

BYLAWS of the
LEAGUE OF WOMEN VOTERS of LAWRENCE-DOUGLAS COUNTY, KANSAS
Proposed Revisions, 2021 (red)

ARTICLE I. NAME AND OFFICE

Section 1. Name. The name of this organization shall be the League of Women Voters of Lawrence – Douglas County, Kansas, hereinafter referred to in these bylaws as LWVL-DC. This local league is an integral part of the League of Women Voters of Kansas and also of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS.

ARTICLE II. PURPOSES AND POLICY

Section 1. Purposes. The purposes of the are to promote political responsibility through informed and active participation of citizens in government and to act on selected governmental issues. Section 2. Political Policy: The local League shall not support or oppose any political party or any candidate.

ARTICLE III. MEMBERSHIP

Section 1. Eligibility. Any person who subscribes to the purposes and policy of the **LWVL-DC and LWVUS** shall be eligible for membership.

Section 2. Types of Membership.

A. Voting Members. Persons at least 16 years of age who join the League shall be voting members of local Leagues, state Leagues and of the LWVUS; (1) those who live within an area of a local League may join that League or any other local League; (2) those who reside outside the area of any local League may join a local League or shall be state members-at-large; (3) those who have been members of the League for 50 years or more shall be life members excused from the payment of dues.

B. Associate Members. All others who join the League shall be associate members.

Article IV. BOARD OF DIRECTORS

Section 1. Number, Manner of Selection, and Term of Office. The Board of Directors shall consist of the Officers of the League (as named in Article V below), eight elected Directors, and a number of appointed Directors not to exceed the total number of elected persons on the Board less one. Four Directors shall be elected by the general membership at each Annual Meeting and shall serve for a term of two years, or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding the prescribed number, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year and shall expire at the conclusion of the next Annual Meeting.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this organization unless that person is a voting member LWVL-DC.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the resignation, death, or disqualification of an Officer or elected member may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors.

Three consecutive absences from Board meetings of any member without valid reason shall be deemed a resignation.

Section 4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the organization, with full power and authority to manage and conduct same, subject to the instructions of the general membership. It shall plan and direct the work necessary to carry out the Program as adopted by the National Convention, the State Convention, and the Annual Meeting. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Meetings. There shall be at least nine regular meetings of the Board of Directors annually. The President may call special meetings of the Board of Directors and shall call a special meeting upon the written request of five members of the Board. **Only elected Board of Directors members may cast votes at a Board of Directors meeting. Proxy representation and proxy voting are not allowed. If a board member cannot attend a Board of Directors meeting, the member has the option of participating via technology or will forfeit the right to cast votes at that meeting.**

a. Electronic meetings. **The board authorizes remote virtual participation in all board meetings or conferences, including but not limited to teleconferencing, videoconferencing and electronic or online voting. (Electronic meetings conducted by telephone, video conferencing, that is available to all and allows all persons participating to hear each other at the same time may substitute as a regular board meeting.) Any action that could be taken at an in-person meeting, including bylaw or other amendments, may also be taken at a virtual meeting held pursuant to this clause provided that the organization shall use its best efforts to implement any such virtual meetings with full regard for the need to maintain as much as possible accessibility for all members, including those with disabilities and those who lack access to sophisticated technology tools.**

b. Email. Email may be used for official Board decisions between board meetings **to meet specified needs:** Email is accessible to all board members; the discussion shall be limited to the question at hand, a reasonable time frame for response is designated, and minutes are taken. Minutes from electronic discussions shall be published in the Voter.

Section 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum.

Section 7. Executive Committee. The Executive Committee shall consist of the officers of the LWVL-DC, namely the President(s), Vice President, President Elect, Secretary, and Treasurer. When in its opinion immediate action is necessary, the Executive Committee shall have power to act on behalf of the Board of Directors in between meetings of the Board of Directors. All such actions shall be reviewed by the Board of Directors at the earliest opportunity, and (in cases where reversal is feasible) are subject to reversal by the Board of Directors.

Article V. OFFICERS

Section 1. Enumeration and Election of Officers. The officers of LWVL-DC shall be a President or Co-Presidents, a President or Presidents Elect, a Vice President, a Secretary, and a Treasurer. The President(s) Elect shall serve the first year of the two-year term in that office and the second year as President(s). A new President(s) Elect shall be elected at each Annual Meeting. The Vice President, Secretary, and Treasurer shall be elected for terms of two years

by the general membership at an Annual Meeting. All officers shall take office immediately. The Vice President and the Secretary shall be elected in odd-numbered years. The Treasurer shall be elected in even-numbered years.

Section 2. The President(s). The President(s) shall preside at all meetings of the organization and of the Board of Directors. **At the discretion of the Board President(s), any or all meetings may be held by teleconferencing, videoconferencing or any other means of remote access.**

The President(s) may, in the absence or disability of the Treasurer, sign or endorse checks, drafts, and notes **or make electronic transfers as necessary.** The President(s) shall be, ex officio, a member of all committees except the Nominating Committee. The President(s) shall have such usual powers of supervision and management as may pertain to the office of the President and perform such other duties as may be designated by the Board.

Section 3. The President(s) Elect. The President(s) Elect shall assist the President(s) in any and all duties in order to prepare to assume the office.

Section 4. The Vice President. The Vice President shall, in the event of the absence, disability, or death of the President, possess all the powers and perform all the duties of that office. The Vice President shall perform such other duties as the President and Board shall designate.

Section 5. The Secretary. The Secretary shall keep minutes of all meetings of the League and of all meetings of the Board of Directors. The Secretary shall notify all Officers and Directors of their election. The Secretary shall sign, with the President, all contracts and other instruments when so authorized by the Board and shall perform such other functions as may be incident to the office.

Section 6. The Treasurer. The Treasurer shall collect and receive all moneys due. The Treasurer shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board. The Treasurer shall present statements to the Board at their regular meetings, and semi-annual written reports to the membership in the October VOTER and at the Annual Meeting. The books of the Treasurer shall be audited annually prior to the Annual Meeting.

Section 7. Co-officeholders. The title and duties of any office may be shared by Co-officeholders duly elected by the general membership at the Annual Meeting or appointed by the Board of Directors.

Article VI. FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of LWVL-DC shall commence on the first day of April each year.

Section 2. Dues. Dues shall be set by the membership at the Annual Meeting. Any member who fails to pay dues within the first six months of the fiscal year shall be dropped from the membership rolls.

Section 3. Household Dues. When two or more members reside at the same address in a common household and are willing to share a single set of mailings, dues shall be the amount determined at the Annual Meeting.

Section 4. Budget. A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting for adoption. The budget shall include support for the work of the League as a whole.

Section 5. Distribution of Funds on Dissolution. In the event of a dissolution, for any cause, all moneys and securities or other property of whatever nature, which at the time be under the absolute control of LWVL-DC shall be distributed at the discretion of the board or such other persons as shall be charged by law with the liquidation or winding up of LWVL-DC and its affairs, to any member organization of the League of Women Voters national organization that is exempt under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of only to a 501(c)(3) organization by a Court of Competent Jurisdiction of the county in which the principal office of LWVL-DC is located.

League of Women Voters of Lawrence-Douglas County, which may at the time be owned by or under the control of LWVK shall be paid funds to the LWVK after the Board of Directors has paid or made provision for the payment of all the liabilities of LWVL-DC. All other property of whatsoever nature that may at the time be owned or under the control of LWVL-DC shall be disposed of as determined by the then Board of Directors.

Article VII. MEETINGS

Section 1. Membership Meetings. The number of general membership meetings to be held during the year shall be left to the discretion of the Board but shall be no fewer than four.

Section 2. Annual Meeting. An Annual Meeting shall be held in April. The Annual Meeting shall:

- a. In even-numbered years, adopt a local Program for the ensuing two years.
- b. Elect Officers, Directors, and members of the Nominating Committee.
- c. Adopt an adequate budget; and
- d. Transact such other business as may properly come before it.

Section 3. Quorum. Fifteen percent of the membership shall constitute a quorum at all business meetings of LWVL-DC.

Article VIII. NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman and two members, who shall not be members of the Board, shall be elected at the Annual Meeting. Nominations for these officers shall be made by the current Nominating Committee. The other members shall be appointed by the Board of Directors at the first board meeting following the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by the Board of Directors. Suggestions for nominations for Officers and Directors may be sent to this committee by any voting member. No one shall be nominated whose consent has not been previously obtained.

Section 2. Report of the Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for Officers, Directors, and three members of the succeeding Nominating Committee shall be given to all members one month before the date of the Annual Meeting. The report of the Nominating Committee shall be presented to the Annual Meeting. Immediately following the presentation of this report, nominations may be made from the floor by any voting member provided the consent of the nominee shall have been secured.

Section 3. Elections. The election shall be by ballot, provided that when there is but one nominee for each office, the Secretary may be instructed to cast the ballot for every nominee. A majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

Article IX. PROGRAM

Section 1. Authorization. The governmental principles adopted by the National Convention, and supported by the League as a whole, constitutes the authorization for the adoption of the Program.

Section 2. Program. The Program of LWVL-DC shall consist of:

- a. Public action to advocate for the Principles of the League of Women Voters of the United States.
- b. Concerted study to develop positions of the LWVL-DC and to help develop positions of LWVUS and LWVK consistent with League Principles; and
- c. Public education to improve voters' understanding of significant governmental issues in relationship to League Principles.

Section 3. Positions. Positions of LWVL-DC shall be adopted using the following procedures:

- a. Any proposed new position of LWVL-DC shall be drafted either through an original study process or through an abbreviated study process that proposes concurrence with the position of another League.
- b. Adoption of any new position shall be preceded by general informational meetings of the entire LWVL-DC and/or by detailed discussion of the proposed draft by separate unit meetings of the membership.
- c. Adoption of any new position shall occur at a meeting of the general membership. The draft position shall be provided to the membership at least 30 days prior to the meeting. The membership meeting may make minor revisions in the draft policy. Adoption of a new position requires a general consensus of the membership rather than merely a majority but does not require unanimity.
- d. Minor revisions to existing positions of the LWVL-DC may be proposed by the Board of Directors and adopted by the annual membership meeting.

Section 4. Biennial Program. In even numbered years, the Annual Meeting shall act upon the program using the following procedures:

- a. Recommendations for the Biennial Program either may be sent to the Board of Directors by the voting members or be provided at a general membership meeting called for that purpose. Recommendations may be proposed for action, for concerted study, for public education, or changes to positions.
- b. The Board of Directors shall consider the shall formulate a Proposed Biennial Program.
- c. The Proposed Biennial Program shall be sent to all members one month before the Annual Meeting.
- d. A majority vote of voting members present and voting at Annual Meeting shall be required for adoption of subjects in the Proposed Biennial Program as presented to the Annual Meeting by the Board of Directors.

e. Recommendations for Program submitted by voting members to the Board of Directors two months prior to Annual Meeting but not recommended by the Board of Directors may be considered by the Annual Meeting provided that

- (1) the Annual Meeting shall order consideration by a majority vote; and
- (2) the Annual Meeting shall adopt the item by a two-thirds vote.

f. Changes in the adopted Biennial Program, in the case of altered conditions, may be made provided that:

- (1) information concerning the proposed changes has been sent to all members at least two weeks prior to a general membership meeting at which the change is to be discussed and
- (2) final action by the membership is taken at a succeeding meeting.

Section 5. League action. The LWVL-DC shall take public action only under the following conditions.

- a. Authority. Ordinarily, publication by the LWVL-DC shall be based on adopted positions of the LWVUS, LWVK, or LWVL-DC. In exceptional cases, publication may be based on a written justification that directly relates the action to the Principles of the League of Women Voters of the United States.
- b. Interpretation. The Board of Directors is authorized to interpret the meaning of adopted positions and League Principles.
- c. Authorization. Publication must be authorized by the Board of Directors or by the Executive Committee of the Board. Any motion authorizing action shall include a reference explaining the positions or Principles on which the action is based.
- d. Action priorities. The Board may authorize action on any League position or on League Principles if in the Board's opinion such action is warranted. The Board will focus especially on those actions enumerated in the Biennial Program.

Section 6. Member Action. Members may act in the name of LWVL-DC only when authorized to do so by its Board of Directors or the Executive Committee of the Board.

Section 7. Public education. Public education activities may be authorized either by the Biennial Program or by action of the Board of Directors or the Executive Committee. However, the Board of Directors may delegate power of authorization to any committee of the League.

Article X. NATIONAL CONVENTION AND STATE CONVENTION

Section 1. National Convention. The Board of Directors at a meeting before the date on which the names of delegates must be sent to the National office shall select delegates to that convention in the number allotted LWVL-DC under the provisions of the Bylaws of the LWVUS.

Section 2. State Convention. The Board of Directors at a meeting before the date on which the names of delegates must be sent to the State office shall select delegates to that Convention in the number allotted to LWVL-DC under the provisions of the Bylaws of the LWVK.

Section 3. State Council. The Board of Directors at a meeting before the date on which the names of delegates must be sent to the State office shall select delegates to that Council in the number allotted LWVL-DC under the provisions of the Bylaws of LWVK.

Article XI. PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority. The rules contained in *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Article XII. AMENDMENTS

Section 1. Amendments. These Bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided the amendments were submitted to the membership in writing at least one month prior to the Annual Meeting.

These bylaws of the League of Women Voters of Lawrence-Douglas County, Kansas, appear as adopted May 8, 1947, and amended at the annual meetings of 1948, 1950, 1951, 1954, 1955, 1956, 1958, 1961, 1968, 1969, 1970, 1972, 1973, 1974, 1975, 1977, 1978, 1980, 1981, 1983, 1986, 1992, 1994, 1997, 2014, 2016, 2017, **2021**.