

# LEAGUE OF WOMEN VOTERS OF SOUTH CAROLINA BYLAWS

AS REVISED AT CONVENTION, MAY 2019

## ARTICLE I - NAME

Sec. 1. Name. The name of this organization shall be the League of Women Voters of South Carolina, hereinafter referred to in these bylaws as LWVSC or the state League. This state League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS.

## ARTICLE II - PURPOSES AND POLICY

Sec. 1. Purposes. The purposes of the LWVSC are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. This corporation is organized and operated exclusively for educational and charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the activities of the corporation shall be attempting to influence legislation.

Sec. 2. Political Policy. The League shall not support or oppose any political party or any candidate.

Sec.3. Mission. The League of Women Voters, a nonpartisan political organization, encourages informed and active participation in government, works to increase understanding of major public policy issues, and influences public policy through education and advocacy.

## ARTICLE III - MEMBERSHIP

Sec. 1. Eligibility. Any person who subscribes to the purposes and policy of the League shall be eligible for membership.

Sec. 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, of the LWVSC, and of the LWVUS. Those who live within the area of a local League may join that League or any other local League; those who reside outside the area of any local League may join a local League or shall be state members-at-large, hereinafter referred to in these bylaws as MALs. Those who have been members of the League for 50 years or more shall be honorary life members, excused from payment of dues.
- b. Associate members. All others who join the League shall be associate members.

## ARTICLE IV - LOCAL LEAGUES AND MEMBER-AT-LARGE (MAL) UNITS

Sec. 1. Local Leagues.

- a. Local Leagues are those Leagues within the state of South Carolina that have been so recognized by the LWVUS.
- b. The LWVSC board of directors, hereinafter referred to in these bylaws as the state board, shall recommend to the board of the LWVUS, hereinafter referred to in these bylaws as the national board, that it recognize as a local League any group of members of the League in a community within the state, provided the group fulfills both state and national recognition requirements.
- c. In the event of recurrent failure of a local League to fulfill these requirements, the state board shall recommend to the national board that recognition be withdrawn from such local League. All funds held by a local League from which recognition has been withdrawn shall be paid to the LWVSC after the national per member payment and other outstanding obligations have been met.

Sec. 2. Member-at-Large (MAL) Units.

- a. The state board may authorize the establishment of MAL units in communities in which the establishment of a recognized local League is not feasible. MAL units shall operate within the limitations established by the LWVUS and within guidelines adopted by the state board.
- b. In the event of recurrent failure to adhere to the guidelines for MAL units or to operate within the limitations established by the LWVUS, the state board may withdraw approval of the MAL unit. All funds held by a MAL unit from which recognition has been withdrawn shall be paid to the state League.

**ARTICLE V - OFFICERS**

Sec. 1. Elections, Qualifications, and Term. The officers of the LWVSC shall be a president (or co-presidents or a management team), an Issues and Action vice president, a Voters Service/Citizen Education vice president, a secretary, and a treasurer. They shall be voting members of the LWVSC and shall be elected by the convention to hold office for two years beginning July 1 of the year of their election.

Sec. 2. The President. The term president shall refer to the president, a co-president, or any member of the management team as appropriate to the circumstances. The president or co-president or member of the management team (hereinafter referred to as the president) shall preside at all meetings of the organization or of the Board of Directors (hereinafter referred to as Board), unless the president designates another person to preside. The president shall have such powers of supervision and management as customarily pertain to the office. The president shall be, ex officio, a member of all committees except the nominating committee; may sign or endorse checks, drafts, and notes in the absence of the treasurer; and shall perform such other duties as the state board may direct. If a co-president or management team member resigns before the term is up, the remaining president or management team member will take over the duties of president for the remainder of the term of office, or, if the board so wishes, the president pro tem can be elected to fill the vacated position.

Sec. 3. The Vice-Presidents. The vice-presidents shall perform such duties as the president and state board shall direct.

Sec. 4. The Secretary. The secretary shall keep or cause to be kept minutes of conventions, councils, and meetings of the state board. The secretary shall notify all officers and directors of their election, shall sign with the president all contracts and other instruments that are authorized by the board, and shall perform such other duties as the president and board shall direct.

Sec. 5. The Treasurer. The treasurer shall perform such duties as customarily pertain to the office; arrange for an annual review of the books by a qualified person not on the state board, and, at the direction of the state board, maintain deposits in financial institutions authorized by the state board.

**ARTICLE VI - BOARD OF DIRECTORS**

Sec. 1. Selection, Qualifications, and Term.

- a. The board of directors shall consist of the officers of the LWVSC, six or seven (depending on whether there is one president or two co-presidents) directors elected by the convention, and up to six appointed by the elected members of the board that takes office on July 1 following convention, the number of appointed directors not to exceed the number of elected directors, and the total board not to exceed eighteen. All directors shall be voting members of the LWVSC. All elected directors shall serve for two years beginning July 1 of the year of convention. Appointed directors may be appointed for one year or two year terms, at the discretion of the board, all terms to end by June 30 of the year of convention.
- b. Vacancies other than the presidency may be filled by vote of the remaining members of the board. In the event of the absence, disability, resignation, or death of the president, the office

shall be assumed by the president pro tem who shall be elected by the board from among its members at the first board meeting after July 1 following convention. A vacancy in the position of president pro tem shall be filled by the board from among its members.

Sec. 2. Powers. The state board shall manage and supervise the business affairs and activities of the LWVSC subject to the instruction of the convention. It shall accept responsibility for the organization and development of local Leagues and MAL units, the promotion of League program, financial development, and such other matters as the national board may delegate to it. It shall have the power to create such special committees as it deems necessary and shall perform such other duties as are specified by these bylaws.

Sec. 3. Executive Committee. The state board may appoint an executive committee consisting of no fewer than 5 members of the board. The executive committee shall exercise such power and authority as may be delegated to it by the state board at its discretion and shall report to the state board on all actions taken by it between regular meetings of the board. The president shall be ex officio chair.

Sec. 4. Meetings. At least 4 regular meetings shall be held annually at such time and place as the board may determine. The president may call special meetings and, upon the written request of 5 members of the board, shall call a special meeting. Notice of all regular meetings shall be given by mail at least two weeks before the meeting, and notice of all special meetings shall be so given at least six days before the meeting. During the convention or council meeting the president may call, or upon the request of 5 members shall call, a special meeting by giving written notice to each member of the board. More than 3 unexcused absences shall constitute a resignation.

Sec. 5. Quorum. A majority of the members of the board of the LWVSC shall constitute a quorum.

Sec. 6. Board Communications. When an urgent decision must be made by the Board between regular meetings, the President may contact members of the Board using conference calls and/or email. Conference calls may be used for discussion, but both the text of motions and the vote should be in writing, with email voters using the "reply all" mode. Board members must be given full information about the issue to be decided and sufficient time to share opinions before the final decision is given. A quorum of the Board must respond or the votes are not valid. The emergency decision must be confirmed by a vote at the next board meeting for inclusion in the minutes.

## ARTICLE VII - CONVENTION

Sec. 1. Place, Date and Call. A convention of the LWVSC shall be held biennially in the odd numbered years at a time and place to be determined by the state board. A first call to convention shall be sent to the presidents of the local Leagues, to the chair of MAL units, and to MALs not in units at least three months before the date fixed in said call. Thereafter, the state board may advance or postpone this date by not more than two weeks. A final call giving the exact time and place of the convention shall be issued at least four weeks before its opening session.

Sec. 2. Composition. The convention shall consist of:

- a. delegates chosen by the members of each local League as follows: Each League shall be entitled to at least one delegate; when local League membership reaches 15 voting members, the local League shall be entitled to one additional delegate; thereafter one additional delegate shall be authorized for each additional ten voting members up to 105 and one additional delegate for each additional 25 or major fraction thereof. The official membership count shall be determined by state office records of voting members as of February 1 of the year in which convention is held.
- b. one delegate from each MAL unit chosen by members.
- c. the members of the state board.

Sec. 3. Qualifications of Delegates and Voting. All delegates shall be voting members of the LWVSC. No delegate shall be entitled to more than one vote, and absentee or proxy voting shall not be permitted.

Sec. 4. Powers. The convention shall adopt a program; elect officers and directors, the chair and two members of the nominating committee; adopt a budget; and transact such other business as may properly come before it.

Sec. 5. Quorum. Twenty percent of the delegates registered at convention other than members of the state board shall constitute a quorum provided that at least one-half of the total number of local Leagues and MAL units are represented.

#### ARTICLE VIII - COUNCIL

Sec. 1. Place, Date, and Call. A meeting of the council shall be held biennially approximately twelve months after each convention at a time and place determined by the state board. In the event of an emergency, the state board may also call a special council meeting. A formal call shall be issued to local League presidents, the chairs of MAL units, and MALs not in units at least 30 days before a council meeting.

Sec. 2. Composition. The council shall consist of:

- a. the president of each local League or an alternate;
- b. two delegates chosen by the board of each local League;
- c. the chair of each MAL unit or an alternate;
- d. and the members of the state board.

Sec. 3. Qualifications of Delegates and Voting. All delegates shall be voting members of the LWVSC. No delegate shall be entitled to more than one vote, and absentee or proxy voting shall not be permitted.

Sec. 4. Powers. The council shall give guidance to the state board on program and methods of work.

- a. In the event of an emergency, the council may change the program, only upon recommendation of the state board or a local League, using the following procedure: (1) at least six weeks before the council meeting any local League proposing a change shall submit it to the state board which shall decide whether to recommend it; (2) at least four weeks before the council meeting, the state board shall send to the president of local Leagues and the chair of MAL units all proposed changes; (3) any change proposed by a local League and not recommended by the state board shall first require a majority vote of the council for consideration; (4) a two-thirds vote shall be required to adopt any change.
- b. The council shall adopt a budget and shall transact such other business as may properly come before it.

Sec. 5. Quorum. One-third of the delegates registered at the council other than the members of the state board shall constitute a quorum provided that at least one half of the total number of local Leagues and MAL units are represented.

#### ARTICLE IX - NOMINATIONS AND ELECTIONS

Sec. 1. Nominating Committee. The nominating committee shall consist of five members. The chair and two members, who shall be voting members of the LWVSC and not members of the state board, shall be elected by the convention. Immediately after convention, the state board shall appoint two of its members to the committee. Vacancies shall be filled by appointment by the state board.

Sec. 2. Suggestions for Nominations. The chair of the nominating committee shall request suggestions for nominations through the president of each local League, the chair of each MAL unit, and MALs not in units by advising them of the offices to be filled, and the address to which suggestions are to be sent. Any LWVSC member may submit suggestions directly to the committee.

Sec. 3 Report of Nominating Committee. The report of the nominating committee, containing its nom-

inations for officers and directors and the chair and two members of the next nominating committee, shall be sent to the president of local Leagues and the chair of MAL units at least four weeks before convention. The report of the nominating committee shall be presented to the convention at its first session. Nominations may be made from the floor provided the consent of the nominee has been obtained.

Sec. 4. Election. The election shall be the responsibility of an election committee appointed by the president at the first session of the convention. Election shall be by ballot except that it shall be by voice vote if there is only one nominee for an office. A majority vote shall constitute an election.

#### **ARTICLE X - PRINCIPLES AND PROGRAM**

Sec. 1. Principles. The Principles are concepts of government adopted by the national convention and supported by the League as a whole. They are the authorization for adoption of national, state and local program.

Sec. 2. Program. The program of the LWVSC shall consist of action to implement the Principles and those state governmental issues chosen by the convention for concerted study and action as follows:

- a. Local League boards and MAL units may make recommendations for state program to the state board provided they are submitted at least eight weeks before the convention.
- b. If a local League has studied a local issue and adopted a position that might be applicable to other communities in the state, the League should appropriately reword their position so that it would apply to other communities and recommend it to the state board for concurrence by submitting it to the state board at least eight weeks before the convention.
- c. The state board shall consider these recommendations and formulate a proposed program which shall be sent to the presidents of local Leagues and the chairs of MAL units at least four weeks before the convention.
- d. Changes in the proposed program, because of altered conditions, may be recommended by local League boards and MAL units up to two weeks before the state board acts upon the proposed changes, allowing local League boards and MAL units to respond before the state board meeting.
- e. The convention shall adopt a program by a majority vote. Program recommendations submitted to the state board but not proposed by the board may be adopted by the convention only if they were submitted at least eight weeks before the convention and provided consideration is ordered by a majority vote and adoption is voted on a following day. A two-thirds vote is required to amend or adopt a state League position by concurrence on the floor of convention.

Sec. 3. Program Action. Local Leagues, MAL units, and MALs not in units may act on state program in the name of the LWVSC only with approval of the state board.

#### **ARTICLE XI - NATIONAL CONVENTION AND COUNCIL**

Sec. 1. National Convention. The state board shall elect delegates to the national convention in the number allowed the LWVSC under the provisions of the bylaws of the LWVUS.

Sec. 2. National Council. The state board shall elect delegates to the national council in the number allowed the LWVSC under the provisions of the bylaws of the LWVUS.

#### **ARTICLE XII - FINANCIAL ADMINISTRATION**

Sec. 1. Fiscal Year. The fiscal year of the LWVSC shall be from 1 July to 30 June of each year.

Sec. 2. Financial Support.

- a. Each local League shall make an annual per member payment to the LWVSC for those members who enroll at the local level. The amount of such payment shall be determined by the convention or council through approval of the budget.

- b. MALs who join at the state level shall pay annual dues to the LWVSC in an amount determined by the convention or council through approval of the budget.
- c. When two or more members reside at the same address in a common household, the payment determined by the convention shall be made by the first member and a payment equal to one half the per member payment shall be paid for each other member.
- d. A local League shall be excused from making a per member payment for paid life or honorary life members.
- e. Responsibility for additional support for the LWVSC shall be assumed by the state board which shall develop and solicit other sources for funding the state League.

**Sec. 3. Budget.**

- a. The budget shall be prepared by a committee made up of one off board member, one member of the state board, and an off board chair appointed by the state board. The treasurer shall be, ex officio, a member of the budget committee. The committee shall submit a proposed budget for state board approval at least six weeks before the convention or council.
- b. The state board shall send to the president of local Leagues and the chair of MAL units, at least four weeks before the convention or council, a proposed budget for the next fiscal year. A budget shall be adopted by a majority vote.

**Sec. 4 . Distribution of Funds on Dissolution.**

In the event of the merger or dissolution of this corporation for any reason, all money and securities or other property of whatsoever nature which at the time be owned or under the absolute control of the corporation 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 the corporation and its affairs, to any member organization of the League of Women Voters national organization which is exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code; or if none of these organizations are then in existence or exempt under those tax provisions, then, at the discretion of the board, to another organization which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under such designated tax provisions.

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| <b>ARTICLE XIII - PARLIAMENTARY AUTHORITY</b> |
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Sec. 1. Parliamentary Authority. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and not inconsistent with these bylaws.

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| <b>ARTICLE XIV - AMENDMENTS</b> |
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Sec. 1. Amendments. These bylaws may be amended at any convention by a two-thirds vote provided that the following conditions are met:

- a. Proposed amendments were submitted by a local League board to the state board at least eight weeks prior to the convention or were recommended by the state board.
- b. The presidents of local Leagues and the chairs of MAL units have been notified, and have been directed to notify their members, of the proposed amendments at least four weeks before the convention.

Sec. 2. Emergency Amendments. A unanimous vote of the convention is needed to consider any emergency amendments to these bylaws which could not be made in accordance with the above provisions.

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**Non-Partisanship Policy for LWVSC Board Members** In order to maintain the nonpartisan image of the League, a state board member must resign if she or he runs for a partisan political office elected by the general public, or accepts appointment to such an office. Public endorsement of any partisan candidate or party must be avoided by the president, voter services chair, and LWVSC authorized lobbyists. If there is any question about the political activity of any state board member, this should be brought before the state board for review and decision.

If a spouse or partner of a state board member runs for any partisan political office, this need not disqualify the state board member from a position of the board. This should be brought before the state board for review and decision.

**Social Media:** A Board member shall not indicate her/his political affiliations or candidate preferences at any level of government in the media, including on social networking sites or other public venues that also prominently identify her/him as a member of the LWVSC.