

Filing Fee: \$10.00

ID Number: 34112



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

RECEIVED  
OFFICE OF THE  
SECRETARY OF STATE  
JUN 21 2006 PM 1:20

**NON-PROFIT CORPORATION**

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- The name of the corporation is American Association of University Women,  
Newport County - Branch
- The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

American Association of University Women - Newport County -  
East Bay, Rhode Island Branch

JUN 21 2006

RECEIVED  
CORPORATION DIV  
SECRETARY OF STATE  
PROVIDENCE

**FILED**  
JUN 21 2006  
By AME  
101916

3. The amendment was adopted in the following manner:

(check one box only)

effected May 1998

The amendment was adopted at a meeting of the members held Mar 18, 1998, at which on meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.

The amendment was adopted by a consent in writing on \_\_\_\_\_, signed by all members entitled to vote with respect thereto.

The amendment was adopted at a meeting of the Board of Directors held on \_\_\_\_\_ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective \_\_\_\_\_  
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.  
American Association of University Women  
Newport County - East Bay, Rhode Island Branch  
Print Corporate Name

Date: May 17, 2006

By Patricia S. Niss  
 President or  Vice President (check one)

**AND**  
By C. Suzanne Quinn  
 Secretary or  Assistant Secretary (check one)

**2006 Bylaws of the  
American Association of University Women,  
Newport County-East Bay,  
Rhode Island Branch**

*optional provision*

**ARTICLE - NAME**

The name of this organization shall be the American Association of University Women, *Newport County-East Bay, Rhode Island Branch*, hereinafter called the branch.

**ARTICLE II - GOVERNMENT**

The Charter and Bylaws of the American Association of University Women, hereinafter called the Association, shall govern this branch in all practices. The bylaws of this branch shall in no way conflict with the Charter and Bylaws of the Association. Every amendment to the bylaws of the Association shall become effective and binding on this branch.

**ARTICLE III - PURPOSE**

The purpose of this branch shall be to unite graduates of regionally accredited educational institutions in order to promote equity, education, intellectual growth, individual worth, and development of opportunities for women and girls.

The branch shall:

- a. contribute to the growth and advancement of the Association, the AAUW Educational Foundation, and the AAUW Legal Advocacy Fund;
- b. participate in development and promotion of AAUW policies and program through study, action, and public policy advocacy in areas related to its purpose, including community, cultural interests, education, and international relations;
- c. support branch needs and promote positive societal change in the community;
- d. cooperate in AAUW state and regional work.

**ARTICLE IV - USE OF NAME**

Section 1. The policies and program of the Association and the state shall be binding on all members and branches, and no member or branch shall use the name of the Association to oppose such policies or program. Established channels may be used to change a policy or program.

Section 2. The freedom of speech of the individual member to speak a personal opinion in the member's own name is not abridged.

Section 3. Reference to membership in the Association by an individual shall be interpreted as use of name in Application of Section 1.

Section 4. On any national matter on which the Association has no policy, the only action which may be taken by a member or branch in the name of the Association is to use the established channels to effect the formulation of a policy.

Section 5. Violation of the use of the Association's name shall result in:

- a. a member's suspension for one year or expulsion from membership; or
- b. loss of recognition of a branch.

REC'D  
OFFICE OF THE  
SOLICITOR GENERAL  
STATE OF RHODE ISLAND  
PROVIDENCE, RI  
JAN 21 12 11 PM '06

## ARTICLE XX - AMENDMENTS TO THE BYLAWS

Section 1. Amendments required by the Association to bring branch bylaws into conformity shall not require a vote of the branch members, except that an incorporated branch shall take the necessary steps required by their articles of incorporation.

Section 2. Prior to being voted on, all other proposed amendments to the branch bylaws shall be sent to the state bylaws chair for approval.

Section 3. Provisions of these bylaws not governed by the Association Charter and Bylaws may be amended by a two-thirds vote of those present and voting at a general membership meeting provided written notice shall have been given to every member at least *two weeks* prior to the meeting.

Adopted September 1947

Amended January 1953; January 1958; January 1962; October 1963; March 1968; November 1969; October 1971; October 1973; May 1974; March 1975; November 1975; April 1976; September 1977; December 1981; 1983; December 1985; January 1986; March 1986; June 1987; October 5, 1988; June 1989; June 1990; March 1991; September 1991, April 1992, May 1998, Sept 1999; January 6, 2006

Word processing by Janet Belson

---

("Generally accepted accounting principles" are defined as those procedures that will provide good financial information.)