

BYLAWS OF North Dakota Women in Higher Education Network (ND WHEN)

Article I: Name

The name of this organization is the North Dakota Women in Higher Education Network, NDWHEN. NDWHEN is affiliated with the American Council on Education (ACE) through the Office of Women in Higher Education (OWHE).

Article II: Mission and Purposes

- A. The mission of the NDWHEN is to advance women's careers and leadership in higher education.
- B. NDWHEN accomplishes this mission by:
 - 1. Creating a network of women in higher education leadership positions;
 - 2. Providing professional development opportunities for women employed by North Dakota's colleges and universities;
 - 3. Promoting the visibility, recognition, and advancement of women qualified by education, experience, and personal characteristics for leadership positions in higher education;
 - 4. Eliminating barriers to women's achievement in higher education leadership.
- C. NDWHEN is committed to fostering diversity in higher education leadership with regard to age, color, disability, gender identity, marital status, national origin, public assistance status, sex, sexual orientation, status as a U.S. veteran, race or religion.
- D. NDWHEN is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. (not yet)

Article III: Membership

- A. Membership is open to anyone with a commitment to advancing women's leadership in higher education in North Dakota. The membership process is determined by the Board of Directors.

Article IV: Sponsorship

- A. Sponsorship and donations, along with revenue generated from programming, provide financial support for the organization.
- B. Sponsorships shall be open to all private and public colleges and universities in North Dakota that are accredited by the Higher Learning Commission of the North Central Association of Colleges and Schools.
- C. Sponsorships will coincide with the fiscal year, from July 1 to June 30.

Article V: Governance Structure

- A. A nine-member Board of Directors provides leadership for the organization. Directors will represent the diversity of higher education in the State of North Dakota and include 11 representatives from the NDUS institutions, 2 representatives from community colleges, 2 from private colleges and universities, and 2 at-large members. Each member will be from an institution accredited by the Higher Learning Commission of the North Central Association of Colleges and Schools.
- B. The Board designates committees, plans and oversees the organizational budget, approves expenditures, and serves as the public voice for the organization.
- C. New directors are elected annually by the Board and serve three-year staggered terms that begin immediately following their election. The Board may appoint new members to fill vacancies for the remainder of unexpired terms.
- D. The Board of Directors elects organizational officers: President, President-elect, and Secretary. Officers are elected by the Board and from the Board in the spring for a term of one year. The Board may elect officers mid-year to fill vacancies for the remainder of unexpired terms.
- E. President: The President or her designee serves as state liaison to the American Council on Education's Office of Women in Higher Education (ACE/OWHE). The President has such duties, responsibilities,

and powers as may be necessary to carry out the directions and policies of the Board of Directors and is subject to the policies, control, and direction of the Board of Directors. The President may sign and execute, in the name of the organization, any instrument or document consistent with the foregoing general delegation of authority or any other instrument or document specifically authorized by the Board of Directors. The President shall maintain the organizational archives and financial records, until such time as the board develops a formal Treasurer position.

- F. President-elect: In the absence of the President, the President-elect performs the duties of the President. When so acting, the President-elect has all the powers of, and is subject to, all the restrictions on the President. The President-elect customarily succeeds the President.
- G. Secretary: The Secretary ensures that minutes are taken at all meetings and presented in a timely fashion to the Board of Directors for approval. The Secretary is also responsible for dissemination of information to members.
- H. Officers other than the President and President-elect may serve simultaneously in more than one officer position.
- I. Meetings: The Board of Directors will determine an appropriate meeting schedule annually.
- J. Institutional Representatives. The Board of Directors shall solicit institutional representatives from accredited institutions of higher education in North Dakota. Representatives may be named by the college or university president or self-nominated and affirmed by the president. Representatives shall serve three-year renewable terms. Each representative is responsible for attending statewide meetings and for transmitting information to her campus. The NDWHEN goal is to have a representative from each eligible institution in the state.

Article VI: Decision-Making Process

A quorum is constituted when a majority of the Board, including the President or President-elect, is present. Decisions of the Board of Directors will be made by consensus whenever possible. When consensus is impossible, a simple majority of those members present will prevail.

Article VII: Communication

- A. The official source of communication for the organization is the website: https://www.ndsu.edu/equity/nd_women_in_higher_education_network/ and this listserv: NDSU.NDACEWomensNetwork@listserv.nodak.edu

Article VIII: Programming

NDWHEN sponsors workshops, conferences, and other activities that provide professional development opportunities for women in higher education. Programming meets the needs of individuals working in HLC-accredited institutions of higher education in North Dakota.

Article IX: Amendments

These bylaws may be amended by a two-thirds vote of the Board of Directors. The amendment shall have been proposed to the Board in writing at least 30 days prior to the time of voting.

Article X: Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.