

(06/21)

BY LAWS LEAGUE OF WOMEN VOTERS OF SCHENECTADY COUNTY

Adopted May 23, 1979. Amended May, 1985, 1986, 1987; June, 2007, 2008, 2009, 2010, 2011, 2013, 2018, and 2021

ARTICLE I – NAME

The name of this organization shall be the League of Women Voters of Schenectady County, herein after referred to in these bylaws as LWVSC. This local League is an integral part of the League of Women Voters of the United States (LWVUS) and the League of Women Voters of New York State (LWVNYS).

ARTICLE II – PURPOSES AND POLICIES

Section 1. **PURPOSES.** The purposes of the LWV of Schenectady County are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. **POLICIES.** The policies of the LWVSC are

1. **Political Policy.** The League shall not support or oppose any political party or candidate.
2. **Diversity, Equity, & Inclusion Policy.** The League is fully committed to ensure compliance – in principle and in practice – with LWV’s Diversity, Equity and Inclusion Policy.

ARTICLE III – MEMBERSHIP

Section 1. **ELIGIBILITY.** Any person who subscribes to the purposes and policy of the LWVSC shall be eligible for membership.

Section 2. **TYPES OF MEMBERSHIP.**

A) **Voting Members.** Persons of at least 16 years of age who join the League shall be voting members of the local League, the LWVNYS, and 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 payment of dues; (4) those who are students are defined as individuals enrolled either as full or part time with an accredited institution.

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

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ARTICLE IV – BOARD OF DIRECTORS

Section 1. **NUMBER, MANNER OF SELECTION, AND TERMS OF OFFICE.**

The Board of Directors shall consist of one of the following: a) officers and directors; or b) a steering

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committee with chairpersons and directors. In the a) configuration, the Board of Directors shall consist of no more than six officers of the League and no more than eight elected directors and no more than nine appointed directors. Four of the elected directors shall be elected by the 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 as they deem necessary to carry on the work of the League. The office of the appointed directors shall be one year and shall expire at the conclusion of the next annual meeting.

In the b) configuration, the steering committee shall consist of no more than four directors elected for two year terms by the membership at the annual meeting. Half of the steering committee will be elected in even years and half in odd years. The steering committee shall determine the division of tasks and the leadership roles its members handle. A chairperson of the steering committee will be designated at all times. The Board of Directors shall consist of no more than six officers of the League and no more than eight elected directors and no more than nine appointed directors. The requirements for elected and appointed directors are the same as in the a) configuration.

Section 2. **QUALIFICATIONS.** No persons shall be elected or appointed or shall continue to serve as officer or directors of this organization unless they are a voting member of the LWV of Schenectady County.

Section 3. **VACANCIES.** Any vacancy occurring in the Board of Directors by reason of resignation, death, or disqualification of an elected member may be filled, until the next Annual Meeting by the majority vote of the remaining members of the Board of Directors. Three consecutive absences from a board meeting without a 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 its business, subject to the membership's instructions. It shall plan and direct the work necessary to carry out the program as adopted by the National League Convention, the State League Convention and the LWV of Schenectady County Annual Meeting. The Board shall create and designate such special committees as it may deem necessary.

Section 5. **MEETINGS.** There shall be a minimum of nine regular meetings of the Board of Directors annually. The President or the Steering Committee Chairperson may call special meetings of the board and shall call a special meeting upon the written request of five members of the board.

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

ARTICLE V – OFFICERS

Section 1. **ENUMERATION AND ELECTION OF OFFICERS.** The officers of the LWV of Schenectady County shall be a President, Vice presidents (up to three), a Secretary and a Treasurer or a Steering Committee, a Secretary, and a Treasurer. Each will be elected by the membership, at the annual meeting, for terms of two years. They will take office immediately. Elections will be held so that half will be in even years and half in odd years.

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Section 2. **THE PRESIDENT.** The President shall preside at all meetings of the organization and of the Board of Directors. In the absence or disability of the Treasurer, the President may sign or endorse checks, drafts, or notes. The President shall be, ex-officio, a member of all committees except the Nominating Committee, 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.

THE STEERING COMMITTEE CHAIRPERSON. The Steering Committee Chairperson who assumes a leadership role will have all of the duties described for the President in Section 2 if the board chooses a steering committee approach.

Section 3. **The VICE PRESIDENT(S).** The Vice-President (or vice presidents in order of their rank) shall, in the absence, disability of, or death of the President possess all the powers to perform all the duties of the office of President until such time as the Board of Directors shall elect one of its members to fill the vacancy. The Vice President shall perform such duties as designated.

STEERING COMMITTEE CHAIRPERSON SUCCESSION. If the Steering Committee Chairperson who is functioning in a “lead” role is absent because of disability or death, the Steering Committee will designate that person’s replacement to carry out all of the predecessor’s duties.

Section 4. **THE SECRETARY** The Secretary shall keep minutes of all meetings of the League and of all meetings of the Board of Directors and shall notify all officers and directors of their election. The Secretary shall sign, with the President/Steering Committee Chairperson, all contracts and other instruments when so authorized by the Board, and shall perform such other functions as necessary.

Section 5. **THE TREASURER** The Treasurer shall collect and receive all monies due; shall be the custodian of these monies; shall deposit them in a bank designated by the Board of Directors; and shall disburse them only upon order of the Board. The treasurer shall present periodic statements to the Board at their regular meetings and an annual report to the Annual Meeting. The Treasurer shall annually present the accounting records for audit.

ARTICLE VI – FINANCIAL ADMINISTRATION

Section. 1 **FISCAL YEAR.** The fiscal year of the LWV of Schenectady County shall be from July 1 to June 30 of each year.

Section 2. **DUES.** Membership dues shall be payable on the first day of the fiscal year in an amount to be determined at an Annual Meeting following 30-day written notification to the membership.

Section 3. **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 4. **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 proposed budget shall be sent to all members one month before the annual Meeting. The Treasurer shall not be eligible to serve as chairperson of the Budget Committee. A budget chairperson will be appointed following the annual meeting and the Treasurer will be part of the Budget Committee.

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Section 5. AUDIT COMMITTEE. An Audit Committee shall be appointed by the Board of directors to audit or obtain an audit of the League's accounting records. The Audit Committee shall present the result of the audit to the board by the end of every calendar year.

ARTICLE VII – MEETINGS

Section 1. MEETINGS OF THE MEMBERS. Meetings open to all members shall be held at least three times a year. Time and place shall be determined by the Board.

Section 2. ANNUAL MEETING. An Annual Meeting shall be held no later than June 30, the exact date to be determined by the Board. At the Annual Meeting members shall: a) adopt a local program for the ensuing year; b) elect officers and directors, and members of the Nominating Committee; c) adopt an adequate budget; and d) transact such other business as may properly come before them.

Section 3. QUORUM. Ten per cent (10%) of the voting members shall constitute a quorum at Annual or Consensus Meetings of the LWV of Schenectady County.

ARTICLE VIII – NOMINATIONS AND ELECTIONS

Section 1. NOMINATING COMMITTEE. The Nominating Committee shall consist of up to five members, two of whom shall be members of the Board of Directors. The Chair and two members who shall not be officers of the Board, shall be elected at the annual meeting. Nominations for the Nominating Committee shall be made by the current Nominating Committee. The other members shall be appointed by the Board of Directors following the annual meeting. Suggestions for officer and director nominees may be sent to the Nominating Committee by any voting member. Any vacancy on the Nominating Committee shall be filled by the Board of Directors.

Section 2. REPORT OF NOMINATING COMMITTEE AND NOMINATIONS FROM THE FLOOR. The report of the Nominating Committee of its nominations for officers, directors, and members of the succeeding Nominating Committee shall be sent 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 consent of the nominee shall have been obtained.

Section 3. ELECTIONS. The elections shall be by ballot except when there is only one nominee for each office; then the Secretary may be instructed to cast the ballot for every nominee. A majority vote of those qualified to vote and voting shall constitute election. Absentee or proxy voting shall not be permitted.

ARTICLE IX – PROGRAM

Section 1. AUTHORIZATION. The governmental principles adopted by the National Convention and by the League as a whole, constitute the authorization for the adoption of program.

Section 2. PROGRAM. The program of the League of Women Voters of Schenectady County shall such governmental or civic issues as the membership shall choose for study and action.

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Section 3. ADOPTION. Members attending the Annual Meeting shall act upon the program using the procedures;

a) The Board of Directors shall consider the recommendations sent in by the voting members a minimum of two months prior to the Annual Meeting and shall formulate a proposed program.

b) The proposed program and any recommendations submitted by voting members but not recommended by the Board of directors shall be sent to all member one month before the annual Meeting.

c) A majority vote of voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the proposed program as presented to the Annual Meeting by the Board of Directors.

d) Recommendations for program submitted by voting members two months prior to the 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.

e) Changes in the Program in the case of altered conditions may be made provided;

1) information concerning the proposed changes has been sent to all members at least two weeks prior to a meeting of members at which the change is to be discussed and;

2) final action by the membership is taken at a succeeding meeting.

Section 4. MEMBER ACTION. Members may act in the name of the League of Women Voters only when authorized to do so by the proper Board of Directors. Prior to making a statement representing the League of Women Voters of Schenectady County and prior to agreeing to co-sponsor a program with another organization, a committee chair must first obtain approval of the committee members, assure that the statement or co-sponsoring organization is not in conflict with State or National League positions and then obtain approval of the Board.

Section 5. If there is an urgent issue requiring immediate action of the Board (in between regularly scheduled board meetings), a majority of the board members could approve an action by e-mail, which would require ratification by a vote at the next official Board meeting, or it could be approved by phone. Advance approval for decision-making could be given to a committee by the Board during a regularly scheduled meeting.

ARTICLE X – NATIONAL CONVENTION, STATE CONVENTION AND COUNCILS

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 based on the LWV of Schenectady County allocation under provisions of the by-laws of the LWVUS.

Section 2. STATE CONVENTION. The Board of Directors, at a meeting before the date on which the names of the delegates must be sent to the state office, shall select delegates based on the LWV of Schenectady County allocation under the provisions of the by-laws of LWVNYS.

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 based on the

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delegate allocation for the LWV of Schenectady County under the provisions of the by-laws of the LWVNYS.

ARTICLE XI – PARLIAMENTARY AUTHORITY

Section 1. PARLIAMENTARY AUTHORITY. The rules contained in “Roberts Rules of Order Revised” shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

ARTICLE XII – AMENDMENTS

Section 1. AMENDMENTS These By-Laws may be amended by a two-thirds vote of the voting members present and voting at an Annual Meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.