

**University Women of Europe****Groupe EurOpéen des Femmes****UWE****des Universités****GEFDU****Proposed Amendments  
to the UWE By-laws**

July 2008

**General:****Executive changes in “Board”****Assembly changes in “General Meeting”****Headquarters changes in “Head Office”.**

Proposal Title	Amended Text	Original Text
	<p><u>By-law 1 SEAT</u></p> <p>Deleted</p>	<p><u>By-law 1 SEAT</u></p> <p>The constitutional seat is located in Lausanne.</p>
	<p><u>By-law 1 APPLICATION FOR MEMBERSHIP</u></p> <p>1. Application for membership may only be made by individuals accredited for this purpose by their association or national federation and shall be sent to the Head Office.</p> <p>2. The application must be accompanied by evidence of affiliation of the national federation or association of which they are members to IFUW as well as the national legal status.</p>	<p><u>By-law 2 APPLICATION FOR MEMBERSHIP</u></p> <p>Application for membership shall be sent to Headquarters. The application must be accompanied by evidence of affiliation to IFUW and national legal status.</p>

	<p><u>By-law 2 LOSS OF MEMBERSHIP of UWE/GEFDU</u></p> <p>1. The General Meeting shall decide if any of the conditions set out in Article 5 or 6 of the Constitution is fulfilled.</p> <p>2. A member may be excluded by the General Meeting if</p> <p>a. the member ceases to fulfil its obligations to UWE/GEFDU or</p> <p>b. The member breaches the Constitution, By-laws or decisions, or acts in a way that is harmful to UWE/GEFDU.</p> <p>3. Having been notified by registered letter of the reasons for the proposed exclusion at least 60 days before the General Meeting, the member shall have the right to defend its position.</p> <p>4. A decision to exclude a member requires a two-thirds majority of the members entitled to vote and voting.</p> <p>5. Within 10 days of the General Meeting, the Secretary must, by registered letter, inform the member of this decision, stating the date of termination and giving the reason.</p> <p>6. In case of default in payment, the provisions of By-law 17 shall be applied before an exclusion decision is taken.</p>	<p><u>By-law 3 LOSS OF MEMBERSHIP</u></p> <p>The Assembly may decide if any of the first four conditions set out in Article 6 of the Constitution is fulfilled.</p> <p>2. A member may be excluded by the Assembly if</p> <p>a. the member ceases to meet its liabilities to UWE, or</p> <p>b. the member acts contrary to the Constitution, By-laws or decisions or in a way that harms UWE.</p> <p>Having been notified of the reason for the proposed exclusion 60 days before the meeting of the Assembly, the member shall have the right to defend its position. A decision to exclude a member requires a two-thirds majority of the members entitled to vote and voting. Within 10 days off the meeting of the Assembly, the Secretary must, by registered letter inform the members of this decision, state the date of termination and giving the reason. In the case of default in payment, the provisions of By-law 18 shall be applied before an exclusion decision is taken.</p>
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	<p><u>By-law 3 ATTENDANCE of GENERAL MEETINGS</u></p> <ol style="list-style-type: none"> <li>1. Each representative of a national federation/ association, which is a member of UWE/GEFDU, shall be accompanied by no more than two persons who must be members of her national federation/association; these persons have the right to speak but not to vote.</li> <li>2. Other persons being members of the national federations/associations of UWE may attend business sessions as observers and, at the discretion of the Board, may speak.</li> <li>3. Representatives of European federations/ associations affiliated to IFUW, before they apply for membership of UWE, may attend two General Meetings as observers with the right to speak.</li> <li>4. Independent members of IFUW, resident in Europe, may attend as observers and, at the discretion of the Board, may speak.</li> <li>5. The Board shall have the discretion to allow members of non-European federations/associations and independent members of IFUW to attend and to speak.</li> </ol>	<p><u>Bylaw 4 ATTENDANCE</u></p> <p>Each representative is entitled to be accompanied by no more than two persons who must be members of her national federation/association; these persons have the right to speak but not to vote.</p> <ol style="list-style-type: none"> <li>2. Other persons being members of the national federations/associations of UWE may attend business sessions as observers and, at the discretion of the Executive, may speak.</li> <li>3. Representatives of European federations/ association affiliated to IFUW, before they apply for membership of UWE, may attend two Assembly meetings as observers with the right to speak.</li> <li>4. Independent members of IFUW, resident in Europe, may attend as observers and, at the discretion of the Executive may speak.</li> <li>5. The Executive shall have the discretion to allow members of non-European federations/associations and independent members of IFUW to attend and to speak.</li> </ol>
	<p><u>By-Law 4 AUTHORITY</u></p> <p>The authority of the representatives, as described in Article 7 of the Constitution shall be examined by the Secretary or a member appointed by her who shall make a list of the persons entitled to vote.</p>	<p><u>By-law 5 AUTHORISATION</u></p> <p>The authorisation of the representatives, as described in Article 7.2. of the Constitution shall be examined by the president, who shall make a list of the persons entitled to vote.</p>

	<p><u>By-law 5 GENERAL MEETINGS, EXCEPT IN CASE OF DISSOLUTION</u></p> <p>1. The General Meeting shall determine the date and place of its next meeting, or may delegate this duty to the Board.</p> <p>In the event of an emergency which prevents the meeting being held, the Borad is empowered to postpone the meeting or to change the place thereof.</p> <p>2. Unchanged</p> <p>3. Moves to the new document Internal Policies &amp; Regulations</p> <p>4. unchanged</p> <p>5. unchanged</p>	<p><u>By-law 6. MEETINGS</u></p> <p>1. The Assembly shall determine the date and place of its next meeting. In the event of an emergency which prevents the meeting being held, the Executive is empowered to postpone the meeting or to change the place thereof.</p> <p>2. The preliminary agenda for the meeting shall reach all members at least 30 days in advance. All documents relating thereto shall be sent to all members so s to reach them at least 10 days before the meeting.</p> <p>3. During a meeting the use of German or other languages in addition to the official language is permitted provided that immediate translation is available.</p> <p>4. Unless otherwise expressly stated, decisions shall be taken by a show of hands and a simple majority of members entitled to vote and voting. Whenever a two-thirds majority is required, if not reached in the first ballot a second ballot shall take place and if still no such majority is reached a simple majority shall suffice.</p> <p>5. The Secretary shall keep a record of decisions.</p>
	<p><u>By-law 6 MOTIONS</u></p> <p>1. Motions may be submitted and amended only by UWE national federations and associations, the Board, and special committees of UWE.</p> <p>2. Every motion submitted by a member during a General Meeting must be seconded by at least one other member</p>	<p><u>By-law 7 MOTIONS</u></p> <p>Every motion submitted by a member during a meeting of the Assembly must have a seconder.</p>
	<p><u>By-law 7 MINUTES</u></p> <p>1. Draft Minutes of the meeting drawn up by the Secretary, including a list of participants, shall be sent to all members within 90 days. Comments or corrections shall be submitted within 30 days after dispatch.</p> <p>2. The final version of the minutes shall be formally adopted at the following General Meeting.</p>	<p><u>By-law 8 MINUTES</u></p> <p>Draft Minutes of the meeting drawn up by the Secretary, including a list of participants, shall be sent to all members as soon as possible for comments or corrections to be submitted within 30 days after dispatch.</p> <p>The final version of the minutes shall be formally adopted at the following Assembly.</p>

	<p><u>By- Law 8 WRITTEN VOTE</u></p> <p>1. Should the General Meeting be of the opinion that it is not possible or desirable to postpone a decision or an approval of past decision until the next General Meeting the President shall submit them to the written vote.</p> <p>2. The written vote shall be an e-mail, sent to the secretary with copy to the members of the Board</p> <p>3. Unchanged</p>	<p><u>By-Law 9 POSTAL VOTE</u></p> <p>1.Should the Assembly be of the opinion that it is not possible or desirable to postpone a decision or an approval of past decision until the next meeting of the Assembly the President shall submit them to the postal vote</p> <p>2. The postal vote shall be in the form of a ballot with two envelopes, the inner one being blank and the other one addressed to the Secretary, who shall forward the blank envelopes to the Executive.</p> <p>3. Failure to reply within the time limit set out by the Executive in the ballot shall be considered as an abstention.</p>
	<p><u>By-Law 9 ELECTIONS</u></p> <p>1. The Board shall circulate the call for the offices of members of the Board six months before the date of the General Meeting electing the officers.</p> <p>2. Candidates for the offices of a member of the Board can be proposed by any member of UWE/ GEFDU who has the right to vote.</p> <p>3. Nominations shall reach Head Office at least 30 days before the date of the elections and be accompanied by a curriculum vitae and a letter of motivation of the candidate.</p> <p>4. Election shall be decided by a two-thirds majority of the members entitled to vote and voting.</p> <p>5. If not reached in the first ballot, a second ballot shall take place in which a simple majority shall suffice.</p> <p>6. Should there be a tied vote then the election shall be decided by the drawing of lots.</p>	<p><u>By-Law 10 ELECTIONS</u></p> <p>Candidates for the offices of President, Vice-President and Treasurer can be proposed by any member of UWE. Nominations shall reach Headquarters at least 60 days before the date of the elections and be accompanied by a letter from the candidate that she has agreed to her nomination and will accept her election.</p> <p>Election shall be decided by a two-thirds majority of the members entitled to vote and voting.</p> <p>If not reached in the second ballot, a third ballot shall take place in which a simple majority shall suffice.</p> <p>Should there be a tied vote then the election shall be decided by the drawing of lots.</p>
	<p><u>By-Law 10 BOARD</u></p> <p>The Board shall meet at least once during the year.</p>	<p><u>By-Law 11 EXECUTIVE- MEETINGS</u></p> <p>The Executive shall meet at least at the time of a meeting of the Assembly</p>

	<p><u>By-Law 11 REPRESENTATION</u></p> <p>1. The President shall represent UWE/GEFDU for external relations. Excepting the duties stipulated in Article 19 of the Constitution, she might delegate specific functions to other members of the Board.</p> <p>2. Should the case arise, she may delegate a specific function to one of the representatives defined in Article 7.4 of the Constitution. Such delegations shall be for a specific task and shall be submitted for the approval of the Board.</p> <p>3. In any case, where neither a member of the Board nor a representative as defined in Article 7.4. of the Constitution is available, the President, after consultation with the other members of the Board, may choose a qualified member from the member federations/associations.</p>	<p><u>By-law 12 REPRESENTATION</u></p> <p>1. The President shall represent UWE/GEFDU for external relations. Excepting the duties stipulated in Article 20 of the Constitution, she may delegate specific functions to other members of the Executive.</p> <p>2. Should the case arise, she may delegate a specific function to one of the representatives defined in Article 7.2. of the Constitution. Such delegations shall be for a specific task and shall be submitted for the approval of the Executive.</p> <p>3. In any case, where neither a member of the Executive nor a representative as defined in Article 7.2. of the Constitution is available, the President, after consultation with the other members of the Executive, may choose a qualified member from the member federations/associations.</p>

	<p><u>By-law 12. FUNDS</u></p> <ol style="list-style-type: none"> <li>1. The funds of UWE are to be banked in Switzerland.</li> <li>2. The Treasurer shall perform all duties pertaining to her office and in particular supervise current financial transactions.</li> <li>3. Ninety Days before the next General Meeting the Treasurer shall present to the Board a Statement of Account and the estimated budget for the coming year.</li> <li>4. The Treasurer shall present to the General Meeting a Statement of Account (balance sheet) which shall be formally proposed.</li> <li>5. The statement of account shall be voted upon by the voting delegates.</li> <li>6. The Treasurer shall present to the General Meeting an estimated budget for the coming year.</li> <li>7. There shall be voted upon the budget by the voting delegates.</li> <li>8. The accounts shall be verified yearly either by a designated Auditor in the country of residence of the Treasurer or by two examining members of the General Meeting.</li> <li>9. Every year after the approval of the accounts for the past year, the General Meeting shall decide how the verification for the coming year will be done, and designate, if necessary, the members who shall carry out the audit.</li> </ol>	<p><u>By-law 13. FUNDS</u></p> <ol style="list-style-type: none"> <li>1. The funds of UWE are to be banked in the country of residence of the Treasurer or/and Switzerland.</li> <li>2. The Treasurer shall perform all duties pertaining to her office and in particular supervise current financial transactions. Every year, the Treasurer shall submit to the Assembly a financial statement for the past and a provisional budget for the coming, year.</li> <li>3. The accounts shall be audited yearly either by a professional auditor in the country of residence of the Treasurer or by two members of the Assembly.</li> </ol> <p>Every year, after the approval of the accounts for the past year, the Assembly shall decide how the auditing for the coming year will be done, and designate, if necessary, the members who shall do the auditing.</p>
	<p><u>By-law 13. SECRETARIAT</u></p> <p>The Secretary shall perform all duties pertaining to her office.</p>	<p><u>By-law 14. SECRETARIAT</u></p> <p>The nomination of the Secretary as stipulated in Article 15 of the Constitution shall be submitted for the approval of the Assembly.</p> <p>The Secretary shall perform all duties pertaining to her office and those, which may be assigned to her by the Executive or the President, or arising out of the provisions of the Constitution and/or By-Laws.</p>

	<p><u>By-law 14 DOCUMENTS</u></p> <p>Unchanged</p>	<p><u>By-law 15 DOCUMENTS</u></p> <p>The officers of UWE shall keep all documents relevant to their functioning and shall transfer them to their successors within one month after leaving office.</p>
	<p><u>By-law 15 STANDING COMMITTEES, WORKING PARTIES</u></p> <p>Deleted</p>	<p><u>By-law 16. STANDING COMMITTEES; WORKING PARTIES</u></p> <ol style="list-style-type: none"> <li>1. <u>Standing Committees</u> <ol style="list-style-type: none"> <li>a. For the matter of ongoing interest a Standing Committee shall be established by the Executive, with the agreement of the Assembly.</li> </ol> </li> <li>2. The President or Vice-President or Treasurer shall be ex officio a member of a Standing</li> <li>3. Committee.</li> <li>4. Each member federation/association may appoint one of their members to serve on each Standing Committee.</li> <li>5. Each appointed member shall serve for a term of three years, renewal once.</li> <li>6. The Assembly shall choose one of the appointed members of the Standing Committee to be the Convener. The Convener shall chair all meetings, and shall be responsible for the functioning of the Standing Committee.</li> <li>7. Other members of the member federation/associations may attend all meetings as observers.</li> <li>8. Unless on special authorisation of the UWE President, all external relations go through UWE Headquarters.</li> </ol> <p>The Standing Committee shall report to the Executive at least once a year.</p>

	<p><u>By-law 15 WORKING PARTIES</u></p> <ol style="list-style-type: none"> <li>1. The Board, with the agreement of the General Meeting, may set up working parties for specific purposes.</li> <li>2. The President, a Vice-President, the Secretary or the Treasurer shall be ex officio a member of a working party.</li> <li>3. Unchanged</li> <li>4. The Board shall choose one of the appointed members of the working party to be the convener. The convener shall chair all meetings and shall be responsible for the functioning or the working party.</li> <li>5. Unchanged</li> <li>6. Unless on special authorisation of the UWE Board, all external relations shall go through UWE Head Office.</li> <li>7. The working party shall report to the Board at least after each of its meetings.</li> </ol>	<p><u>By-law 16 WORKING PARTIES</u></p> <ol style="list-style-type: none"> <li>1. The Executive with the agreement of the Assembly may set up working parties for specific purposes.</li> <li>2. The President or Vice-President or Treasurer shall be ex officio a member of a working party.</li> <li>3. Each member federation/association may appoint one of their members to serve on each working party.</li> <li>4. The Executive shall choose one of the appointed members of the working party to be the convener. The convener shall chair all meetings and shall be responsible for the functioning or the working party.</li> <li>5. Other members of the member federations/associations may attend all meetings as observers.</li> <li>6. Unless on special authorisation of the UWE Executive, all external relations shall go through UWE Head quarters.</li> <li>7. The working party shall report to the Executive at least after each meeting of the working</li> </ol>
	<p><u>By-Law 16 WITHDRAWAL</u></p> <p>A Decision on withdrawal of a member shall be submitted to the president by registered letter. In that event, the federation /association concerned shall cease to be a member of UWE at the end of the period for which dues have been paid. The provision of Article 19 of the Constitution shall apply.</p>	<p><u>By-Law 17 WITHDRAWAL</u></p> <p>A Decision on withdrawal of a member shall be submitted to the president by registered letter. In that event the federation /association concerned shall cease to be a member of UWE of UWE at the end of the period for which dues have been paid. The provision of Article 19 of the Constitution shall apply.</p>

	<p><u>By-law 17. DUES</u></p> <p>1. The annual dues shall be fixed in Euros and paid in Euros. The dues must be paid by the 1<sup>st</sup> of April. After this date the Treasurer will send a reminder.</p> <p>2. deleted</p> <p>2. Failure on the part of a member to have paid on the 1<sup>st</sup> of October shall be considered as a contravention and be brought to the attention of the General Meeting.</p> <p>3. The member concerned may plead an alleviation of the dues.</p> <p>4. The General Meeting shall decide, after the member has had the opportunity to put its case, how the member is to fulfil its obligations to UWE</p>	<p><u>By-law 18. DUES</u></p> <p>1. The annual dues shall be fixed in Swiss francs and paid in the currency of the country of residence of the Treasurer at the rate of exchange at the first of January each year. The dues must be paid by the first of June. After this date the Treasurer will send a reminder by registered letter</p> <p>2. The Assembly may, in carrying out Article 21 of the Constitution, determine lower rates for the annual dues of members having less than 300 paying members. The lowest rate may not be less than 50% of the highest one</p> <p>3. Failure on the part of a member to have paid on the 1<sup>st</sup> of October shall be considered as a contravention and be brought to the attention of the Assembly. The member concerned may plead an alleviation of the dues. The Assembly shall decide, after the member has had the opportunity to put its case, how the member is to meet its liabilities to UWE</p>
	<p><u>By-Law 18 AMENDMENTS (was by-law 19)</u></p> <p>Unchanged</p>	<p><u>By-law – 19 AMENDMENTS</u></p> <p>The provisions of article 24 of the Constitution shall apply</p>
	<p><u>By-law 19. PROCEDURE FOR TABLING AMENDMENTS</u></p> <p>1. Notice of proposed amendments to the Constitution or By-laws must reach the Secretary at least 60 days before the date of the meeting at which they are to be considered.</p> <p>2. The proposal shall be sent to all members at least 30 days before the date of the meeting.</p>	<p><u>By-law 20. PROCEDURE OF AMENDMENTS</u></p> <p>Notice of proposed amendments to the Constitution or By-laws must reach the Secretary at least 90 days before the date of the meeting at which they are to be considered. The proposal shall reach all members at least 60 days before the date of the meeting.</p>

	<p><u>NEW</u></p> <p><u>By-law 20. PROCEDURE FOR RESOLUTIONS</u></p> <ol style="list-style-type: none"> <li>1. Calling for resolutions should happen ultimately 60 days before the General Meeting .</li> <li>2. Proposals for amendments should be sent in 30 days in advance.</li> <li>3. Two types of resolutions should be recognised:             <ol style="list-style-type: none"> <li>a. Domestic Resolutions, which are all resolutions relating to UWE itself such as renewing the Constitution, raising the dues etc.</li> <li>b. General Resolutions which are all other Resolutions e.g. asking the UWE General Meeting to support, lobby etc on European issues.</li> </ol> </li> </ol> <p><u>By-law 21 COMING INTO FORCE</u></p> <p>These By-laws come into force immediately after approval by the General Meeting on September 5<sup>th</sup> 2009</p>	<p><u>By-law 21 COMING INTO FORCE</u></p> <p>These By-laws come into force immediately after approval by the Assembly on October 1<sup>st</sup> 1988</p>
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