

GRADUATE WOMEN INTERNATIONAL

CONSTITUTION AND BY-LAWS

As amended by the General Assembly March and May 2015

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CONSTITUTION

Article I - NAME AND PURPOSE

1. The name of the organisation shall be the Graduate Women International (previously known as International Federation of University Women –IFUW), hereinafter referred to as GWI.
2. GWI, founded as IFUW in 1919, is a worldwide, non-governmental organisation of women graduates, whose purpose is to:
 - promote lifelong education for women and girls;
 - promote international cooperation, friendship, peace and respect for human rights for all, irrespective of their age, race, nationality, religion, political opinion, gender and sexual orientation or other status;
 - advocate for the advancement of the status of women and girls; and
 - encourage and enable women and girls to apply their knowledge and skills in leadership and decision-making in all forms of public and private life.
3. To achieve these aims, GWI shall:
 - represent and advocate the views of graduate women in international fora;
 - enable graduate women to use their expertise to effect change at all levels;
 - provide an interdisciplinary approach to issues; and
 - promote cooperation, networking, support and understanding among graduate women.

Article II - MEMBERSHIP

1. A national federation or association of graduate women comprising at least twenty individual members who fulfil the membership requirements stated in Article III, may become a member of GWI as provided in Article II.2.
2. (1) The Membership Committee shall examine the constitution and by-laws of a national federation or association applying for membership and report to the General Assembly of GWI. If the General Assembly finds such constitution and by-laws to be consistent with those of GWI, it shall decide upon the admission of such national federation or association to membership.
(2) Only one federation or association in each country shall be admitted to membership, unless a special situation is recognised by the General Assembly.
3. There shall be a three-year probationary period following admission to membership before a national federation or association is granted permanent status in GWI.
4. Graduate women in two or more small countries may join together to form a federation or association. Such federations or associations shall comprise at least 20 members and shall have the same status, rights and obligations as all national federations and associations.
5. Individual members are:
 - (1) all full members of national federations and associations who meet the eligibility criteria in Article III; and
 - (2) other graduate women who meet the eligibility criteria in Article III and are admitted by GWI Board of Officers as independent members.

6. Associate members are invited to join GWI and their membership is subject to regular review by GWI Board of Officers and are:
 - (1) Universities or other institutions of higher or continuing education who seek to promote gender equality and education for women;
 - (2) Corporations that promote equal opportunities for women and men in the workplace and whose workplace practices reflect the vision and mission and values of GWI; and
 - (3) Other groups, associations or federations whose activities are linked to or aligned with those of GWI.

Associate members may attend meetings and receive information on current issues and activities from GWI.

Associate members do not have any voting rights.

7. A national federation or association loses membership if:
 - (1) in the opinion of the General Assembly it ceases to meet the requirements for membership as laid down in the Constitution;
 - (2) it has allowed arrears in payment of annual dues to accumulate over a period of three years, except in the case of circumstances beyond control; or
 - (3) it is dissolved for any reason.
8. An independent member loses membership:
 - (1) if she has accumulated arrears of one year in payment of dues;
 - (2) in case of resignation; or
 - (3) in case of death.
9. Loss of membership for reason of non-payment of dues takes effect automatically at the end of the periods stated above.
10. In the case of loss of membership for reasons other than non-payment of dues, the concerned party or parties must be given the opportunity to present arguments in writing to the General Assembly before any decision is taken. The General Assembly's decision takes effect immediately and requires no further justification.

Article III - ACADEMIC REQUIREMENTS FOR MEMBERSHIP

1. The academic qualifications required for membership of a national federation or association admitted as a member of GWI shall be subject to the approval of the General Assembly. They shall be determined with a view to encouraging a high level of education for women.
2. The requirements for individual membership in a national federation or association and for independent members shall be study at an institution of higher education followed by the award of a degree, diploma or equivalent qualification.
3. Notwithstanding any requirements in paragraph 2, all women who have been accepted for a master's or doctoral programme at a recognised tertiary institution are eligible for GWI membership.

Article IV - ADMINISTRATION

1. The governing bodies of GWI shall be the General Assembly and the Board of Officers, with the powers and duties provided for in Articles V and VI below.

2. A written record of the meetings of these bodies shall be kept. An official copy of this record with numbered pages shall be approved by the body concerned at the following session and be signed and dated by the President and one Vice-President. This copy shall be kept at GWI Headquarters and shall be available to the membership.

Article V - THE GENERAL ASSEMBLY

1. The supreme authority of GWI shall be vested in the General Assembly. In order for it to exercise this authority, at least one third of the national federations and associations must be represented.
2.
 - (1) The General Assembly shall meet every third year. It shall determine the date and place of its future meetings, or may delegate this duty to the Board of Officers.
 - (2) In the event of exceptional circumstances which prevent the meeting of the General Assembly, the Board is empowered to postpone the meeting or to change the place thereof. Such decision shall be taken at a special meeting or by a written vote of the General Assembly. If this is not possible the decision shall be taken at a special meeting or by a written vote of the Board of Officers.
 - (3) In the event of exceptional circumstances, an extraordinary meeting of the General Assembly may be called by the Board of Officers or at the request of one third of the federations and associations. Twenty-eight days notice of such a meeting must contain sufficient information for the national federations and associations to make an informed decision.
3. National federations and associations shall notify GWI of their voting delegates for the General Assembly annually.
4. The national federations and associations may accredit voting delegates to the General Assembly in accordance with the provisions below:
 - (1) Each national federation or association is entitled to send at least one voting delegate to the General Assembly.
 - (2) Any national federation or association having more than two hundred, four hundred, six hundred, eight hundred, one thousand, one thousand five hundred, two thousand, two thousand five hundred, five thousand, ten thousand, fifteen thousand, twenty thousand, thirty thousand, forty thousand, sixty thousand, one hundred thousand, one hundred and fifty thousand, two hundred thousand, three hundred thousand, four hundred thousand members shall be allowed respectively one, two, three, four, five, six, seven, eight, nine, ten, eleven, twelve, thirteen, fourteen, fifteen, sixteen, seventeen, eighteen, nineteen, twenty additional votes maximum. (See Chart Showing Voting Entitlement on page 17)
5. Each voting delegate shall be an individual member of her national federation or association and shall be appointed according to the constitution of her national federation or association.
6. The following members of the General Assembly shall be entitled to vote:
 - (1) the voting delegates of the national federations and associations as provided for in paragraph 4 above;
 - (2) the President, the Vice-Presidents and the Treasurer of GWI.
7. Any GWI national federation or association shall be allowed to send members other than voting delegates to the General Assembly. Independent and associate members may attend the General Assembly but without the right to vote.

8. The two Assistant Treasurers, the Conveners of the standing committees, the Conveners of the special committees and the Coordinators of Representatives of GWI to inter-governmental organisations shall be members of the General Assembly with the right to speak but not to vote.
9. Past Presidents shall be honorary life members of the General Assembly with the right to speak but not to vote.
10. The President of GWI shall be the presiding officer of the General Assembly. She may call on another officer to preside.

Article VI - THE BOARD OF OFFICERS

1. There shall be a Board of Officers composed of the President, five Vice-Presidents, each of equal ranking, and the Treasurer of GWI, all of whom shall be elected by the General Assembly for a term of office which begins immediately following the conclusion of the General Assembly and continues until the conclusion of the next. No individual shall serve on the Board for more than two consecutive terms except to accede to the presidency.
2. A member of the Board of Officers may be removed for failure to meet her obligations to GWI by the General Assembly on a three-fourths majority written vote of those eligible to vote and voting.
3. The President of GWI shall be the presiding officer of the Board and promote the work of GWI. She may call on another officer to preside when appropriate. In the absence or disability of the President, the Board may designate one of the Vice-Presidents to act in her place. Should this absence or disability extend for three months or beyond, the General Assembly will be required to verify such delegation.
4. The President represents GWI in all legal matters and may be replaced only by a representative duly authorised by the Board of Officers. The President must inform the Board immediately of any actions brought against GWI before initiating any legal action. She must inform the Board regularly of developments in any litigation.
5. The Board of Officers shall be responsible for carrying out the decisions of the General Assembly, determining the overall policy direction of GWI in accordance with the policy resolutions that General Assembly has approved, and is empowered to take all decisions necessary to implement these provided that it takes no action involving financial commitments without prior consultation with the Finance Committee. Any action taken by the Board by virtue of this paragraph shall be subsequently reported to the General Assembly.

Article VII - COMMITTEES

There shall be standing committees established as laid down in the By-laws. The General Assembly shall establish such other standing committees as may be required and shall lay down their terms of reference.

Article VIII - EXECUTIVE DIRECTOR

1. There shall be a salaried Executive Director who shall be appointed by the Board of Officers. The Executive Director is responsible to the Board. The Executive Director shall attend all meetings of the General Assembly, the Board of Officers and committees whenever possible to do so. She may designate another member of the Headquarters staff to attend a meeting in her stead.
2. During her tenure of office the Executive Director shall not be entitled to vote at any meetings of GWI.

Article IX - HEADQUARTERS

The Headquarters of GWI shall be in a country designated by the General Assembly. The place of the Headquarters within a country shall be determined by the Board of Officers in consultation with the Finance Committee.

Article X - FINANCIAL RESOURCES AND DUES

1. The financial resources of GWI shall consist of dues, private or public grants, donations and all other resources not prohibited under current law and regulations.
2. National federations and associations and independent members shall pay annual dues to GWI at a rate to be determined by the General Assembly. The amount of dues shall be reviewed at every General Assembly.

Article XI - RESPONSIBILITY OF MEMBERS

1. GWI alone is responsible for the debts legally incurred in its name, which shall be guaranteed by its funds.
2. Individual members, the national federations and associations of GWI, the Board of Officers, committees and staff shall not be liable for contracts, debts, or other obligations incurred by GWI.

Article XII - AMENDMENTS

1. Power to amend the Constitution shall be vested in the General Assembly.
2. Amendments may be proposed by the General Assembly, the Board of Officers, and the national federations and associations.
3. Notice of proposed amendments must reach the Executive Director at least six months before the date of the General Assembly. A copy of the proposed amendments shall be circulated to the national federations and associations four months before the date of the said meeting. A two-thirds majority of the members of the General Assembly entitled to vote and voting shall be required for the adoption of any amendment. Unless otherwise provided, an amendment shall come into effect immediately after the close of the General Assembly at which it was adopted.

Article XIII - DISSOLUTION

1. Notice of proposed dissolution of GWI must reach the Executive Director at least twelve months before the date of a General Assembly. A copy of the proposal shall be circulated to the national federations and associations six months before the date of the said meeting.
2. A vote to dissolve GWI can be passed only:
 - (1) by a General Assembly at which (according to Article V.1) at least one third of the national federations and associations are represented;

- (2) if three fourths of the voting delegates present vote to dissolve GWI;
 - (3) if the vote to dissolve GWI is later ratified by two thirds of the national federations and associations. Immediately after the General Assembly, national federations and associations shall be notified of the decision to dissolve. Unless more than one third of the national federations and associations formally oppose the decision within four months after notification, the vote to dissolve shall be confirmed.
3. GWI will be considered lawfully dissolved in case of bankruptcy or when its governing bodies can no longer be constituted in accordance with these statutes
 4. In case of dissolution, the General Assembly which votes to dissolve shall appoint one or more liquidators charged with overseeing the liquidation process. Upon its completion, the liquidators shall distribute any remaining assets to an institution pursuing a public interest purpose similar to that of GWI the organisation benefiting from the tax exemption. In no event will the assets be returned to the founders or members, nor be used to their advantage in whole or in part, in any manner whatsoever.

BY - L A W S

Chapter I - THE GENERAL ASSEMBLY

By-law 1 - AGENDA

1. A preliminary agenda for the General Assembly shall be sent to national federations and associations six months before the date of the General Assembly.
2. Items for inclusion in the agenda may be submitted by national federations or associations. All such items shall reach the Executive Director four months before the date of the General Assembly.
3. The final agenda shall be approved by the Board of Officers. It shall be sent to the national federations and associations two months before the date of the General Assembly.
4. If the Board of Officers considers that the inclusion in the agenda of any item submitted by a national federation or association is inopportune, the Board shall not be required to include it but shall report it to the General Assembly which may place such item on the agenda of the next General Assembly.
5. No further items may be placed on the agenda, except by decision of the General Assembly in matters of urgency, or by a two-thirds majority of the members of the General Assembly entitled to vote and voting.

By-law 2 - MEETINGS

1. The meetings of the General Assembly shall be open to the members of the national federations and associations who are not delegates and to independent and associate members. The General Assembly may call a closed session of members of the General Assembly as defined in Constitution Article V, paragraphs 5, 7 and 8.

By-law 3 - REPRESENTATION

1. Delegates of a national federation or association may vote at the General Assembly, as defined in Article V.4 (2), only if their federation or association has paid its dues up to and including the year of that General Assembly or has made arrangements to the satisfaction of the Board of Officers for the payment of these dues.

2. In case of a national federation or association's unforeseeable financial difficulties, the Board of Officers shall have discretion to grant the right to vote conditional upon the national federation or association endorsing a schedule providing full payment of dues, in accordance with the provisions of By-law 29, on or before 31 December of the year immediately following the General Assembly.
3. The national federations and associations may accredit an alternate delegate for each voting delegate.
4. The national federations and associations shall notify the Executive Director of the names of the voting delegates and alternates and of the members designated in Article V.4 (1) of the Constitution. They shall provide such delegates and alternates with credentials which must be presented at the latest on registration at the General Assembly.
5. If a national federation or association is unable to send the full number of delegates which it is entitled to send, the delegates whom it accredits may cast the full number of votes to which the national federation or association concerned is entitled.
6. No member of the General Assembly may vote in more than one capacity.

By-law 4 - VOTING

1. Except where otherwise provided in the Constitution or By-laws, the decisions of the General Assembly shall be taken by a simple majority of the members of the General Assembly entitled to vote and voting. If there is a tied vote, the proposal shall be deemed to be rejected.
2. In the case of voting on resolutions, any national federation or association eligible to vote and unable to send any delegates to a General Assembly, shall have the right to designate another voting delegate present to cast votes on its behalf as its proxy, according to a procedure to be determined by the General Assembly on the recommendation of the Board of Officers.
3. Elections are by ballot. The election of the President shall take place first, followed by the election of the Vice-Presidents and the Treasurer, in that order. The three elections shall be conducted according to preferential voting. The method of preferential voting shall be determined by the General Assembly in response to a recommendation of the Board of Officers. There shall be a single ballot for all vice-presidential positions, conducted according to preferential voting.
4. Any national federation or association eligible to vote and unable to send any delegates to the General Assembly, shall have the right to vote by either electronic or postal ballot for the elections of the President, Vice-Presidents and Treasurer, according to a procedure determined by the General Assembly on the recommendation of the Board of Officers.
5. The quorum at the General Assembly shall be one third of the registered members having the right to vote and representing one third of the national federations and associations, together with two members of the Board of Officers.

By-law 5 - RESOLUTIONS

1. Resolutions on public policy shall be consistent with the purposes of GWI.
2. Resolutions may be submitted and amended only by GWI national federations and associations, the Board of Officers, standing committees and special committees of GWI.
3. Resolutions shall be received by GWI Headquarters not later than six months before the General Assembly.
4. Only an issue which requires immediate action on the part of GWI and which has arisen after the deadline for submission of resolutions may be dealt with as an emergency resolution. An emergency resolution must be received and announced by the Presiding Officer at the latest twenty-four hours before being put to the General Assembly and not later than forty-eight hours before the termination of the General Assembly. A two-thirds majority of the members of General Assembly entitled to vote and voting is required for a resolution to be accepted for debate. If so approved, the resolution requires only a simple majority vote for its adoption.
5. A resolution seeking to reaffirm existing policy may be introduced when restatement is advisable. It shall incorporate reference to relevant earlier resolutions.
6. At the General Assembly, emergency resolutions may be submitted only by members of the General Assembly entitled to vote, Conveners of GWI standing committees, and Conveners of GWI special committees.

By-law 6 - EXPENSES

1. The expenses of the General Assembly shall be met by GWI by enrolment fees and contributions. Estimates for each General Assembly shall be prepared by the Finance Committee and submitted to the Board of Officers for approval.
2. All members of the General Assembly shall pay an enrolment fee.

By-law 7 - REPORTS TO THE GENERAL ASSEMBLY

1. For the meeting of the General Assembly:
 - (1) The Board of Officers shall prepare a written report on the work of the Board since the last meeting of the General Assembly, which shall be circulated to the General Assembly members before the meeting.
 - (2) The Executive Director shall prepare a written report to the General Assembly on the work of the Headquarters. After the report is approved by the Board of Officers, it shall be circulated to the General Assembly members before the meeting.
 - (3) Each national federation or association shall submit a written report, and may be invited to make an oral report to the General Assembly.
 - (4) Each Convener of the standing and special committees shall submit a written report to the General Assembly, which shall be circulated to the General Assembly members before the meeting.
 - (5) Each Coordinator of the teams of Representatives of GWI to inter-governmental organisations shall submit a written report to the General Assembly, which shall be circulated to the General Assembly members before the meeting.
2. All written reports received by the General Assembly shall be included in the General Assembly documentation.

By-law 8 - DUTIES AND POWERS

The General Assembly, among its other duties, shall:

1. Adopt its own working rules;
2. At its meeting, receive and consider
 - (1) the report of the Board of Officers;
 - (2) the report of the Executive Director;
 - (3) the reports of the national federations and associations;
 - (4) the reports of the Conveners of the standing and special committees;
 - (5) the reports of the Coordinators of the teams of Representatives of GWI to inter-governmental organisations;
3. On the report of the Membership Committee, approve any amendments made to their constitutions by any of GWI national federations or associations;
4. On the report of the Membership Committee, decide upon the admission of national federations and associations to membership of GWI;
5. On the report of the Membership Committee, approve degrees submitted by any GWI national federation or association for recognition by GWI;
6. On the report of the Finance Committee, examine and approve the financial policies and administration of GWI, examine and approve annual estimates, the audited accounts and proposals concerning annual dues, and travel grants.
7. Elect the members and Conveners of committees and appoint the Assistant Treasurers;
8. Confirm the appointment by the Board of Officers of Representatives to inter-governmental organisations and determine the policy of GWI in relation to such organisations;
9. Decide upon the inclusion of supplementary items in the final agenda of the General Assembly;
10. At its discretion, propose the names of candidates for election to the Board of Officers in the circumstances laid down in By-law 9.2.

Chapter II - THE BOARD OF OFFICERS

By-law 9 - NOMINATIONS

1. Eight months before the General Assembly, GWI national federations and associations shall be informed by the Executive Director which members of the Board of Officers are ineligible to stand for re-election. Each national federation or association shall be invited to send to the Executive Director, six months before the General Assembly, nominations for the offices of President, the Vice-Presidents and Treasurer; nominees may be either existing Board members eligible for another term or new names.
2. In the case of failure on the part of the national federations and associations to nominate candidates for election to the Board of Officers, or in the case of withdrawal of candidates, the Board of Officers may propose to the General Assembly the names of candidates for election to the Board.
3. In the case of a vacancy occurring between General Assemblies, the Board is empowered to make a temporary appointment to fill such vacancy.

By-law 10 - MEETINGS

1. The Board of Officers shall meet before and after the General Assembly, and at other times either in person or by electronic means. The Executive Director shall attend all meetings. She may designate another member of her staff to attend a meeting in her stead.
2. The agenda shall be drawn up by the Executive Director in consultation with the President. Any Board member may propose items for inclusion in the agenda.
3. A quorum shall be a majority of all the Board members.
4. The Board of Officers may meet with the Conveners of committees, Assistant Treasurers and Coordinators of the teams of Representatives to inter-governmental organisations as an Advisory Group in order to discuss the programme. The Board may invite members of all committees when appropriate to meet with the Advisory Group to discuss issues of concern.
5. An emergency meeting of the Board may be called at the discretion of the President, or at the written request to the Executive Director of three members of the Board.
6. The procedure when a written vote is taken by the Board of Officers under Article V.2.(2) of the Constitution shall be determined by the President in consultation with two Vice-Presidents.
7. Committees may meet at a time when the Board of Officers meets, as decided by the Board.

By-law 11 - USE OF NAME AND LOGO

GWJ is owner of its name, its acronym, its logo and any resulting trademarks. Their use in all printed and electronic media is subject to written authorisation of the Board of Officers.

Chapter III - EXECUTIVE DIRECTOR

By-law 12 - EXECUTIVE DIRECTOR

1. The Executive Director shall be responsible for the execution of decisions and policies officially adopted by the General Assembly and the Board of Officers.
2. She shall recommend to the Board of Officers the appointment of the administrative staff, and appoint personnel in accordance with policies adopted by the Board of Officers.
3. She is responsible for managing the Office and ensuring that staff develop and implement programmes in line with the policies the Board of Officers has determined.
4. The Executive Director shall prepare a written annual report to the Board of Officers for its first meeting of each year for publication and dissemination after approval by the Board of Officers.
5. The Executive Director shall in consultation with the Board of Officers, when appropriate, represent GWJ on matters of relevance to the Federation.

Chapter IV - NATIONAL FEDERATIONS AND ASSOCIATIONS

By-law 13 - COORDINATOR FOR INTERNATIONAL RELATIONS (CIR)

Each GWJ national federation or association shall appoint or elect a member of its executive body as Coordinator for International Relations (CIR), for a term not normally exceeding six years. She shall have responsibility for promoting the aims of GWJ, for stimulating interest in international relations and for cooperating with the other national federations and associations and shall be the liaison officer between her national federation or association and GWJ Headquarters.

By-law 14 - TEMPORARY VISITING MEMBERS

GWJ national federations and associations shall make provision entitling temporary visiting members from other GWJ national federations and associations to attend meetings and to enjoy such privileges as may be offered to them. Independent members shall also have this opportunity.

Chapter V - GWJ REGIONAL GROUPINGS

By-law 15 - GWJ REGIONAL GROUPINGS

Where there are regional groupings of GWJ national federations and associations, the members of such groupings shall be members of GWJ. Their policies shall be consistent with those of GWJ.

Chapter VI - RELATIONS WITH INTER-GOVERNMENTAL ORGANISATIONS

By-law 16 - POLICY

The General Assembly shall be responsible for deciding GWJ policy in relation to the work of the inter-governmental organisations, and the Board of Officers shall be responsible for supervising the implementation of that policy through the Headquarters and the Representatives to the inter-governmental organisations.

By-law 17 - REPRESENTATIVES TO INTER-GOVERNMENTAL ORGANISATIONS

1. The Board of Officers shall accredit Representatives of GWJ to the inter-governmental organisations with which GWJ has consultative relations. More than one Representative may be accredited to each relevant organisation. Such Representatives shall work together as a team in each UN Centre. Each team shall appoint its own coordinator.
2. Each Representative shall be appointed for the triennium and shall be eligible for re-appointment conditional to succeeding in her mandate as determined by the Board of Officers.
3. The Coordinator of each team of Representatives shall submit a written report quarterly to the Board of Officers and to the General Assembly.
4. Each Representative shall submit a short written report after each meeting attended to the Board of Officers.

Chapter VII - COMMITTEES

By-law 18 - STANDING COMMITTEES

There shall be the following standing committees: the Committee for the Award of International Fellowships, the Finance Committee, the Status of Women Committee, the Membership Committee and the Resolutions Committee. They shall have the terms of reference and rules of procedure set out below.

By-law 19 - MEMBERSHIP OF STANDING COMMITTEES

1. Unless otherwise provided, the members and Conveners of standing committees shall be elected by General Assembly members during the General Assembly for a term which begins immediately following the conclusion of the General Assembly and continues until the conclusion of the next. No person may serve on any given committee for more than two consecutive terms, except to serve as Convener for one further term. The Convener shall be eligible for re-election for one term, unless she has previously served two consecutive terms as an ordinary member.

2. Eight months before the General Assembly, GWI national federations and associations shall be informed by the Executive Director which members of standing committees are ineligible to serve another term. Each national federation or association shall be invited to send to the Executive Director six months before the General Assembly, nominations for membership of standing committees, either existing committee members eligible for another term or new members. National federations and associations may propose as many names for committees as there are vacancies but among these not more than one from any one national federation or association for each committee. All nominees must be individual members of GWI. A candidate may be nominated for one committee or the Board of Officers only.
3. The President of GWI shall be an *ex officio* member of all standing committees. The Board of Officers shall nominate one of its own members to serve on each standing committee. Such a person shall have no voting rights.
4. In the case of failure on the part of the national federations and associations to nominate at least as many candidates as there are openings on standing committees, the Board of Officers is empowered to nominate candidates for election or appointment in accordance with By-laws 19.1, 22.2, 23.2 (2), 24.2, 25.4 and 26.3.
5. In the case of a vacancy occurring among the Conveners or members of the standing committees, the Board of Officers is empowered to make temporary appointment to fill such vacancy.
6. The Board of Officers, after discussion with each standing committee, may invite on a voluntary basis one or two consultants to complement the expertise of the members of each committee where indicated by the work expected of the committee. Such consultants shall be non-voting members of the committee and shall be invited for a term not exceeding the remainder of the triennium in which they are invited.
7. The Board of Officers may replace a convener or any member of a committee who, without giving a satisfactory explanation, fails to exercise her functions for a period of three months.

By-law 20 - ACTIVITIES OF STANDING COMMITTEES

1. Standing committees shall examine questions within their terms of reference as well as all matters referred to them by the General Assembly or the Board of Officers, and shall make recommendations to the Board of Officers.
2. The Convener of a standing committee shall submit a written report at appropriate intervals to the General Assembly and to the Board of Officers on the activities of the committee and its programme of work.
3. Proposals for urgent action by a standing committee between meetings of the General Assembly require the approval of the Board of Officers.

By-law 21 - MEETINGS

1. The Board of Officers shall call such meetings of the standing committees as it considers necessary. The time, place and manner of such meetings shall be determined by the Board in consultation with the Convener and members of the relevant committee.
2. The Convener of a Committee shall call for the Committee to meet by skype or other electronic means regularly to discuss the work of the committee.

By-law 22 - COMMITTEE FOR THE AWARD OF INTERNATIONAL FELLOWSHIPS, GRANTS AND OTHER AWARDS

1. The Committee for the Award of International Fellowships, Grants and Other Awards shall select and appoint holders of GWI fellowships, grants and awards and consider and advise the General Assembly on conditions governing such fellowships, grants and awards.
2. The committee shall consist of four members who shall be appointed for a term of three years by the Board of Officers from a list of names submitted by the national federations and associations.
3. The members of the committee shall be eligible for re-appointment. No member shall serve on the committee for more than two consecutive terms, except to serve as Convener for one further term. The Convener shall be eligible for re-appointment for one term, unless she has previously served two consecutive terms as an ordinary member.
4. The committee may consult experts in evaluating applications for fellowships, grants and other awards.

By-law 23 - FINANCE COMMITTEE

1. The Finance Committee shall recommend for the approval of the General Assembly the rate of annual dues payable to GWI by the national federations and associations; shall prepare annual estimates for the approval of the General Assembly; shall supervise the annual expenditure of GWI and the use and investment of its funds. It shall be responsible for ensuring that the expenditure of GWI remains within the terms of the budget approved by the General Assembly.
2. The Finance Committee shall consist of:
 - (1) the Treasurer, who shall be a member *ex officio*;
 - (2) two Assistant Treasurers appointed by the General Assembly; one Assistant Treasurer shall be a member of, and nominated by the national federation or association of the country in which the Headquarters of GWI is situated; the other shall be a member of, and nominated by the federation or association which pays the largest amount of annual dues; and
 - (3) two members elected by the General Assembly.
3. There should not be more than two members on the committee from any one national federation or association.
4. The Treasurer and Assistant Treasurers shall decide among themselves which one of them shall be the Convener, and also which one of the Assistant Treasurers shall, in the absence of the Treasurer, act as her deputy at meetings of the General Assembly.
5. The two Assistant Treasurers shall be eligible to serve for two further terms.
6. No bank account shall be opened in the name of GWI except with the sanction of the Board of Officers.

7. The funds of GWI or any part thereof may be invested in the purchase of or at interest upon the security of such stocks, shares, securities or other investments or property of whatsoever nature and wheresoever as the General Assembly shall, in its absolute discretion, have approved in principle.

By-law 24 - STATUS OF WOMEN COMMITTEE

1. The Status of Women Committee shall devise and activate programmes that promote the purposes, mission and policies of GWI and its liaison with international and inter-governmental bodies.
2. The committee shall consist of six elected members.
3. The Convener of the Resolutions Committee shall also serve as an *ex officio* member of the committee.
4. The Representatives of GWI to inter-governmental organisations shall be consultants to the committee.

By-law 25 - MEMBERSHIP COMMITTEE

1. The Membership Committee shall examine all applications received for admission to GWI from national federations and associations of graduate women and shall report to the General Assembly on their eligibility and suitability for membership, from the point of view of Articles I and II of the Constitution.
2. The committee shall review all amendments to the constitutions and by-laws of GWI national federations and associations, examine the requirements for additional degrees proposed by federations and associations for recognition by GWI and report the findings to the General Assembly from the point of view of Articles I and II of the Constitution.
3. The committee shall develop policies and programmes that:
 - (1) study trends in higher education that may affect membership of GWI
 - (2) strengthen and support existing national federations and associations
 - (3) encourage the formation of new affiliates.
4. The committee shall consist of five elected members.

By-law 26 - RESOLUTIONS COMMITTEE

1. The Resolutions Committee shall call for Resolutions to be submitted by national federations and associations, the Board of Officers, Standing Committees and Special Committees of GWI.
2. The committee shall supervise the presentation of Resolutions at General Assembly and assist with policy implementation by national federations and associations during the triennium.
3. The Committee shall consist of three to five members who shall be appointed by the Board of Officers, from a list of names submitted by national federations and associations. It shall serve from the end of General Assembly until the end of the next General Assembly.

By-law 27 - SPECIAL COMMITTEES

The Board of Officers and General Assembly may establish and dissolve special committees and working groups as required and set their terms of reference. All special committees and working groups shall report to the Board of Officers unless otherwise stated in their terms of reference.

Chapter VIII - FINANCE

By-law 28 - FINANCIAL YEAR

The financial year of GWI shall be 1st January to 31st December inclusive.

By-law 29 - DUES

1. The annual dues payable by the national federations and associations shall be fixed on a *per capita* basis by the General Assembly, on the advice of the Finance Committee, subject to the special provision in paragraph 2. The dues shall be expressed in the currency of the country in which the Headquarters of GWI is situated.
2. The *per capita* basis paid by each national federation and association shall be calculated using a formula approved by the General Assembly and reviewed on a regular basis.
3. In the event of an appreciable change in the rate of exchange between the currency of the Headquarters country and the currency of the country of a national federation or association, the Board of Officers may grant alleviation of full dues based on the percentage of depreciation between the two currencies during the year. This alleviation shall not exceed 60% of full dues. The Board shall report the matter to the General Assembly.
4. Any proposal affecting the rate of the annual dues shall be sent out to national federations and associations six months before the meeting of the General Assembly at which a vote on the proposal is taken.
5. The total amount of the dues payable annually by each national federation or association shall be calculated on the basis of the number of members of that national federation or association at the date of the closure of its financial year immediately preceding the beginning of the financial year of GWI.
6. Independent and associate members shall pay annual dues at a rate to be determined by the Board of Officers.

Chapter IX - MISCELLANEOUS

By-law 30 - AMENDMENTS

These By-laws may be amended at any General Assembly by a simple majority of the members entitled to vote and voting. Proposed amendments may be submitted by national federations and associations, the General Assembly, the Board of Officers and GWI committees. Such amendments must reach the Executive Director six months before the General Assembly. The Executive Director shall send these amendments to national federations and associations not less than four months before the date of the General Assembly. Any amendment to By-laws required consequent upon constitutional amendments passed by the General Assembly may be dealt with by the General Assembly by electronic voting immediately following the General Assembly and passed by a simple majority of the members entitled to vote and voting. Unless otherwise provided, an amendment shall come into effect immediately after the close of the General Assembly at which it was adopted.

VOTING ENTITLEMENT

Number of	Number of	Number of	Number of
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Members	Voting Delegates	Members	Voting Delegates
20 - 200	1	10 001 - 15 000	11
201 - 400	2	15 001 - 20 000	12
401 - 600	3	20 001 - 30 000	13
601 - 800	4	30 001 - 40 000	14
801 - 1 000	5	40 001 - 60 000	15
1 001 - 1 500	6	60 001 - 100 000	16
1 501 - 2 000	7	100 001 - 150 000	17
2 001 - 2 500	8	150 001 - 200 000	18
2 501 - 5 000	9	200 001 - 300 000	19
5 001 - 10 000	10	300 001 - 400 000	20