

BYLAWS

LWV OF BENTON AND FRANKLIN COUNTIES

ARTICLE I - NAME

The name of this organization shall be the League of Women Voters of Benton and Franklin Counties, hereinafter referred to in these bylaws as LWVBF or as the League. This local League is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Women Voters of Washington (LWVWA).

ARTICLE II - PURPOSE AND POLICY

Section 1. Purposes: The purposes of the LWVBF are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. Non-Partisan Policy: The 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 League shall be eligible for membership.

Section 2. Membership:

Persons at least 16 years of age who join the LWVBF shall be voting members of this League, LWVWA, and LWVUS; (1) individuals who live in 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

ARTICLE IV - OFFICERS

Section 1. Election, Qualification, and Terms: The officers of the LWVBF shall be president, first vice-president, second vice-president, secretary, and treasurer. They shall be voting members of the LWVBF and shall be elected for terms of two years by the general membership at the annual meeting.

The president, second vice-president, and secretary shall be elected in even numbered years. The first vice-president and treasurer shall be elected in the odd numbered years. All officers, except the treasurer, shall take office immediately following the annual meeting. The treasurer shall take office on July 1. The new Board shall fill any vacancies in the elected slate.

Section 2. The President: The President shall have such powers of supervision and management as customarily pertain to the office; shall preside at all meetings of the organization, and of the Board of Directors; 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 Board may direct.

Section 3. The Vice-Presidents: The Vice-Presidents shall perform such duties as the president and Board of Directors shall direct.

Section 4. The Secretary: The Secretary shall perform such duties as customarily pertain to the office; shall keep minutes of all meetings of the Board of Directors and of the business meetings of the membership; shall notify all officers and directors of their election; shall sign, with the President, all contracts and other instruments when so authorized by the Board of Directors.

Section 5. The Treasurer: The Treasurer shall perform such duties as customarily pertain to the office; shall be custodian of the money, disburse money at the direction of the Board; maintain deposits in authorized financial institutions; present statements to the Board at regular meetings; provide a year-to-date report at the annual meeting; and make the financial books and records available for the annual audit after the end of the fiscal year.

ARTICLE V - BOARD OF DIRECTORS

Section 1. Selection, Qualification, and Term: The Board of Directors shall consist of the officers, six elected directors and not more than six appointed directors. All directors shall be voting members of the LWVBF. The term of elected directors shall be for two years, with one half to be elected by the general membership at each annual meeting. They shall serve until their successors have been elected and qualified. Elected directors shall take office immediately following the annual meeting. The elected members may appoint up to six additional directors, as they deem necessary to carry out the work of this organization. The terms of offices of the appointed directors shall be one year and shall expire at the conclusion of the next annual meeting. The immediate past president may be appointed to a one-year board position.

In the event of the absence, disability, resignation, or death of the President, the Vice-Presidents in the order of their rank, shall assume the office. If neither Vice-President is able to serve as President, the Board of Directors shall fill the vacancy. Vacancies other than the presidency may be filled by vote of the remaining members of the Board. If the office of President is not filled, the Board may operate as a Leadership Team.

This organization retains the responsibility to protect its non-partisanship image in the community interest from what might be construed as partisan participation. Guidelines for the holders of specific League offices, with respect to the level of community partisan participation, which may or may not require a resignation from the Board of Directors, are contained in the written Board policies.

Section 2. Powers and Duties: The Board of Directors shall manage and supervise the business and activities of the LWVBF subject to the instructions of the annual meeting. It shall select delegates to state convention and council and to national convention. It shall arrange for an annual audit of review of the Treasurer's books. It shall accept responsibility for such other matters as the national or state board may from time to time 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 in these bylaws.

Section 3. Executive Committee: An executive committee consisting of the elected officers of the organization may meet to decide routine administrative and financial detail and may act for the Board in an emergency situation, providing appropriate item chairmen have been included if program items are being considered. Three members of the executive committee shall constitute a quorum. Actions must be reported at the following Board meeting.

Section 4. Meetings: At least eight regular meetings of the Board of Directors shall be held annually. The President may call special meetings and, upon the written request of five members of the Board, shall call a special meeting. Meeting(s) may be held electronically during times of emergencies or as determined by the board. Notice of all regular and special Board meetings shall be provided to all Board members prior to the meeting.

Section 5. Absences: Three consecutive absences from a Board meeting of an elected or appointed director without a valid reason shall be deemed a resignation.

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

ARTICLE VI - MEETINGS

Section 1. General Meetings: The annual meeting will be held in late Spring, with the time and place determined by the Board of Directors. Annual meeting may be held electronically during times of emergencies or as determined by the board. Notice of annual meeting shall be provided to the membership prior to the meeting.

a. **Quorum:** Twenty percent of the membership shall constitute a quorum at the general meetings of this organization.

b. **Annual Meeting.** The business to be conducted at the annual meeting shall include:

- 1) adoption of local program;
- 2) presentation of the Nominating Committee's report
- 3) election of officers, directors, and members of the nominating committee;
- 4) determination of annual dues and adoption of an adequate budget
- 5) reports (if available) of state and national conventions or councils;
- 6) proposed bylaws amendments, if any;
- 7) transaction of such other business as may properly come before it.

Section 2. Unit Meetings. The Board of Directors may establish one or more units and determine the time and place of unit meetings. Within the guidelines of the adopted program, the Board may determine the topics and dates of the unit meetings. Notice of all unit meetings shall be provided to the membership prior to the meeting.

ARTICLE VII - 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 other members, who shall not be members of the Board of Directors, shall be elected at the annual meeting. The chair, who may or may not be a member of the Board of Directors, shall also be elected at the annual meeting. The current nominating committee shall make nominations for these offices. The Board of Directors shall appoint two of its members to the committee at the first board meeting following the annual meeting. Vacancies shall be filled by appointment by the Board of Directors.

Section 2. Suggestions for Nominations: The chair of the nominating committee shall request, in writing, suggestions for nominations from the membership by advising them of the positions and offices to be filled. Any member of this organization may submit suggestions for nomination.

Section 3. Report of the Nominating Committee: The report of the nominating committee containing its nominations for officers, directors, and the chair, and two members of the next nominating committee shall be sent to all members two weeks before the date of the annual meeting. The report of the nominating committee shall be presented to the membership at the annual meeting. Nominations may be made from the floor immediately thereafter provided the consent of the nominee has been obtained.

ARTICLE VIII - PRINCIPLES AND PROGRAMS

Section 1. Principles: The principles are concepts of government supported by the League and are the authorization for adoption of national, state, and local program. They may be amended by the national convention per the bylaws of LWVUS.

Section 2. Program: The program of this organization shall consist of action to implement the principles of LWVUS and those national, state, and local governmental issues chosen for concerted study and action.

Section 3. Adoption of Program:

a. **National and State Program.** As available, reports of program adopted by the national and state convention or councils will be presented at the annual meeting. The Board of Directors shall have responsibility for national and state program adoption decisions.

b. **Local Program.** The local program shall be adopted by the membership at the annual meeting using the following procedures:

1) The membership shall submit proposed topics through participation in program planning meetings or by written requests to the Board. The Board of Directors shall consider recommendations from the membership and formulate a proposed program at their regular March meeting or at a special meeting approximately six weeks in advance of the annual meeting.

2) The proposed program, consisting of recommended and non-recommended items shall be sent to all members two weeks before the annual meeting. Non-recommended program items may be considered at the annual meeting provided that the members attending the annual meeting shall order consideration by a majority vote.

3) A majority vote of voting members present and voting at the annual meeting shall be required for adoption of local program.

4) Changes in local program may be made at a general membership meeting provided that information concerning the proposed changes has been sent to all members at least two weeks prior to the meeting. A majority vote of voting members present and voting shall be required for adoption of the change.

Section 4. Program Action: Leagues may act on national program only in conformity with positions taken by the LWVUS, on state program only in conformity with positions taken by the LWVWA, and on local program only in conformity with positions adopted by this League. Members may act in the name of this organization only when authorized to do so by the Board of Directors.

ARTICLE IX - FINANCIAL ADMINISTRATION

Section 1. Fiscal Year: The fiscal year of this organization shall be from July 1 to June 30 of each year.

Section 2. Dues.

a. **Annual dues:** Annual dues shall be determined by the annual meeting by a majority of those present and voting and shall be payable in the month of September. Any member who fails to pay dues by the national deadline for membership submission shall be dropped from the membership rolls. The Board shall determine policy with respect to dues for those joining after February 1.

b. **Two or more members in a common household:** When two or more members reside at the same address in a common household, the first member shall pay the dues determined at the annual meeting; a payment equal to one-half the annual dues shall be paid for each other member.

c. **Students:** The dues for a member who is a student shall be free unless otherwise indicated by LWVUS. A student is defined as an individual enrolled either full or part-time in an

accredited institution.

Section 3. Budget Committee: A budget committee shall be appointed by the Board of Directors at least two months prior to the annual meeting to prepare a budget for the ensuing year. The Treasurer shall be an ex-officio member of the budget committee, but shall not be eligible to serve as its chair.

Section 4. Budget: The Board of Directors shall submit a proposed budget at the annual meeting for adoption, with written copies being provided to the membership at least two weeks prior to the annual meeting. A majority vote of voting members present and voting at the annual meeting shall be required for adoption of the budget. The budget shall include support for the work of the League as a whole.

Section 5. Audit of Treasurer's Books: The Treasurer's book shall be audited after the end of the fiscal year and a written report made to the Board of Directors.

Section 6. Distribution of Funds on Dissolution: In the event of the dissolution of the LWVBF all moneys, securities, and property, real, personal, or mixed, which may at the time be owned by or under the control of the LWVBF shall be paid to the LWVWA after the state and national per member payments and other obligations have been met. All other property of whatsoever nature, whether real, personal or mixed, which may at the time be owned or under the control of the LWVBF shall be disposed of to such person, organization, or corporation for such public, charitable, or educational use and purposes as the Board in its absolute discretion may designate.

ARTICLE X - 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.

ARTICLE XI - AMENDMENTS

These bylaws may be amended by a two-thirds vote of the voting members present and voting at the annual meeting, provided that amendments were submitted to the membership in writing at least two weeks in advance of the meeting, except that amendments resulting from changes made at recently held state or national convention may be introduced at the annual meeting without prior written notice.

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As adopted by the LWVBF membership at its annual meeting May 1992, 2001, 2007, and 2011, amended by Board 9/20/18. Ratified by membership in May 2019. Adopted May 2020.