

WINSTON-SALEM BRANCH - AAUW
APRIL 22, 2004 ANNUAL BUSINESS MEETING

I. Election of Officers:

Nominations of: Ellen Morris, President (2004-6)
Elizabeth Koch, Secretary (2004-6)
were approved.

II. Budget: the proposed 2004-5 budget was distributed by Pam Kahl, Treasurer, discussed and accepted (copy attached). It was noted that dues for 2003-4 will total \$65.

III. Bylaws: Lois Ward reviewed proposed changes to the branch bylaws, which were accepted by membership (copy attached).

IV. Election: In order to conform to the approved bylaws, the term of the Vice-President/ Membership was resubmitted for a 2004-6 schedule; Marilyn Cardwell was re-elected to the position, with the newly established term.

V. Announcements:

Judy Atkinson, President, announced that W-S Branch will host the AAUW/NC summer board meeting, and that help of members will be needed.

Forsyth Co. Healthy Living Coalition: Judy informed members of the subcommittees established, and invited interested persons to become involved.

Yard Sale: will be in October, at Judy's, and help is needed! She would like a co-chair; reminded members that proceeds fund FTCC scholarships.

May Banquet: Thursday, May 27, at Pine Brook Country Club; speaker: Carey McCament, recipient of AAUW/US award; reservation forms will be mailed within one week- ten days by Kathy Pearre.

AAUW BUDGET FOR 2004-2005

INCOME

Membership(48 members) *Dues*National(43@\$41) \$1763.00State(43@\$11) 473.00Local(48@\$13) 624.00

\$2860.

OTHER INCOME

Legal Advocacy 120.00

Winter Luncheon 500.00

Banquet 900.00

Donations 50.00

Yard Sale for Scholarships 400.00

1970.

CARRY OVER FROM 2003

Scholarships 588.00

National Meeting 200.00

State Meeting 50.00

838.

CASH ON HAND

2500.

TOTAL

\$8168.

EXPENSES

National dues \$1763.00

State dues 473.00

LAF 120.00

Luncheon 500.00

Banquet 900.00

\$3756.

OPERATING EXPENSES

Directory 70.00

Newsletter(includes postage) 100.00

Education mailing 25.00

National convention(includes \$200 carryover) 400.00

State convention(includes \$50 carryover) 100.00

Hospitality 15.00

President's gift 20.00

Scholarships(includes \$588 carryover) 988.00

Programs 140.00

Administrative 54.00

1912.

CASH ON HAND

2500.

TOTAL

\$8168

CD AS OF 10/15/03

\$2768.90

PROPOSED REVISIONS TO BYLAWS: MARCH, 2004

Note: Additions indicated by bold type; deletions by [brackets]

1. Article VII. Officers:

a) Section 1. There shall be officers to fulfill the functions of administration, program, membership, public policy, finance, Educational Foundation, Legal Advocacy Foundation, and communications.

b) Section 3. There shall be appointed officers for Educational Foundation, Legal Advocacy Foundation, public policy, communications, and such other officers as shall be deemed necessary to carry on the work of the branch. They shall be appointed by the branch president with approval by the branch board of directors.

RATIONALE: LAF added since current bylaws were written.

2. Add: ARTICLE XI. ROTATION OF OFFICERS

Section 1. The president, secretary, and vice president for membership shall be elected in even numbered years.

Section 2. The treasurer and vice president for programs shall be elected in odd numbered years.

2a. Renumber remaining nine articles to conform.

RATIONALE: Rotation inclusion suggested by AAUW/US for branch bylaws; branch need shown by our history.

3. Article XIV [XIII]. Committees:

Section 1. Standing committees shall be program, membership, public policy, finance, Educational Foundation, Legal Advocacy Foundation, bylaws and communications.

RATIONALE: see item 1. above.

5. ARTICLE XIX [XVIII]. INDEMNIFICATION:

Under the laws of the State of North Carolina, certain indemnification applies to officers of the branch while acting on branch business. The relevant sections of NC Statute CH. 55A-8-60, Immunity, [55-8-28.1A, Limited Liability] are as follows:

(a) A person serving as a director [,trustee,] or officer of a nonprofit corporation shall be immune individually from civil liability for monetary damages, except to the extent covered by insurance, for any act or failure to act arising out of this service, except where the person:

Note: subsections (1) through (6) are unchanged; subsection (7) revised as follows:

(7) Is defendant in an action brought under G.S. 55A-8-33 [55A-28.1 or 55A-28.2].

(b) The immunity in subdivision (a) is personal to the directors [,trustees,] and officers, and does not immunize the corporation for liability for the acts or omissions of the directors [,trustees,] and officers, and does not immunize the corporation for liability for the acts or omissions of the directors [,trustees,] or officers.

RATIONALE: Relevant NC statute numbers and indicated words have been changed.

ADDITION TO NOMINATING COMMITTEE REPORT
FOR TWO-YEAR TERM AS VICE-PRESIDENT FOR MEMBERSHIP:

Marilyn Cardwell (to align with new Article XI)