

LWVSC ACTION BYLAWS

Approved January 7, 2023

ARTICLE I - NAME

Sec. 1. Name. The name of this organization shall be LWVSC Action, an unincorporated association associated with the League of Women Voters of South Carolina, hereafter referred to as LWVSC.

ARTICLE II - PURPOSES AND POLICY

Sec. 1. Purposes. The purposes of the LWVSC Action are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. This association is organized and operated exclusively for public benefit purposes under Section 501(c)(4) 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 an organization exempt from Federal Income Tax under such provisions of the Internal Revenue Code.

Sec. 2. Political Policy. LWVSC Action shall not support or oppose any political party or any candidate.

Sec.3. Mission. LWVSC Action, a nonpartisan political organization, encourages informed and active participation in government and advocates for legislation and other activities related to democratic, accountable, and transparent government that are consistent with the League of Women Voters of the US (LWVUS) and LWVSC policy positions.

ARTICLE III- BOARD OF DIRECTORS

Sec. 1. General Powers. The business and affairs of LWVSC Action shall be managed, and all powers shall be exercised, by and under the direction of the Board of the Directors, hereafter referred to as the Board.

Sec. 2. Number of Directors. The Directors of LWVSC Action shall consist of the officers and directors of LWVSC.

Sec. 3. Term of Office. Each Director shall hold office for a term corresponding in dates to their term as officer of LWVSC. Each director shall continue to serve with full authority until his or her successor is duly elected. A Director may resign at any time by giving written notice to the President or Co-President or to the Secretary of LWVSC. A resignation need not be accepted in order to be effective.

Sec. 4. Vacancies. Upon the death, resignation, removal, or inability to serve of a Director, a successor Director shall be selected promptly in accordance with the procedures set forth in the Bylaws of LWVSC for filling of a vacancy in an office and/or directorship of LWVSC, to serve for the unexpired term of the predecessor Director. In the event of failure of LWVSC to elect a successor officer within ninety (90) days after such vacancy occurs, the remaining officers of LWVSC Action shall select a successor officer to serve until a successor is duly elected by the appropriate body of LWVSC.

Sec. 5. Regular Meetings. There shall be at least one (1) regular meeting of the Board of Directors

annually. The President shall call each regular meeting and notify each director of each regular meeting by first class mail, fax, email, or telephone at least two weeks before any such meeting, giving the time and place of the meeting.

Sec. 6. Special Meetings. The president may call special meetings and, upon the written request of one-third of the members of the board, shall call a special meeting. Notice of all regular meetings shall be given by first class mail, fax, email, or telephone at least two weeks before the meeting, and notice of all special meetings shall be so given at least six days before the meeting.

Sec. 7. Quorum and Voting. A majority of Directors constitutes a quorum of the Board of Directors for the transaction of business. Each Director shall have one vote.

Sec. 8. Action Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing, including electronic consent, to such action. Action by written consent shall have the same force and effect as a unanimous vote of the Board. In addition, members of the Board of Directors may participate in any regular or special meeting through use of conference telephone or similar communications equipment so long as all Directors participating in such meeting can hear one another. Participation in a meeting by this method constitutes presence in person at such meeting.

Sec. 9. Compensation Directors shall not receive any compensation for their services, but may receive such reimbursement for expenses as may be fixed or determined by the Board to be just and reasonable.

ARTICLE IV - OFFICERS

Sec. 1. Number. The officers of LWVSC Action shall be the president (or co-presidents), a secretary, and a treasurer.

Sec. 2. Election and Term of Office. Each Officer of LWVSC Action shall be the individual serving in the same office of LWVSC, and their term shall exactly correspond to their term of office at LWVSC.

Sec. 3. The President. The president or co-president shall preside at all meetings of the 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. If a co-president resigns before the term is up, the remaining co-president 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 of LWVSC can be elected to fill the vacated position.

Sec. 4. The Secretary. The secretary shall keep or cause to be kept minutes of meetings of the board. The secretary 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 a biennial review in odd-numbered years 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 XII - FINANCIAL ADMINISTRATION

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

Sec. 2. Budget. The budget shall be prepared by a committee made up of three board members, including the treasurer. The budget shall be prepared at the same time as the budget of LWVSC and will be adopted by a majority vote of the board.

Sec. 3. Distribution of Funds on Dissolution.

In the event of the dissolution of this organization 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 organization 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 organization and its affairs, to the League of Women Voters of South Carolina or—if it is no longer in existence—the League of Women Voters of the United States.

ARTICLE XIII - PARLIAMENTARY AUTHORITY

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.

ARTICLE XIV - AMENDMENTS

Sec. 1. Amendments. These bylaws may be amended by a two-thirds vote of the board with 30 days written notice.