

PROPOSED REVISIONS TO THE LWVSC BYLAWS

The LWVSC Board recommends the following revisions to Articles II, V, VI, and XII of the LWVSC Bylaws. The changes (Articles II and XII) include recommended additions if we are to file as a 501(c)3 organization, and revisions (Articles V and VI) to reflect our 2018 board reorganization. The relevant sections are below; the altered text is in the righthand column in red.

Current text	Proposed text
<p data-bbox="212 703 711 735">ARTICLE II - PURPOSES AND POLICY</p> <p data-bbox="212 751 795 909">Sec. 1. <u>Purposes</u>. The purposes of the LWVSC are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.</p> <p data-bbox="212 1339 795 1434">Sec. 2. <u>Political Policy</u>. The League shall not support or oppose any political party or any candidate.</p> <p data-bbox="212 1451 795 1671">Sec.3. <u>Mission</u>. The League of Women Voters, a nonpartisan political organization, encourages informed and active participation in government, works to increase understanding of major public policy issues, and influences public policy through education and advocacy.</p>	<p data-bbox="824 703 1323 735">ARTICLE II - PURPOSES AND POLICY</p> <p data-bbox="824 751 1421 1329">Sec. 1. <u>Purposes</u>. The purposes of the LWVSC are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. This corporation is organized and operated exclusively for educational and charitable 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, the corporation 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 corporation shall be attempting to influence legislation.</p> <p data-bbox="824 1346 1421 1440">Sec. 2. <u>Political Policy</u>. The League shall not support or oppose any political party or any candidate.</p> <p data-bbox="824 1457 1421 1677">Sec.3. <u>Mission</u>. The League of Women Voters, a nonpartisan political organization, encourages informed and active participation in government, works to increase understanding of major public policy issues, and influences public policy through education and advocacy.</p>

ARTICLE V - OFFICERS

Sec. 1. Elections, Qualifications, and Term. The officers of the LWVSC shall be a president or co-presidents or a management team, a Issues and Action vice president, a Community Relations vice president, a Member Services vice president, a Voter Service/Citizen Education vice president, a secretary, and a treasurer. They shall be voting members of the LWVSC and shall be elected by the convention to hold office for two years beginning July 1 of the year of their election.

Sec. 2. The President. The term president shall refer to the president, a co-president or any member of the management team as appropriate to the circumstances. The president or member of the management team, (hereinafter referred to as the president) shall preside at all meetings of the organization or of the Board of Directors (hereinafter referred to as 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. The president shall be, ex officio, a member of all committees except the nominating committee; may sign or endorse checks, drafts and notes in the absence of the treasurer; and shall perform such other duties as the state board may direct. If a co-president or management team member resigns before the term is up, the remaining president or management team member will take over the duties of president for the remainder of the term of office.

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Sec. 1. Elections, Qualifications, and Term. The officers of the LWVSC shall be a president (or co-presidents or a management team), an Issues and Action vice president, a Voters Service/Citizen Education vice president, a secretary, and a treasurer. They shall be voting members of the LWVSC and shall be elected by the convention to hold office for two years beginning July 1 of the year of their election.

Sec. 2. The President. The term president shall refer to the president, a co-president, or any member of the management team as appropriate to the circumstances. The president or co-president or member of the management team (hereinafter referred to as the president) shall preside at all meetings of the organization or of the Board of Directors (hereinafter referred to as 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. The president shall be, ex officio, a member of all committees except the nominating committee; may sign or endorse checks, drafts, and notes in the absence of the treasurer; and shall perform such other duties as the state board may direct. If a co-president or management team member resigns before the term is up, the remaining president or management team member 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 can be elected to fill the vacated position.

ARTICLE VI - BOARD OF DIRECTORS

Sec. 1. Selection, Qualifications, and Term.

- a. The board of directors shall consist of the officers of the LWVSC, seven directors elected by the convention, and not more than four appointed by the elected members of the board. All directors shall be voting members of the LWVSC. They shall serve for two years beginning July 1 of the year of convention.
- b. Vacancies other than the presidency may be filled by vote of the remaining members of the board. In the event of the absence, disability, resignation, or death of the president, the office shall be assumed by the president pro tem who shall be elected by the board from among its members at the first board meeting following convention. A vacancy in the position of president pro tem shall be filled by the board from among its members.

Sec. 2. Powers. The state board shall manage and supervise the business affairs and activities of the LWVSC subject to the instruction of the convention. It shall accept responsibility for the organization and development of local Leagues and MAL units, the promotion of League program, financial development, and such other matters as the national board may delegate to it. It shall have the power to create such special committees as it deems necessary and shall perform such other duties as are specified by these bylaws.

ARTICLE VI - BOARD OF DIRECTORS

Sec. 1. Selection, Qualifications, and Term.

- a. The board of directors shall consist of the officers of the LWVSC, **six or seven (depending on whether there is one president or two co-presidents)** directors elected by the convention, and **up to six** appointed by the elected members of the board **that takes office on July 1 following convention, the number of appointed directors not to exceed the number of elected directors, and the total board not to exceed eighteen.** All directors shall be voting members of the LWVSC. All **elected directors** shall serve for two years beginning July 1 of the year of convention. **Appointed directors may be appointed for one year or two year terms, at the discretion of the board, all terms to end by June 30 of the year of convention.**
- b. Vacancies other than the presidency may be filled by vote of the remaining members of the board. In the event of the absence, disability, resignation, or death of the president, the office shall be assumed by the president pro tem who shall be elected by the board from among its members at the first board meeting **after July 1** following convention. A vacancy in the position of president pro tem shall be filled by the board from among its members.

Sec. 2. Powers. The state board shall manage and supervise the business affairs and activities of the LWVSC subject to the instruction of the convention. It shall accept responsibility for the organization and development of local Leagues and MAL units, the promotion of League program, financial development, and such other matters as the national board may delegate to it. It shall have the power to create such special committees as it deems necessary and shall perform such other duties as are specified by these bylaws.

Sec. 3. Executive Committee. The state board may appoint an executive committee consisting of no fewer than 5 members of the board. The executive committee shall exercise such power and authority as may be delegated to it by the state board and shall report to the state board on all actions taken by it between regular meetings of the board. The president shall be ex officio chair.

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ARTICLE XII - FINANCIAL ADMINISTRATION

Sec. 4. Distribution of Funds on Dissolution. In the event of the dissolution of the LWVSC all moneys and securities which may at the time be owned by or under the absolute control of the LWVSC shall be paid to the LWVUS after the state board has paid or made provision for the payment of all liabilities of the LWVSC. All other property of whatsoever nature, whether real, personal, or mixed, which may at the time be owned or under the control of the LWVSC shall be disposed of to such person, organization, or corporation, for such public, charitable, or educational use and purpose as the state board in its absolute discretion may designate.

ARTICLE XII - FINANCIAL ADMINISTRATION

Sec. 4 . Distribution of Funds on Dissolution. In the event of the merger or dissolution of this corporation 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 corporation 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 corporation and its affairs, to any member organization of the League of Women Voters national organization which is exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code; or if none of these organizations are then in existence or exempt under those tax provisions, then, at the discretion of the board, to another organization which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under such designated tax provisions.

Submitted by the Bylaws Committee (Jeanette Rovieri, Jane Turner, and Christe McCoy-Lawrence)
February 3, 2019