



***BYLAWS OF THE WISCONSIN WOMEN IN HIGHER EDUCATION  
LEADERSHIP (WWHEL)  
Amended September 13, 2010***

**Article I: Name**

The name of this organization is the Wisconsin Women in Higher Education Leadership (WWHEL). WWHEL is affiliated with the American Council on Education (ACE) through the Office of Women in Higher Education (OWHE).

**Article II: Mission and Purposes**

- A. Mission statement: The mission of WWHEL is to increase the number and effectiveness of women in Wisconsin higher education leadership.
- B. WWHEL accomplishes this mission by:
  - 1. Creating a network of women in higher education leadership positions;
  - 2. Providing professional development opportunities for the preparation and support of women employed by Wisconsin 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. WWHEL is committed to fostering diversity in higher education leadership with regard to race, gender, ethnicity, sexual orientation, and physical ability.
- D. WWHEL strives to improve the status of women working in Wisconsin's colleges and universities.
- E. WWHEL is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

**Article III: Sustaining Membership**

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

#### **Article IV: Governance Structure**

- A. **Board of Directors:** A twelve-member Board of Directors provides leadership for the organization. Insofar as possible, directors should represent the regional and institutional diversity of public and private nonprofit higher education in the State of Wisconsin.
1. **Duties:** The Board designates committees, plans and oversees the organizational budget, approves expenditures, and serves as the public voice for the organization. Each director assumes responsibility for at least one special initiative which may include the annual state conference, regional workshops, communication, website development, or institutional sponsorship solicitation.
  2. **Terms:** New directors are elected annually by the Board and serve three-year staggered terms that begin immediately following the state conference. Directors may not serve more than two consecutive terms; however, they may be re-elected after taking a one-year absence from the Board. The Board may appoint new members to fill vacancies for the remainder of unexpired terms.
  3. **Meetings:** The Board of Directors has at least two in-person meetings per year and additional meetings via conference call. The spring in-person meeting generally is held at the site of the upcoming fall state conference. The fall in-person meeting is held at the conference site prior to the start of the conference. A summer planning retreat is also held when appropriate.
- B. **Officers:** From among the Board membership, the Board of Directors elects organizational officers: President, Vice President, Secretary, and Treasurer. These four officers constitute the Executive Committee.
1. **President:** The President 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.
  2. **Vice President:** In the absence of the President, the Vice President performs the duties of the President. When so acting, the Vice President has all the powers of, and is subject to all the restrictions on, the President. The Vice President customarily succeeds the President.
  3. **Secretary:** The Secretary ensures that minutes are taken at all meetings and presented in a timely fashion to the Board of Directors for approval.
  4. **Treasurer:** The Treasurer has charge and custody of, and is responsible for, all funds and securities of the organization. The Treasurer keeps and maintains adequate and correct accounts of the organization's assets, liabilities, receipts, disbursements, gains, losses, capital, and surplus. This officer renders interim statements of the condition of the finances of the organization to the Board of Directors upon request and a full financial report at the spring meeting of the Board of Directors. The Treasurer receives revenue and makes payments as necessary. The Treasurer develops and presents the annual budget for the upcoming fiscal

year (July 1 - June 30) to the Board for approval at the spring in-person meeting. The Treasurer shall maintain the financial archives for the organization.

5. Terms: Officers are elected by the Board in the spring for a term of two years. The President is asked to serve formally as Past President for at least one year, even if this means staying on the Board for an additional year beyond the end of the current term. The Board may elect officers mid-year to fill vacancies for the remainder of unexpired terms.

#### **Article V: Decision-Making Process**

A quorum is constituted when a majority of the Board, including the President or Vice President, 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 VI: Communication**

- A. The official source of communication for the organization is the website: [www.wwhel.org](http://www.wwhel.org) The website contains the following: background about the organization, biographies on the members of the Board of Directors, names of sustaining members, information regarding the WWHEL state conference and regional workshops, news, and links.
- B. WWHEL announcements may be emailed to target groups, which are updated annually. These groups include but are not limited to: Board of Directors, WWHEL listserv (past participants in WWHEL conferences and workshops), Institutional Representatives at member campuses, UW University of Wisconsin System and UW Colleges/Universities, Wisconsin Technical College System and Technical Colleges, members of the Wisconsin Association of Independent Colleges and Universities, tribal colleges of Wisconsin, and the UW System Women of Color Awardees.
- C. WWHEL press releases are generally issued as needed to appropriate state news media by the Board member(s) responsible for writing press releases. The articles typically cover, but are not limited to, the following topics:
  1. Upcoming state conference and keynote speakers
  2. Recap of the state conference, including opportunities for listing local attendees
  3. Outstanding Achievement Award winner
  4. New Board members and members leaving the Board
  5. Upcoming regional workshops
  6. Information about WWHEL grants and awards

#### **Article VII: Programming**

- A. WWHEL sponsors workshops, conferences, and other activities that provide professional development opportunities for women in higher education. Programming is designed to meet the needs of individuals working in public and private nonprofit two-year and four-year institutions.
- B. WWHEL sponsors awards recognizing outstanding women who have advanced the cause of women in higher education.
- C. WWHEL provides grants to individuals in support of leadership development activities.
- D. WWHEL provides stipends to support women's leadership activities at member campuses.

**Article VIII: Amendments**

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

**Article IX: 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.

Adopted by the WWHEL Board September 13, 2010.

***Endorsing Officer--Signature and Date:***



Mary Oling-Sisay, WWHEL President

10/15/10  
Date