

BYLAWS OF THE LEAGUE OF WOMEN VOTERS OF MISSOULA, INC.

As amended May 26, 2020

ARTICLE 1 NAME

Section 1.01: Name

The name of this corporation shall be THE LEAGUE OF WOMEN VOTERS OF MISSOULA, INC.

Section 1.02: Affiliation

The League of Women Voter of Missoula, Inc. (League) is an integral part of the League of Women Voters of the United States (LWVUS) and the League of Women Voters of Montana (LWVMT).

ARTICLE 2 PURPOSE AND POLICY

Section 2:01: Purpose

The purposes of the LWVUS, a non-partisan political organization, are to promote political responsibility through informed and active participation in government, work to increase understanding of major public policy issues, and influence public policy through education and advocacy.

Section 2.02: Activities

The activities of the League shall be:

- (a) Promoting political responsibility through informed and active participation of citizens in government, as an integral part of, and instituted under the authority of the LWVUS (a nonprofit corporation organized and existing under the laws of the District of Columbia and maintaining its principal office in the City of Washington, DC) ;and
- (b) Taking action on local, state, and national governmental measures and polices in the public interest in conformity with the principles of the LWVUS and of the LWVMT. The LWV Missoula shall not participate or intervene directly in political campaigns on behalf of or in opposition to any candidate for public office or any political party.

ARTICLE 3

MEMBERSHIP

Section 3.01: How Composed

The Membership of the League shall be composed of members who have paid their dues for the current year. Any person who subscribes to the purposes of the League shall be eligible for membership.

Section 3.02: Types of Membership

There shall be two types of members.

1.) 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; (a) individuals who live within an area of a local League may join that League or any other local League; (b) those who reside outside the area of any local League may join a local League or shall be state members-at-large (MAL); (c) those who have been members of the League for 50 years or more shall be honorary life members excused from the payment of dues

2.) Associate members shall be all other members.

ARTICLE 4

BOARD OF DIRECTORS

Section 4.01: Number of Directors

The Board of Directors shall consist of the officers of the League, at least two (2) directors (or 10% of the general membership, whichever is greater), elected by the members, and up to six (6) directors appointed by the Board of Directors. Non-voting associate directors may be appointed by the other directors for specific purposes.

Section 4.02: Election and Term of Elected Directors

Elected non-officer directors shall be elected by the members at the annual meeting. Each shall serve a term of two (2) years or until her successor has been elected and qualified, three (3) directors being elected each year. The Director's term of office shall begin at the conclusion of installation of officers in the year elected and end when her successor has been elected and qualifies.

Section 4.03: Selection and Term of Appointed Directors

The officers and elected directors shall appoint such additional directors, not to exceed six (6), as they deem necessary to carry on the work of the League. Appointed directors shall serve a term of one (1) year beginning on the date of appointment and ending at the conclusion of the next installation of officers.

Section 4.04: Qualification for Directors

No person shall be elected or appointed, or shall continue to serve, as an officer or other member of the Board of Directors unless that person is a voting member of the League.

Section 4.05: Meetings

There shall be at least three (3) 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 two (2) directors or of one-fifth (1/5) of the general membership.

MISSOULA LEAGUE OF WOMEN VOTERS BYLAWS

Members of the Board shall be notified of special meetings by phone, fax, email, or letter sent at least three days prior to such meetings. Between meetings the president may electronically ask the board for unanimous consent on business items or actions. The results of these requests will be added to the minutes of the next board meeting.

Section 4.06: Vacancies

Any vacancy occurring on the Board of Directors, by reason of resignation, removal, death, or disqualification, may be filled by a majority vote of the remaining Directors. A person appointed to such vacancy serves until the next annual meeting, at which time the members shall elect a successor. Three consecutive absences of a director from Board of Directors' meeting without a valid reason, shall be deemed a resignation.

Section 4.07: Powers and Duties

The Board of Directors shall have the full responsibility for the property and business of the League with full authority to manage and conduct same, subject to the instruction of the general membership. The Board of Directors shall plan and direct the work necessary to carry out the program as adopted by the convention of the LWVUS, by convention of the LWVMT, and by the members at the annual meeting of the League. The Board shall create and designate such special committees as it may deem necessary.

Section 4.08: Quorum

A majority of the members of the Board of Directors shall constitute a quorum. Any one or more members of the Board may participate in a meeting by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting

Section 4.09: Delegation of Authority

Members may act in the name of the League only when authorized to do so by the Board of Directors.

ARTICLE 5 OFFICERS

Section 5.01: Number

The officers of the League shall be a President, Secretary and Treasurer or combined Secretary/Treasurer. Officers of the League constitute the Executive Committee. The officers of the League shall be a President and a Secretary-Treasurer.

Section 5.02: Term of Office

Each officer shall serve a term of two (2) years, beginning at the conclusion of the installation of officers and ending when her successor is qualified.

Section 5.03 Election

Officers shall be elected by the members at the annual meeting.

Section 5.04: Removal

Whenever the best interest of the League will be served, an officer may be removed by the members. Removal shall be by a two-thirds (2/3) vote of the voting members present and voting at a membership meeting, provided the removal question is submitted to the membership in writing at least two (2) weeks in advance of the meeting.

Section 5.05: Installation

Installation of officers shall occur before June 1st of the same year.

Section 5.06: President

The President shall preside at all meetings of the League and the Board of Directors. The President may, in the absence or disability of the Treasurer, sign or endorse checks, draft, and notes. The President shall be an ex-officio member of all committees, except the nominating committee. The President 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 assigned by the Board of Directors.

Section 5.07: Secretary -Treasurer

The Secretary shall keep minutes of all the meetings of the League and of all meetings of the Board of Directors. The Secretary-Treasurer 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. She shall collect and receive all money due. She shall be the custodian of the money, shall deposit it in a bank designated by the Board of Directors, shall disburse the same only upon order of the Board, and shall present financial statements to the Board at their regular meetings and an annual report at the annual meeting.

Section 5.08: Co-Office Holders

The title and duties of any office may be shared by co-officer holders duly elected by the general membership at the annual meeting or appointed by the Board of Directors.

ARTICLE 6
FINANCIAL ADMINISTRATION

Section 6.01: Fiscal Year

The fiscal year of the League shall be April 1 through March 31.

Section 6.02 Dues

Membership dues shall be voted upon by the members at the annual meeting. Payment of dues is expected at the beginning of the fiscal year (April 1). Members whose dues are not paid by December 15, shall be dropped from the membership rolls. New members or those who rejoin after that date shall be reinstated immediately to the local, state and national rolls. The chair of the membership committee and one member of the Board of Directors may in special cases waive part or all of the dues. Individuals for whom any waiver of dues is made shall be included on all national, state and local membership lists in the normal manner.

Section 6.03: Budget

A budget for the ensuing year shall be submitted by the Board of Directors at the annual meeting for adoption by the members. The budget shall include support for the work of the League as a whole and shall set the amount of dues for the year.

Section 6.04: Budget Committee

A budget committee shall be appointed by the Board of Directors at least six (6) weeks prior to the annual meeting. The budget committee shall prepare a budget for the ensuing year. The proposed budget shall be sent to all members at least two (2) weeks before the annual meeting.

MISSOULA LEAGUE OF WOMEN VOTERS BYLAWS

The Treasurer shall not be eligible to serve as a chairman of the budget committee.

Section 6.05: Disposition of Funds on Dissolution of the Missoula League

If recognition is withdrawn, all funds and property held by the Missoula League or by other organizations on behalf of the Missoula League shall be credited to the League of Women Voters of Montana.

ARTICLE 7 MEETINGS

Section 7.01: Annual Meetings

An annual meeting shall be held before April 15 of each year, the exact date to be determined by the Board of Directors. At the annual meeting the members shall:

- (a) adopt a local program of the ensuing year;
- (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 7.02: Quorum

Twenty per cent (20%) of the membership at the time of the Annual Meeting shall constitute a quorum at all meetings of the League. Any one or more members may participate in a meeting by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 7.03: Special Membership Meetings

A special membership meeting shall be called by the board at the request of twenty per cent (20%) of the membership.

ARTICLE 8 NOMINATIONS AND ELECTIONS

Section 8.01: Nominating Committee

The nominating committee shall consist of three (3) members. The nominating committee shall submit to the members a slate of candidates for officers and directors to be elected at the annual meeting. The chair and two members shall be appointed by the Board of Directors. Suggestions for nominations for officers and directors may be sent to the nominating committee by any voting member.

Section 8.02: Nominating Committee Report

The report of the nominating committee shall be sent to all members at least two (2) weeks before the date of the annual meeting. The report shall be presented at 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 has been secured.

Section 8.03: Elections

The election shall be by acclamation or ballot. The majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted for elections.

ARTICLE 9

PROGRAM

Section 9.01: Authorization

The governmental principles adopted by the LWVUS National Convention, and supported by the League as a whole, constitute the authorization for adoption of program. Determining member agreement/consensus of members and formulating a position are the responsibility of the local board. This statement of position then becomes part of the local League's program, and the board can begin taking action on it immediately. Like all statements of position, it must be readopted by League members at the annual meeting in order to remain on the program.

Section 9.02: Program

The program shall consist of:

- (a) Action to protect the right to vote of every citizen, and
- (b) Study and action on those governmental issues chosen by the members at the annual meeting.

Section 9.03: Procedures

At the annual meeting the members shall act upon the program using the following procedures:

- (a) The Board of Directors shall consider the recommendations sent in by the voting members at least four (4) weeks prior to the annual meeting and shall formulate a proposed program to be recommended to the members.
- (b) The proposed program shall be sent to all members at least two (2) weeks before the annual meeting.
- (c) A majority vote of voting members present and voting at the annual meeting shall be required for adoption of the proposed program as recommended by the Board of Directors.
- (d) Recommendations for program submitted by voting members at least four (4) weeks prior to the annual meeting, but not recommended by the Board, may be considered at the annual meeting provided that the members at the annual meeting shall order consideration by a majority vote. Such program proposal may be adopted at the annual meeting by a two-thirds (2/3) vote of the voting members present and voting.

Section 9.04: Changes

Changes in the program adopted at the annual meeting may be made in the case of altered conditions provided that: (a) information concerning the proposed change has been sent to all members at least two (2) weeks prior to the general membership meeting at which the change is to be discussed, and (b) the members at the meeting adopt the proposed change by a two-thirds vote of the voting members present and voting.

ARTICLE 10

NATIONAL CONVENTION & STATE CONVENTION

Section 10.01: 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 the national convention of the LWVUS in the number allotted under the provisions of the Bylaws of the LWVUS.

Section 10.02: 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 the state convention of the LWVMT in the number allotted under the provisions of the Bylaws of the LWVMT.

**ARTICLE 11
PARLIAMENTARY AUTHORITY**

Section 11.01: Parliamentary Authority

The rules contained in Robert 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 Bylaws.

**ARTICLE 12
AMENDMENTS**

Section 12.01: 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 two (2) weeks in advance of the meeting.

Adopted April 13, 1988.

Amended:

April 5, 1990

April 26, 1994

April 17, 1995

April 12, 1997

April 17, 1999

April 12, 2004

April 16, 2007

April 9, 2011

April 25, 2015

April 14, 2018

May 26, 2020