORK and an abstract thereof shall be entered in the minutes of the proceedings of the annual meeting at which the report is presented.

Section 7.5

Board of Directors shall appoint three (3) members of the NETWORK, other than the members of the Board of Directors or Officers, to audit the annual report referred to in Section 7.4 and issue an audit report to the President, Treasurer, and Board of Directors prior to the annual meeting.

ARTICLE VIII Committees

Section 8.1

The Board of Directors following installation of Officers may appoint an executive committee and designate the standing committees. Ad hoc committees may be appointed as necessary.

ARTICLE IX Chapters

Section 9.1

The Board of Directors may authorize chapters of the NETWORK and chapter membership subject to such regulations as it may determine.

ARTICLE X Rules of Procedure

Section 10.1

The rules of procedure at meetings of the members of the NETWORK shall be agreed upon by a majority of voting member present at the beginning of each meeting.

ARTICLE XI Amendments

Section 11.1

Alterations or amendments to the Bylaws shall be considered at any meeting of the members of the NETWORK any may become effective if a majority of the members at such meeting, either present in person or represented by proxy, vote in favor of changing the Bylaws. Notice of the proposed amendments must be mailed to members of the NETWORK at least forth-five (45) days before the meeting of the members of the NETWORK with provision for voting by proxy. Upon acceptance of revisions (changes), all members will be provided with a copy of the revised Bylaws.

Date of last revision: November 1999

Elizabeth Kallman

9/13/2012

Elizabeth Kallman, President (2011-2012) Date
New Mexico Network Women in Science and Engineering

Monette D. Founds

9/13/2012

Monette Founds, Vice President (2011-2012) Date
New Mexico Network Women in Science and Engineering