



## Bylaws of the League of Women Voters Jackson Area

### ARTICLE I NAME

SEC. 1. **NAME**. The name of this organization shall be The League of Women Voters Jackson Area, hereinafter also referred to in these bylaws as LWVJA. This local League is an integral part of the League of Women Voters of the United States and of the League of Women Voters of Michigan, hereinafter also referred to as LWVUS and LWVMI, respectively.

### ARTICLE II PURPOSE AND POLICY

SEC. 1. **PURPOSE**. The purpose of LWVJA shall be to promote political responsibility through informed and active participation in government and to take action on selected governmental issues.

SEC. 2. **POLICY**. LWVJA may take action on local governmental measures and policies in the public interest in conformity with the principles of LWVUS. It shall not support or oppose any political party or any candidate.

### ARTICLE III MEMBERSHIP

SEC. 1. **ELIGIBILITY**. Any person who subscribes to the purpose and policy of the League shall be eligible for membership.

#### SEC. 2. **TYPES OF MEMBERSHIP**

A. Voting Members. Individuals at least 16 years of age who join The League of Women Voters Jackson Area (LWVJA) shall be voting members of the local and state Leagues of their place of joining and of the LWVUS. (1) Those who live within the area of LWVJA may join this League or any other local League; (2) those who reside outside the LWVJA area may join or shall be state members-at-large; (3) those who have been members of the League for 50 years or more shall be life members excused from the payment of dues.

B. Student members are also included as voting members. A student member must be a current student, enrolled in an accredited institution.

C. Associate Members. All others who join the League shall be associate members.

### ARTICLE IV

## **BOARD OF DIRECTORS**

SEC. 1. **NUMBER, MANNER OF SELECTION, AND TERM OF OFFICE.** The Board of Directors shall consist of the Officers of the League and up to eight elected Directors and up to seven appointed Directors. There shall be a minimum of three directors. Up to four Directors shall be elected by the voting members at Annual Meetings in even-numbered years and up to four elected by the voting members in odd-numbered years; each shall serve for a term of two years; or until their successors have been elected and qualified. The Board of Directors shall appoint such additional Directors, not exceeding seven, as they deem necessary to carry on the work of the League.

The terms of office for the appointed Directors shall be for two years or until the second Annual Meeting after appointment. Officers/Directors shall not serve more than two consecutive full terms. After an Officer/Director is off the Board for one year, he/she would again be eligible to serve on the Board.

SEC. 2. **QUALIFICATIONS.** No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless that person is a voting member of LWVJA.

SEC. 3. **VACANCIES.** Any vacancies occurring in the Board of Directors by reason of resignation, death, or disqualification of an officer or elected director may be filled, until the next Annual Meeting, by a majority vote of the Directors from names submitted by the nominating committee. Three consecutive absences from a Board Meeting of any director may be deemed a resignation.

SEC. 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 instruction of the voting members. It shall plan and direct the work necessary to carry out the program of formal studies and positions as adopted by the National Convention, the State Convention, and the Annual Meeting. The Board shall create and appoint such standing and special committees as it may deem necessary.

SEC. 5. **MEETINGS.** There shall be at least six regular meetings of the Board of Directors annually. The President may call special meetings of the Board of Directors and shall call a special meeting upon written request of five Directors. All Board of Directors meetings shall be open to all members.

SEC. 6. **QUORUM AND VOTING.** A majority of the Board of Directors shall constitute a quorum. Policy and organizational decisions shall be made by a majority vote at a meeting at which a quorum is present. When decisions must be made before the next regularly scheduled board meeting, email or conference calls will be acceptable meeting alternatives. Decisions will be recorded in the minutes of the next regularly scheduled board meeting. No votes may be cast by proxy. Any one or more members of the board may participate in a meeting by means of conference telephone or other similar equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

## **ARTICLE V** **OFFICERS**

SEC. 1. **OFFICERS, ELECTION AND TERM.** The Officers of LWVJA shall be a President(s), a Vice-President for Program, a Secretary and a Treasurer who shall be elected by the voting members at an Annual

Meeting and take office immediately. They shall be voting members of the League and shall serve for a term of two years or until their successors have been elected or appointed and qualified. The President(s), and the Treasurer shall be elected in the even-numbered years. The Vice-President and the Secretary shall be elected in the odd-numbered years.

SEC. 2. **PRESIDENT.** The office of President may be a single individual or a shared office by two individuals. The President(s) shall preside at general meetings of the organization, at meetings of the Board of Directors and at Annual Meeting. The President 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 resignation, disqualification or death of a President, the board will elect a member to fill the vacancy. In the event of resignation, disqualification, or death of a co-President, the other will assume all duties of the office until another co-President is elected by the Board of Directors to fill the vacancy.

SEC. 3. **VICE-PRESIDENT - PROGRAM.** Program Vice-President will lead studies that lead to determining consensus on positions. The Vice-President shall also perform such duties pertaining to program for League members as the President or Board may delegate.

SEC. 4 **SECRETARY.** The Secretary shall keep minutes of the Annual Meeting of the League, of all business meetings, and of the all meetings of the Board of Directors. The Secretary shall notify all Officers and Directors of their election. The Secretary shall perform such other functions as may be incident to the office.

SEC. 5 **TREASURER.** The Treasurer shall collect and receive all funds due, shall be the custodian of funds, shall deposit them in financial institutions designated by the Board of Directors and shall disburse funds only upon order of the Board. The treasurer shall sign, with the President, all contracts and other instruments when so authorized by the Board of Directors. The Treasurer shall develop budgets, maintains League funds, oversee dues payment and renewals. The Treasurer shall present financial reports to the Board at its regular meetings and an annual report at the Annual Meeting.

## **ARTICLE VI**

### **FINANCIAL ADMINISTRATION**

SEC. 1. **FISCAL YEAR.** The fiscal year of The League of Women Voters Jackson Area shall begin July 1 and end June 30 of each year.

SEC. 2. **DUES.** Dues shall be set forth in a policy enacted by the Board and reviewed at least biannually.

SEC. 3. **BUDGET.** A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting for adoption. The budget shall include support for work of LWVMI and LWVUS in the form of a per member payment as determined by the State and National Convention or Council.

SEC. 4. **BUDGET COMMITTEE.** A Budget Committee consisting of at least three members 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.

SEC. 5. **CHECK SIGNING**. The Board shall designate up to four Officers including the President and the Treasurer, as authorized signers of checks and other financial instruments, and shall require two authorized signatures on each check for over \$200 and one signature for smaller amounts. After each election for Officers, the signer designations shall be reviewed and changed if necessary.

SEC. 6. **AUDITING COMMITTEE**. The Treasurer shall present the books to an Auditing Committee of two members appointed by the Board from the voting membership to audit the books of the Treasurer and render a report to the Board of Directors at a board meeting before the Annual Meeting.

SEC. 7. **PAYMENTS TO DIRECTORS AND OFFICERS**. There shall be no compensation for serving as an officer or Director, but Officers and Directors may be compensated for other services to the organization and reimbursed for expenses incurred on its behalf.

SEC 8. **DISTRIBUTION OF FUNDS ON DISSOLUTION**. In the event of the dissolution of LWVJA, all moneys and securities which may at the time be owned by or under the control of LWVJA, shall be paid to the LWVMI after the state and national Per Member Payments and other obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed that may at the time be owned or under the control of LWVJA 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**

SEC. 1. **MEMBERSHIP MEETINGS**. There shall be at least four programs or meetings of the members each year. Time and place shall be determined by the Board of Directors. Membership meetings are meetings of the general membership at which the program should include:

- A. A brief business meeting, i.e., a call to order, minutes, a treasurer's report,
- B. Update on League activities, consideration of new business, and adjournment.

SEC. 2. **ANNUAL MEETING**. An Annual Meeting shall be held in May or June, the date and place to be determined by the Board of Directors.

The Annual Meeting shall:

- A. Include a review of the previous year by the President and Treasurer
- B. Adopt a local program for the ensuing year
- C. Elect Officers, Directors and members of the Nominating Committee
- D. Adopt a budget and set dues
- E. Include such other business as may come before it.

SEC. 3. **QUORUM**. Thirty percent of the members reported in the most recent January 31 count to LWVUS shall constitute a quorum to set policy or make organizational decisions at business meetings of LWVJA. Decisions shall be made by a majority vote at a meeting at which a quorum is present. No votes may be cast by proxy.

## **ARTICLE VIII NOMINATION AND ELECTIONS**

SEC. 1. **NOMINATING COMMITTEE**. The Nominating Committee shall consist of three members, one of

whom shall be a member of the Board of Directors. The Board member serving on the Nominating Committee shall be appointed by the Board of Directors following the Annual Meeting. The two remaining members of the Nominating Committee, one of whom shall be the chair of the committee, shall be nominated by the current Nominating Committee and voted upon at the Annual Meeting. Members of the Nominating Committee shall serve for one year. Any vacancy on the Nominating Committee shall be filled by the Board of Directors.

SEC. 2. **NOMINATIONS**. The Chair of the Nominating Committee shall request suggestions from the voting members at least two months prior to the Annual Meeting for nomination for the officers to be filled at the Annual Meeting.

SEC. 3. **BOARD VACANCIES**. The Nominating Committee shall submit names to the Board of Directors to fill vacancies occurring between Annual Meetings.

SEC. 4. **REPORT OF THE NOMINATING COMMITTEE AND NOMINATIONS FROM THE FLOOR**. The report of the Nominating Committee of its nominations for Officers and 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 to 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 shall have been secured.

SEC. 5. **ELECTIONS**. The election shall be by ballot. However, when there is but one nominee for each office, the President is empowered to take a voice vote. A majority vote of those qualified to vote and voting shall constitute an election.

## **ARTICLE IX** **LOCAL PROGRAM**

SEC. 1. **AUTHORIZATION**. The governing principles adopted by the National Convention and supported by the League constitute the authorization for the adoption of the program

SEC. 2. **PROGRAM**. The program of LWVJA shall consist of:

- A. Action to complement the principles LWVUS,
- B. Those state and national governmental issues chosen for study and action by delegates to the regular State or National Conventions, or altered by State or National Councils.
- C. Those local government issues chosen for study or action at the Annual Meeting.

SEC. 3. **PROGRAM SELECTION**. The Annual Meeting shall select the local governmental issues using the following procedures:

- A. The Board of Directors shall consider the recommendations sent in by the voting members two months prior to LWVUS Annual Meeting and shall formulate a proposed program.
- B. The proposed program shall be sent to all members one month before the Annual Meeting.
- C. A majority vote 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.
- D. Recommendations for program submitted by voting members two months prior to the Annual Meeting but not recommended by the Board of Directors may be adopted by the Annual Meeting provided that:

1. The Annual Meeting shall order consideration by a majority vote, and
  2. The Annual Meeting shall adopt the item by a majority vote.
- E. Changes in the Program. In case of altered conditions, changes 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.

SEC. 4. **MEMBER ACTION**. Members may act in the name LWVUS or LWVMI or LWVJA only when authorized to do so by the appropriate Board of Directors.

SEC. 5. **LOCAL LEAGUE ACTION**. LWVJA may act only in conformity with, and not contrary to, the position taken by LWVUS or LWVMI.

## **ARTICLE X**

### **NATIONAL CONVENTION AND STATE CONVENTION**

SEC. 1. **NATIONAL CONVENTION**. The Board of Directors of LWVJA shall select and submit to the National Office by the date required the names of delegates allowed who will attend the National Convention. The number of delegates is designated in the National Bylaws.

SEC. 2. **STATE CONVENTION**. The Board of Directors of LWVJA shall select and submit to the State Office by the required date the names of delegates who will attend the State convention. The number of delegates allowed is designated in the State Bylaws.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

SEC. 1. **PARLIAMENTARY AUTHORITY**. The rules contained in the current edition of Roberts Rules of Order, Newly 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. **AMENDMENTS**. These bylaws may be amended by two-thirds vote of the qualified members present and voting at the Annual Meeting or at a membership meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.

These bylaws were adopted: September 13, 2017 and amended May 23, 2018.

*Adopted from Lansing Area Bylaws which were adopted in 1942, most recently revised in 2016.*