

AMENDED AND RESTATED STANFORD UNIVERSITY WOMEN'S CLUB BYLAWS - AUGUST 2022 (verified August 2026)

In 1896 a group of Stanford University women founded the Stanford Faculty Wives Club to promote good friendship, to welcome newcomers, and to share mutual interests. In 1919 the Club adopted a constitution and bylaws, in 1930 formed a section for new members, and in 1937 introduced other special interest sections. The first Club directory "Redbook" was published in 1939. The name of the Club was changed in 1992-93 to the Stanford University Women's Club.

ARTICLE I –NAME AND OBJECTIVES

SECTION A Name:

This organization shall be known as the Stanford University Women's Club.

SECTION B Objectives:

The Club's objectives shall be to provide opportunities for sociability and the sharing of mutual interests and concerns through a variety of activities

ARTICLE II –MEMBERSHIP

SECTION A Eligibility:

1. Membership in the Stanford University Women's Club is open to women who are active and emeritae faculty, senior administrators, fellows and scholars, spouses/partners, widows or former wives, and adult children of active and emeriti faculty, senior administrators, fellows and scholars. These categories also apply to Stanford Institutes.
2. Courtesy membership requires a majority vote or approval by the Board.
3. Honorary members are spouses/partners of the President, Provost and the Stanford Board of Trustees and women members of the preceding offices.
4. Eligibility is retained for a member's lifetime.

SECTION B Rights and Privileges of a dues-paying member:

All members of the Club shall have equal rights and privileges, granted by their membership, as follows:

1. to receive all publications and general correspondence,
2. to cast one vote for any motion or officer proposed to the membership,

3. to attend all meetings sponsored by the Club,
4. to bring guests to any Section or Program meeting for purposes of recruitment.
5. Any above guest may be invited only once per year.
6. to hold office and to serve on committees of the Club,
7. to retain permanent eligibility as a member.

ARTICLE III – OFFICERS AND THEIR RESPONSIBILITIES

SECTION A The Executive Committee:

This group shall consist of the elected officers of the Club: President(s), Vice Presidents, Secretary, Treasurer and Preview Editor. This group shall be empowered to enact emergency business at any time.

SECTION B The Board of Directors:

1. This group shall consist of the Executive Committee and the Appointed Officers selected by the President to fill the chair positions for refreshments, decorations, hospitality, parliamentarian, mailing, historian and new members.
2. The president may also add Appointed Officer co-chairs as needed. The Executive Committee may add to the Board, as affiliated officers, liaison officers of any Stanford University affiliated group, to be named by that group in consultation with the SUWC Board of Directors.
3. Meeting times of the Board of Directors shall be determined by the Board of Directors. A minimum of one-third (1/3) of the Board of Directors shall constitute a quorum. Board meetings and minutes are open to all Club members upon request.
4. Voting by the Board of Directors can be either in person, by email or text message or video conference.

SECTION C Duties and Powers of the Elected Board:

The Past President(s) shall serve as ex officio advisor(s) and counselor(s) to the Board, as liaison to the other groups, and as chair of the nominating committee.

The following elected offices may have co-chairs nominated and elected as needed.

1. The President:
 - a. shall preside at all meetings of the general membership and of the Board of Directors,
 - b. may appoint special committees (except the nominating committee) for the purpose of carrying out Club business,

c. shall serve as *ex officio* member of these committees (except of the nominating committee).

d. In the temporary absence of the President, the presiding officer will be the First Vice President followed by subsequent Vice Presidents as necessary.

2. The First Vice President for Sections.

a. shall have responsibility for all Sections, with a chairperson chosen by members of each section,

b. may form new Sections or cancel others with Board approval as Club interest indicates,

c. shall contact all Section chairs in person or electronically early in the fiscal year and ensure that Section meetings do not conflict with other Club meetings or events,

d. shall invite Section chairs to attend Board meetings when reports of their Section are important to Board members,

e. shall preside over meetings in the absence of the President.

3. The Second Vice President for Programs.

a. shall be responsible for planning programs and locations and coordinating work of the various committees.

b. may select an advisor to help organize and oversee the details of particular programs

4. The Third Vice President for Membership.

a. shall maintain the current membership list.

b. shall provide mailing labels for Club mailings.

c. shall publish a directory that is mailed to members by the first week of December and co-ordinate with the VP Communications to have the information placed on the Club's website. The directory shall provide:

i. a list of Club officers (Board).

ii. an annual calendar of Programs (events).

iii. a list of Section Chairs and Section descriptions.

iv. member names, addresses, phone numbers and email addresses.

d. shall coordinate with other Board members in recruiting new members to the Club.

5. The Fourth Vice President for Communications.

- a. shall develop and implement a plan to broaden awareness of the Club's activities and priorities.
- b. shall oversee development and updating of the Club's website.
- c. shall manage relevant press and University relationships to gain coverage for the Club activities.
- d. shall authorize someone to update the names of Club officers appearing in the Stanford Directory under "Campus Directory".

6. Secretary

- a. shall write minutes covering all Board meetings and general meetings at which business is transacted, and shall maintain all records of the Club not otherwise assigned.
- b. shall send copies of the Board minutes to each Board member before the next Board meeting.
- c. shall maintain stationery supplies for the Club and dispense them as necessary upon request.
- d. shall send letters of condolence to members on the death of a spouse or partner and to families on the death of a member, and sunshine cards to members suffering illness or accident, as directed by the Board.

7. The Treasurer

- a. shall be responsible for handling all Club funds, keeping the appropriate books for this purpose,
- b. shall assist in the preparation of the budget, and after its approval, be charged with adherence to it,
- c. shall submit a financial report at each Board meeting, file copies with the President and Secretary, and inform Board members of their budget status as needed,
- d. shall pay all bills; those significantly exceeding the amount budgeted shall be approved by the Board,
- e. shall prepare each June an annual Financial Report for the information of the general membership and submit it to the Board members.

f. shall submit the financial books for audit following the completion of the annual Financial Report by the close of the fiscal year (June 30),

8. Preview Editor

a. shall oversee the production of the Club's newsletter, plan the schedule of publication with the Board and provide coverage of upcoming events.

b. shall produce the newsletter seven times during the year, October through May, with December and January combined into one issue.

SECTION D Duties and Powers of the Appointed Officers:

1. The Refreshments Chair shall make arrangements for refreshments at general meetings as planned by the Vice President for Programs.

2. The Decorations Chair shall arrange for decorations at general meetings, in consultation with the Second Vice President for Programs.

3. The Hospitality Chair shall promote a sense of welcome at general meetings by arranging for hostesses, nametags, seating arrangements when required, etc.

4. The Mailing Chair shall help the Third Vice President for Membership with the invitational mailing in the fall, and shall be responsible for seeing that all publications and general correspondence are mailed to the membership.

5. The Parliamentarian

a. shall attend all Board and business meetings of the Club, with the principal duty of advising the President on procedural matters,

b. shall be thoroughly knowledgeable about parliamentary procedure and the Club bylaws,

c. shall be responsible for reviewing the bylaws to keep them up-to-date with current practices and to start the process for any needed revisions.

d. shall previously have been a Board member.

6. The Historian

a. shall research important information of the Club's history as requested,

b. shall record noteworthy activities of the Club and collect photographs, documents, and other memorabilia to pass on in an album or other permanent form,

c. shall work with the Stanford University archivist.

7. The New Member Coordinator

- a. shall organize events each year for new members who join the club. The number of events to be approved by the Board each year,
- b. shall coordinate with the President and Program and Section Chairs to avoid conflicting dates with other events,
- c. shall invite Board members to assist and socialize with the new members.

SECTION E Reports:

Each officer of the Board shall maintain all records necessary for that office and in May shall provide in duplicate a report covering the year's activity, one copy to be included in a continuing record and the second for the President's book. The report, as clear and detailed as possible, shall include all pertinent information and feedback useful as reference material for that office.

SECTION F Unexpired Terms of Office:

All vacancies shall be filled by vote of the Executive Committee.

ARTICLE IV—MEETINGS

SECTION A General Meetings:

Meetings open to the entire membership shall be held at least once a a year. Additional meetings may be held at the discretion of the Executive Committee. Notice of all meetings of the members shall be mailed, emailed or personally delivered to each member at least seven (7) days prior to such meeting. At all meetings of the members, a minimum of ten percent (10%) of the membership shall constitute a quorum. The dates, locations, and topics of meetings suggested by the Second Vice President for Programs shall be approved by the Board of Directors. Visitors are welcome at meetings, with advance notice to a member in charge.

SECTION B Section Meetings:

The sections of the Club, each devoted to a specialized interest, shall meet in accordance with the desires of the members of each Section. Details shall be handled by the chair chosen by each Section. Any Club member may attend any Section meeting, but if not a regular member of that Section, she should call the hostess. If a visitor plans to attend regularly, she must apply as a courtesy member and pay dues.

SECTION C Business meetings:

Business of concern to the general membership shall be presented as a part of a general meeting at least once a year at the April Open Board meeting. Issues requiring

special attention of the general membership may be handled through mailings, by calling a special meeting of the Board of Directors, or by supplying information to Board members and Section chairs for as wide dissemination as possible.

SECTION D Voting:

Voting by members can be either in person, by email, text message or video conference.

ARTICLE V—FINANCES

SECTION A Dues:

Amount of dues shall, from time to time, be set by the Board of Directors. Dues are payable upon receipt of the Club's fall invitation to membership. Participation in Club activities shall be limited to paid members only and their guests, unless otherwise directed by the Executive Committee. Honorary members shall pay no dues.

SECTION B Budget and Audit:

1. The fiscal year shall run from July 1 through June 30. The Treasurer shall prepare a report of the Club's fiscal year.
2. The budget committee shall be composed of the outgoing and incoming presidents and treasurers. They shall meet before June 30 to set up a tentative budget for the new fiscal year, to be presented to the Board for approval at its first meeting thereafter.
3. Expenditures not already specifically allocated in the budget must have advance authorization by the Executive Committee.
4. An audit shall be made by a committee appointed by the President in May to review the books following the close of the fiscal year. The auditors' report shall be filed with both the President and Treasurer.

ARTICLE VI –NOMINATIONS AND ELECTIONS

SECTION A Eligibility for Office:

Only current members of the Club may be elected or appointed to the Board of Directors or serve in any other capacity for the Club. They shall serve a term of one year.

SECTION B Nominating Committee:

A five-member nominating committee shall be selected by January 1, named by the Board of Directors at the January Board meeting and printed in the February Preview. This committee shall consist of one of the immediate Past Presidents or the immediate Past President if there is only one, as chair, one other member of the Board, two Section chairs, and one member of the Club not already serving in some official capacity. In addition, another member-at-large shall be designated by the nominating committee to serve as an alternate in the event that a vacancy occurs on the committee before it has prepared its report. The completed report of the proposed slate of nominees shall be presented at the February Board meeting.

SECTION C Elections:

The nominating committee's report of the proposed slate of nominees shall be presented to the general membership in the April Preview and at the March General Meeting. Elections will be held in April at the Open Board Meeting. The newly elected officers may proceed immediately with plans and preparations for their term of office, officially serving from July 1 to June 30.

SECTION D Voting:

Voting by members can be either in person, by email or text message or video conference.

ARTICLE VII—PARLIAMENTARY PROCEDURE

The rules contained in Robert's Rules of Order Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with the bylaws of the Club.

ARTICLE VIII – AMENDMENTS

The bylaws may be amended by a majority vote of the members either in person at a meeting or via email, provided that notice of such amendment has been made at least two weeks previously.

First Amendment to the SUWC Amended and Restated Bylaws

Adopted April 6, 2023

Art.II Membership

Section B Rights and Privileges of Dues Paying Members

In paragraph 4 replace.” to bring guests to any Section or Program meeting for purposes of recruitment” with “to bring guests to any Section or Program meeting for purposes of recruitment provided the member has obtained the prior approval of the Section chairs or person leading the Program. In the event there is a cap on attendees no guests will be permitted until all members have first been accommodated. If spouse/partners are included in the event the invitation for the event will so indicate.”

In paragraph new paragraph 5 state . “Members may not share links to Programs or Section meetings with non-members”

Former paragraphs 5, 6,7 are numbered 6,7 and 8.

Art. IV Meetings

A General Meetings

Delete the last sentence “Visitors are welcome at meetings with advance notice to a member in charge.”

B. Section Meetings

Delete the last sentence “If a visitor plans to attend regularly, she must apply as a courtesy member and pay dues.”

SECOND AMENDMENT TO THE AMENDED AND RESTATED BYLAWS

Adopted March 6, 2025

The Amended and Restated Bylaws shall be amended as follows:

With regard to the duties set forth for the Fourth Vice President for Communications, Article III, Section C(5), subsections (c) and (d) shall be deleted in their entirety.

With regard to the duties of the Treasurer, Article III, Section C(7) shall be amended to add a subsection (g) as follows:

(g) Shall submit annual filings with the Internal Revenue Service and Franchise Tax Board regarding the organization's status as a 501(c)(7) entity.