

## BY-LAWS

### LEAGUE OF WOMEN VOTERS OF WASHINGTON COUNTY, ARKANSAS

#### ARTICLE I

Section 1. Name. The name of this organization shall be the League of Women Voters of Washington County, Arkansas hereinafter referred to as LWVWC or as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to as LWVUS, and of the League of Women Voters of Arkansas, hereinafter referred to as LWVAR.

#### ARTICLE II

##### PURPOSES AND POLICY

Section 1. Purposes. The purposes of the LWVWC are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. Political Policy. The LWVWC shall not support or oppose any political party or candidate.

#### ARTICLE III

##### MEMBERSHIP

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

Section 2. Types of Membership. The membership of the League shall be composed of voting members and associate members.

- A. Voting Members. Citizens at least 18 years of age who join the League shall be voting members of local Leagues, state Leagues and the LWVUS; (1) individuals who live within an area of a local League may join that League or any other local League; (2) those who reside outside the area of any local League may join a local League or shall be state members-at-large; (3) those who have been members of the League for 50 years or more shall be honorary life members excused from the payment of dues.
- B. Associate Members. All others who enroll in the League shall be associate members.

#### ARTICLE IV

##### BOARD OF DIRECTORS

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the officers of the League, not more than eight elected directors and not more than seven appointed directors. Four directors shall be elected by the general membership at each Annual Meeting and shall serve for a term of two years, or until their successors have been qualified and elected. The elected members shall appoint such additional directors, not exceeding seven, as they deem necessary to carry on the work of the League. The terms of office of the appointed directors shall be one year and shall expire at the conclusion of the next Annual Meeting.

Section 2. Qualifications. No person shall be elected, appointed or shall continue to serve as an officer or director, unless that person is a voting member of the League of Women Voters of Washington County.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of resignation, death or disqualification of an officer or elected member may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive absences from a Board meeting of any member without a valid reason shall be deemed a resignation.

Section 4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the organization with full power and authority to manage and conduct 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 LWVUS, the LWVAR and the LWVWC's Annual Meeting. The Board shall create and designate such special committees as it may deem necessary. The Board shall select delegates to national and state conventions and any other national or state meetings or special committees as required or appropriate. The Board shall accept responsibility for such other matters as the national or state board may from time to time delegate to it.

Section 5. Meetings. There shall be a least nine regular meetings of the Board of Directors annually. The president may call special meetings of the Board of Directors and shall call special meetings upon the written request of five members of the Board.

Section 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum. When a physical meeting is not possible, Board meetings may be conducted via telephone conference calls or Skype to conduct the business of the League. Participation by such means shall constitute presence in person at a meeting.

## ARTICLE V

### OFFICERS

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Washington County shall be a president, a first vice president, a second vice president, a secretary and a treasurer, who shall be elected for terms of two years by the general membership at an Annual Meeting and take office immediately. The president, the first vice president and the

secretary shall be elected in even-numbered years. The second vice president and the treasurer shall be elected in odd-numbered years.

Section 2. The President. The president shall preside at all meetings of the organization and the Board of Directors. The president may, in the absence or disability of the treasurer, sign or endorse checks, drafts and notes; shall be an, ex officio, member of all committees except the Nominating Committee; 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. In the event of the absence, disability, resignation or death of the president, the vice presidents, in the order of their rank, shall assume the office. If no vice president is able to serve as president, the Board shall fill the vacancy from among the elected directors.

Section 3. The Vice Presidents. The two vice presidents, in the order of their rank, shall, in the event of the absence, disability, or death of the president, possess all the powers and perform all the duties of that office until such time as the Board of Directors shall select one of its members to fill the vacancy. The vice presidents shall perform such other duties as the president and the Board may designate. Refer to the Policies and Procedures document.

Section 4. The Secretary. The secretary shall keep minutes of all meetings of the League membership and the Board of Directors. The secretary shall notify all officers and directors of their election and shall sign, with the president, all contracts and other instruments when so authorized by the Board. The secretary shall perform such other functions as directed by the president and the Board.

Section 5. The Treasurer. The treasurer shall collect and receive all moneys due, shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board. The treasurer shall present statements to the Board at its regular meetings and an annual report to the Annual Meeting.

## ARTICLE VI

### FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Washington County shall commence on the first day of July each year.

Section 2. Dues. Annual dues shall be set by the Board equal to the total of state and national obligations, rounded to the next higher dollar, plus local dues as set by the membership at the Annual Meeting. Dues are payable September first.

Section 3. Budget. A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting to prepare a budget for the ensuing year. The budget shall include support for the work of the League as a whole.

Section 4. Budget Committee. A budget committee shall be appointed by the Board of Directors at least two months prior to the Annual Meeting to prepare a budget for the ensuing year. The

proposed budget shall be sent to all members one month before the Annual Meeting. The treasurer shall not be eligible to serve as chair of the budget committee.

Section 5. Independent Financial Review. The books of the treasurer shall be reviewed annually by two or more qualified persons other than members of the Board of Directors. The review of financial activities shall begin after the LWVWC's fiscal year ends on June 30, and shall be completed before December 31 of the same calendar year. Upon completion, the reviewers shall submit their findings and recommendations to the Board of Directors. A signed and dated written report of the financial review's findings shall be made a part of the LWVWC's permanent records.

Section 6. Distribution of Funds on Dissolution. In the event of the dissolution of the LWVWC, all moneys and securities, which may at the time be owned by or under the control of the League, shall be used to pay state and national per member payments and other obligations. All remaining moneys and all other properties shall be disposed of to such person, organization, or corporation for such public, charitable or educational use and purposes as the Board in its absolute discretion may designate.

## ARTICLE VII

### MEETINGS

Section 1. Membership Meetings. There shall be at least one meeting of the membership each year. Time and place shall be determined by the Board of Directors. Special meetings of the members may be called by the president, the Board of Directors or upon written request of ten percent of the voting members.

Section 2. Annual Meeting. An Annual Meeting shall be held, the date to be determined by the Board of Directors. The Annual Meeting shall:

- a) Adopt a local program for the ensuing year,
- b) Elect officers, directors and members of the Nominating Committee,
- c) Approve any local changes in dues considering any addition to national and state obligations,
- d) Adopt an adequate budget, and
- e) Transact such other business as may properly come before it.

Section 3. Quorum. Twenty percent of the members shall constitute a quorum at all meetings of the League of Women Voters of Washington County, provided written notice of the meeting is sent to the membership at least one week in advance.

## ARTICLE VIII

## **NOMINATIONS AND ELECTIONS**

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chair and two members, who shall not be members of the Board, shall be elected at the Annual Meeting. Nominations for these offices shall be made by the current Nominating Committee. The other members shall be appointed by the Board of Directors following the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by the Board of Directors. Suggestions for nominations for officers and directors may be sent to this committee by any voting member.

Section 2. Report of Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for officers, directors and the members of the succeeding Nominating Committee shall be sent to all members one month before the date of the Annual Meeting. The report of the Nominating Committee 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 3. Elections. The election shall be by ballot if there is more than one contender for each position. Otherwise, the proposed slate may be approved by voice vote. A majority vote of those qualified and present shall constitute an election. Absentee or proxy voting shall not be permitted.

## **ARTICLE IX**

### **PRINCIPLES AND PROGRAM**

Section 1. Authorization. Principles adopted by the National Convention shall consist of concepts of government supported by the League as a whole. The Principles shall constitute the authorization for the adoption of local program.

Section 2. Program. The program of the League of Women Voters of Washington County shall consist of:

- a) Action to implement the principles, and
- b) Those local governmental issues chosen for concerted study and action.

Section 3. Program Selection. The Annual Meeting shall select the governmental issues for study and action using the following procedures:

- a) The Board of Directors shall consider the recommendations made by the voting members two months prior to the Annual Meeting and shall formulate a Proposed Program.
- b) The Proposed Program shall be sent to all members one month before the Annual Meeting.

A majority vote of voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the Proposed Program as presented to the Annual Meeting by the Board of Directors.

Recommendations for Program submitted by voting members two months prior to the Annual Meeting but not recommended by the Board of Directors may be considered by the Annual Meeting provided that: 1) the Annual Meeting shall order consideration by a majority vote, and the Annual Meeting shall adopt the item by a two-thirds vote.

Changes in the Program, in the case of altered conditions, may be made provided that:

- 1) Information concerning the proposed changes has been sent to all members at least two weeks prior to a general membership meeting at which the change is to be discussed, and
- 2) Final action by the membership is taken at a succeeding meeting.

Section 4. Member Action. Members may act in the name of the League of Women Voters of Washington County only when authorized to do so by the Board of Directors.

## **ARTICLE X**

### **NATIONAL CONVENTION, STATE CONVENTION AND COUNCIL**

Section 1. 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 that Convention in the number allotted by the League of Women Voters of Washington County under the provisions of the by-laws of the League of Women Voters of the United States.

Section 2. 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 that Convention in the number allotted the League of Women Voters of Washington County under the provisions of the by-laws of the League of Women Voters of Arkansas.

Section 3. State Council. 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 that Council in the number allotted the League of Women Voters of Washington County under the provisions of the by-laws of the League of Women Voters of Arkansas.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

