

BYLAWS

Adopted May 18, 1996; Amended May 14, 2011; May 17, 2014; June 2016 LWWUS Convention; Amended June 1, 2019; June 2020 LWWUS Convention; Amended June 2022; Amended May 2025

ARTICLE I: NAME

The name of this organization shall be League of Women Voters of Arlington and Alexandria City, Virginia, Inc., hereinafter referred to in these bylaws as the LWVAAC. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWWUS, and of the League of Women Voters of Virginia, hereinafter referred to in these bylaws as LWWVA.

ARTICLE II: PURPOSE AND POLICY

Sec. 1. Purposes. The purposes of the League of Women Voters of Arlington/Alexandria City (LWVAAC) are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. The LWVAAC is organized and operated exclusively for charitable and educational 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, LWVAAC 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 LWVAAC shall be attempting to influence legislation.

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

Sec. 3. Diversity, Equity and Inclusion Policy. The LWVAAC is fully committed to ensure compliance – in principle and in practice – with LWWUS’ Diversity, Equity, and Inclusion Policy.

ARTICLE III. MEMBERSHIP

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

Sec. 2. Types of Membership.

1. **Voting Members.** Persons at least 16 years of age who join the LWVAAC shall be voting members of the local and state Leagues of their place of joining and the LWVUS; those who have been members of the League for 50 years or more shall be honorary life members excused from the payment of dues; those who are students are defined as individuals enrolled as full or part time with an accredited institution.
2. **Associate Members.** All others who join the League shall be associate members.

ARTICLE IV. OFFICERS

Sec. 1. Election, Qualifications, and Term. The officers of the LWVAAC shall include a president or co-presidents, a secretary, a treasurer, and, if elected, a vice president. A vice president is not required if co-presidents are serving. The officers shall be elected by the annual meeting ideally for staggered two-year terms or until their successors have been qualified and elected. They shall take office on July 1. All officers shall be voting members of the LWVAAC.

If no vice president is elected, or if additional vice presidents are needed to fulfill legal or organizational requirements, the board may appoint a vice president from among the elected or appointed directors.

Sec. 2. The President. The president or one of the co-presidents shall preside at all meetings of the organization and the board of directors, hereinafter referred to as the board; may, in the absence or disability of the treasurer, sign or endorse checks, drafts and notes; shall be, ex officio, a member of all committees except the nominating committee; shall sign all contracts and other instruments, except as otherwise provided herein; 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 designated by the board.

Sec. 3. The Vice President(s). In the event of the absence, disability, resignation, or death of the president or both co-presidents, the vice president(s), if any, shall assume the powers and duties of that office. If no vice president is available to serve, the board shall fill the vacancy until the next annual meeting from among the elected directors. The vice president(s) shall perform duties as designated by the president, co-presidents, or board.

Sec. 4. The Secretary. The secretary shall keep minutes of all meetings, including electronic ones, of the LWVAAC at which business is discussed and of all meetings of the board and present them to the board for approval at its next meeting; shall notify officers and directors of their election; shall sign, with the president or co-presidents, all contracts and other instruments when so authorized by the board and shall perform such other functions as may be incident to the office.

Sec 5. The Treasurer. The treasurer shall collect and receive all moneys due; shall be the custodian of these moneys; shall deposit them in financial institutions designated by the board

and shall disburse the same only upon order of the board; and shall present statements to the board at its regular meetings and an annual report to the annual meeting.

ARTICLE V. BOARD OF DIRECTORS

Sec. 1. Selection, Qualifications, and Term.

The board shall consist of 8 elected positions: the officers (president or co-presidents, secretary, treasurer, and, if elected, a vice president) and four directors elected by the annual meeting. Additionally, up to 6 directors may be appointed by the elected members of the board. All directors shall be voting members of the LWVAAC. Two directors shall be elected at each annual meeting for terms of two years. They shall take office on July 1 and serve until their successors have been qualified and elected or appointed. Appointed directors shall serve for one-year terms ending on June 30.

Vacancies other than the presidency or co-presidency may be filled until the next annual meeting by vote of the remaining members of the board. With an affirmative vote at the next annual meeting, the new officer or director shall serve out the remaining term.

Sec. 2. Powers. The board shall have full charge of the property and business of the organization, with full power and authority to manage and conduct the same, subject to the instructions of the general membership. It shall plan and direct the work necessary to carry out the program as adopted by the conventions of the LWVUS, LWVVA, and the LWVAAC annual meetings. The board shall create and designate such special committees as it may deem necessary.

Sec. 3. Meetings. At least seven regular meetings of the board shall be held annually. The president or co-presidents may call special meetings and shall call a special meeting upon the written request of three members of the board. Meetings may be conducted by electronic means, such as telephone conference call or video conferencing. Email may also be used periodically for official board business. Three consecutive absences from a board meeting by any member without a valid reason shall be deemed a resignation. Board meetings shall be open to any LWVAAC voting member provided arrangements are made in advance. Additionally, upon invitation, nonmembers may also be invited to attend LWVAAC board meetings.

Sec. 4. Quorum. A majority of the members of the board shall constitute a quorum. Any one or more members of the board may participate in a meeting by electronic means. Participation by such means shall constitute presence in person at a meeting.

Sec. 5. Executive Committee. The officers shall constitute an executive committee. The committee may exercise the powers of the board in an emergency situation, or when charged by the board, provided that a report of all actions taken be made to the board at its next regular meeting.

ARTICLE VI. MEETINGS

Sec. 1. Membership Meetings. The board may call general meetings of the membership and shall call a special meeting upon the written request of 20 percent of the voting members, provided that written notice is sent to all members at least 14 days in advance of such meetings.

Sec. 2. Annual Meeting. An annual meeting shall be held in the Spring, prior to June 30, the exact date to be determined by the board and written notice sent to the members at least one month before the annual meeting. The annual meeting shall adopt a local program for the ensuing year; elect officers and directors, the chair and one member of the nominating committee; adopt a budget; and transact such other business as may properly come before it. Absentee or proxy voting shall not be permitted.

The meeting may be conducted via electronic means as directed by the Board of Directors.

Sec. 3. Quorum. Ten percent of the voting members shall constitute a quorum at all business meeting of the LWVAAC.

ARTICLE VII. NOMINATIONS AND ELECTIONS

Sec. 1. Nominating Committee. The nominating committee shall consist of three members. The chair and one member, who shall not be members of the board, shall be elected by the annual meeting, for a term of one year.

Promptly after taking office, the board shall appoint one of its members to the committee.

Vacancies on the committee shall be filled by appointment by the board. Suggestions for nominations for officers, directors, the chair, and members of the nominating committee shall be solicited from all voting members.

Sec. 2. Report of the Nominating Committee. The report of the nominating committee, containing its nominations for officers and directors and the chair and **one** member of the next nominating committee, shall be sent to the members one month before the annual meeting. The report of the nominating committee shall be presented to the annual meeting. Nominations may be made from the floor immediately thereafter provided the written consent of the nominee has been obtained.

3. Election. Election shall be by ballot except that if there is only one nominee for an office it shall be by voice vote. A majority vote shall constitute an election.

ARTICLE VIII. 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 the adoption of program.

Sec. 2. Program. The program of the LWVAAC shall consist of a) action to implement the principles and b) those governmental issues chosen for concerted study and action.

Sec. 3. Program Selection. The annual meeting shall act upon the program using the following procedures:

- a. Voting members may make recommendation to the board at least three months before the annual meeting.
- b. The board shall consider these recommendations and formulate a proposed program which shall be sent to the members at least one month before the annual meeting.
- c. The annual meeting shall adopt a program by majority vote. Program recommendations submitted to the board at least three months before the annual meeting but not proposed by the board may be considered and adopted by the annual meeting provided that the annual meeting shall order consideration by a majority vote and adopt the item by a three-fifths vote.

Sec. 4. Changes in Program. Changes in the program, in the case of altered conditions, may be made by a three-fifths vote at a general meeting, provided that information concerning the proposed change has been sent to all members at least two weeks before the meeting at which the change is to be voted upon.

Sec. 5. Program Action. Members may act in the name of the League of Women Voters only when authorized to do so by the appropriate board.

ARTICLE IX. CONVENTIONS AND COUNCILS

Sec. 1. National Convention. The annual meeting shall select delegates to national convention in the number allotted the LWVAAC under the provisions of the LWVUS Bylaws. If the date by which the names of delegates must be sent to the national office precedes the annual meeting, the board shall select the delegates.

Sec. 2. State Convention and Council. The annual meeting shall select delegates to state convention or council in the number allotted the LWVAAC under the provisions of the LWVVA Bylaws. If the date by which the names of delegates must be sent to the state office precedes the annual meeting, the board shall select the delegates.

ARTICLE X. FINANCIAL ADMINISTRATION

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

Sec. 2. Dues. All members shall pay membership dues except those exempted from paying dues in Article III. LWVAAC will receive a share of dues collected by LWVUS as prescribed and approved by LWVUS at its annual meeting. Net revenue collected through membership dues will be shared by LWVUS, LWV-VA and LWVAAC.

Sec 3. Budget. The budget shall be prepared by a budget committee which shall be appointed for that purpose at least three months before the annual meeting. The treasurer shall be, ex officio, a member of the budget committee but shall not be eligible to serve as chair. The proposed budget for the next fiscal year shall be sent to members one month before the annual meeting.

Sec. 4. Annual Review of the Books. The board shall arrange for a review of the books at the end of each fiscal year and when a new treasurer takes office and shall arrange for a report to be presented to the board.

Sec. 5. Distribution of Funds on Dissolution. In the event of the merger or dissolution of LWVAAC for any reason, all moneys and securities which may at that time be owned by or under the control of LWVAAC shall be transferred to the League of Women Voters of Virginia after any obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed that may at the time be owned by or under the control of the LWVAAC shall be contributed to such person, organization, or corporation for such public, charitable or educational uses and purposes as may be designated by the LWVAAC board of directors.

ARTICLE XI. PARLIAMENTARY AUTHORITY

Sec. 1. Parliamentary Authority. The rules contained in the current edition of 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 bylaws.

ARTICLE XII. AMENDMENTS

Sec. 1. Amending Bylaws. These bylaws may be amended at any annual meeting by a two-thirds vote, provided that the proposed amendment was submitted to the membership in writing at least one month before the meeting