

BYLAWS
League of Women Voters of
Berrien and Cass Counties

Article I: Name of Organization

Section 1. Official Designation. The name of this organization shall be the League of Women Voters of Berrien and Cass Counties (LWVBCC). LWVBCC is an integral part of the League of Women Voters of Michigan (LWVMI) and the League of Women Voters of the United States (LWVUS). LWVBCC, LWVMI, and LWVUS may be referred to collectively as the LEAGUE.

Article II: Purpose and Policy

Section 1. Purpose. The purpose of LWVBCC is to encourage informed and active participation in government, to promote political responsibility through informed and active participation in government, to increase understanding of major public policy issues, and to influence public policy through education and advocacy.

Section 2. Nonpartisanship Policy. LWVBCC shall not support or oppose any political party or any candidate.

Article III: Membership

Section 1. Eligibility. Any person who is at least sixteen years of age and subscribes to the Purpose, Bylaws, and Rules of LWVBCC is eligible for membership in LWVBCC.

Section 2. Becoming a Member. A person becomes a member of LWVBCC by paying dues and having his or her name and contact information entered in the books of the organization. Membership in LWVBCC includes membership in LWVMI and LWVUS, and a person who has been a member of LWVUS for fifty years or more shall be a life member excused from the payment of dues.

Section 3. Continuing Membership. A person continues his or her membership by paying dues in subsequent years.

Section 4. Member Authorization. Members may act in the name of LWVBCC only when authorized to do so by a vote of the Board of Directors.

Section 5. Member Sanction. Any member violating these Bylaws or exhibiting unethical conduct shall be subject to sanction. Actions deserving of sanctions shall include but not be limited to the following: partisanship when representing or speaking on behalf of the LEAGUE, misappropriation of funds, use of his or her position with LWVBCC to promote his or her own issues or political ambitions, and representing LWVBCC or the LEAGUE without authorization.

Article IV: Board of Directors

Section 1. Number, Manner of Selection, and Term of Office. The Board of Directors may have as many members as deemed necessary to carry on the work of the League, but no fewer than nine. Directors shall be elected by and from among the membership at the Annual Meeting to two-year terms with terms staggered as evenly as possible.

Section 2. Limit on Terms. Except as provided in the next sentence of this Section 2, no Director shall serve or be elected to more than four consecutive two-year terms. A Director may serve more than four consecutive two-year terms, however, upon both (a) the unanimous recommendation of the Board and (b) approval of that recommendation by the LWVBCC membership at a duly convened meeting

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of resignation or death may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board.

Section 4. Resignation by absence. If a Director has three consecutive unexcused absences from meetings, he or she shall be deemed to have resigned. Upon motion approved by a majority of the Board, the President or (in his or her absence) the Secretary shall promptly notify that person in writing that she or he is deemed to have resigned and no longer is a member of the Board.

Section 5. Powers and Duties. The Board of Directors shall have charge of the property and business of the Organization, with full power and authority to manage and conduct the business, subject to the instruction of the general membership. It shall plan and direct the work necessary to carry out the programs as adopted at the League of Women Voters' National Convention, the State Convention, and the Berrien and Cass Counties Annual Meeting.

Section 6. Meetings. There shall be at least six meetings of the Board of Directors annually. The Board President shall call special meetings upon the written request of five members (a) of the Board or (b) of the membership at large.

Section 7. Electronic Participation in Meetings. A member of the Board or of a committee designated by the Board may participate in a meeting by means of conference telephone or other means of remote communication if all individuals who are participating in the meeting can communicate with the other participants. Participation in a meeting under this section constitutes attendance in person at the meeting. In addition, if a matter of urgency arises between meetings, the Board may communicate and act by email. Minutes of any actions taken by email shall be kept and presented at the next meeting of the Board. All decisions reached through email shall be placed on the agenda for the next regular meeting of the Board, with a request for confirmation at that meeting.

Section 8. Business from the Membership. Any member of LWVBCC may submit issues of perceived importance to LWVBCC upon application to the President, who shall present such a request to the Board at its next meeting. At that meeting, the Board shall determine what action, if any, should be taken.

Section 9. Quorum. A majority of the Directors shall constitute a quorum for the transaction of business.

Section 10. Parliamentary Procedure. Robert's Rules of Order shall govern all meetings of the Board.

Article V: Officers

Section 1. Number of Officers. There shall be a President, Vice President, Secretary, Treasurer, and any other Officers the Board deems necessary.

Section 2. Election and Term of Office. Officers shall be chosen from among and by the members elected to the Board by the LWVBCC membership at its Annual Meeting. Officers shall be elected for a term of two years.

Section 3. Limit on Terms. No Officer shall serve in or be elected to that office for more than four consecutive two-year terms.

Section 4. The President. The President shall be the Chief Officer of LWVBCC and shall preside at all meetings of the Board and of the membership when present.

Section 5. The Vice-President. At the request of the President or in the event of his or her absence or disability, the Vice-President shall have all the powers of, and be subject to all restrictions upon, the President.

Section 6. The Secretary. The Secretary shall keep the minutes of all general meetings of the League and of all meetings of the Board of Directors. She or he shall give all notice required by these bylaws and shall prepare the Annual Report of the most current year's activities for presentation or distribution at the Annual Meeting.

Section 6. The Treasurer. The Treasurer shall collect and receive all monies due, shall be the custodian of League funds, shall make deposits to the bank designated by the Board of Directors, and shall disburse funds upon order of the Board. She or he shall sign, with the President, all contracts and other instruments when so authorized by the Board. He or she shall (a) present financial reports to the Board at its regular meetings and (b) present an annual financial report and a proposed budget for the coming year to the membership at the Annual Meeting.

Article VI: Committees

Section 1. Organizational Structure. LWVBCC shall provide an organizational structure that promotes the study of issues in areas such as Energy and Environment, Public Education, Health and Social Services, and Voter Service. The structure shall foster participation and learning among Board members and those in the general membership.

Section 2. Nominating Committee. At least two months before the Annual Meeting, the President shall appoint a Nominating Committee consisting of three members of LWVBCC, at least one of whom is not then a member of the Board. The Nominating Committee shall identify members willing to serve on the Board and shall present its nominations to the membership at the Annual Meeting.

Section 3. Budget and Finance Committee. At least two months before the Annual Meeting, the Treasurer shall appoint and convene a committee to prepare a budget for approval by the membership at the Annual Meeting. The committee shall consist of three or more members, at least one of whom is not then a member of the Board.

Section 4. Additional Committees. By resolution, the Board may establish such other committees or task forces as it deems necessary or appropriate.

Article VII: Membership Meetings

Section 1. Membership Meetings. There shall be at least two general meetings of the full membership each year, including the Annual Meeting.

Section 2. Annual Meeting. An Annual Meeting shall be held in June of each year, on the day determined by the Board of Directors. At the Annual meeting, the membership shall be asked to (a) adopt local programming priorities for the coming year; (b) adopt a budget to meet projected operational and programming needs; (c) elect Directors for the coming year; and (d) transact such other business as properly comes before the membership.

Section 3. Preparation of Agenda. The Board of Directors shall be responsible for preparing an agenda for the Annual Meeting. The Agenda may include topics requested by Members of LWVBCC, provided that the request has been made to and approved by the Board at least forty days before the meeting.

Section 4. Notice. At least fifteen days before the Annual Meeting, the Secretary shall give members of LWVBCC written notice of the Annual Meeting and of programming priorities, budget, nominees to the Board of Directors, and other agenda items on which action will be requested.

Section 5. Quorum. Members present in person or by proxy who represent twenty percent of the members shall constitute a quorum at the Annual Meeting or any other

duly-announced general meeting of the membership.

Section 6. Parliamentary Procedure. Robert's Rules of Order shall govern the Annual Meeting and any other meeting of the membership for the transaction of business.

Article VIII: National and State Conventions

Section 1. National Convention. At a meeting before the date on which the names of delegates to the National Convention must be submitted to LWVUS, the Board of Directors may select delegates to that convention in the number allotted LWVBCC under the provision of the Bylaws of LWVUS.

Section 2. State Convention. At a meeting before the date on which the names of delegates must be submitted to LWVMI, the Board of Directors may select delegates to that convention in the number allotted LWVBCC under provisions of the Bylaws of LWVMI.

Article IX: General Provisions

Section 1. Records. LWVBCC shall keep (a) books and records of accounts, (b) minutes of the proceedings of the membership and of the Board, and (c) records containing the name and address of all members and (for members first joining after the date of enactment of these Amended and Restated Bylaws) the date when each became a member of record.

Section 2. Fiscal Year. The fiscal year shall be from July 1 through June 30.

Article X: Amendments.

Section 1. Repeal of Previous Bylaws. The adoption of these Amended and Restated Bylaws shall constitute an amendment and restatement of LWVBCC's previously-existing bylaws.

Section 2. Changes to the Bylaws. Except as provided in Article X, Section 3, below, these Bylaws may be amended by a two-thirds vote of members present at a general membership meeting, provided (a) the amendments were submitted to the membership in writing at least fifteen days before the meeting and (b) a quorum is present.

Section 3. Automatic Amendments. Any amendments to the first three articles of the Bylaws of LWVUS that are made at a national convention automatically shall be made to these Bylaws without need for approval at an Annual Meeting of LWVBCC. Any such change, however, shall be announced to the membership.

Article XI: Dissolution of the Chapter.

Section 1. Distribution of Funds on Dissolution. In the event of dissolution of LWVBCC for any cause, all monies and securities at the time owned by or under the absolute control of the LWVBCC shall be passed on to LWVMI after payment of all amounts owed by LWVBCC.

Amended and Restated June 15, 2017

Automatic amendment of Article III, Section 1 approved February 13, 2018

Amendment of Article VI (deleting former sections 4, 5, and 6) June 12, 2019