

League of Women Voters of the Roanoke Valley Bylaws

Article I – Name

The name of this organization shall be League of Women Voters of the Roanoke Valley, hereinafter referred to in these Bylaws as LWV-RV. This League is an integral part of the League of Women Voters of Virginia (LWV-VA) and the League of Women Voters of the United States (LWV-US).

Article II – Purposes and Policy

Sec. 1. Purposes. The purposes of the LWV-RV are to promote political responsibility through informal and active participation in government and to act on selected governmental issues.

Sec. 2. Policy. The League shall not support or oppose any political party or any candidate.

Article III - Membership

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

Sec. 2. Types of Membership

a. **Voting Members.** Persons at least 16 years of age who join the League shall be voting members of local Leagues, the state League and the LWV-USA.

(1) Those 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 (MAL);

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

Sec. 3. Dues: Individual members pay annual dues as established by the Board of Directors, hereinafter referred to as BOD).

Article IV – Membership Meetings

Sec. 1: Membership Meetings. The BOD may call general meetings of the membership and shall call a special meeting upon the written request of 20 percent (20%) of the voting members, provided that written notice indicating the reason for the meeting 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 second quarter, 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; adopt a budget; and transact such other business as may properly come before it. Absentee or proxy voting shall not be permitted.

Sec. 3: Quorum. Ten percent (10%) of the voting members shall constitute a quorum at all membership meetings of the LWV-RV.

Article V. Nominations and Election

Sec. 1: Nominating Committee. The Nominating Committee shall consist of at least three members: the Chair and one member shall not be members of the board. Promptly after taking office, the BOD shall appoint one of its members to the committee. Vacancies on the committee shall be filled by appointment by the BOD. 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 shall be sent to the members one month before the annual meeting. The report shall be presented at the annual meeting. Nominations may be made from the floor immediately thereafter provided the written consent of the nominee has been obtained.

Sec. 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 VI. Officers, Qualifications, Election, Term and Responsibilities

Sec. 1 Officers. The Officers of the LWV-RV shall be a president, or co-presidents, vice president, a secretary, and a treasurer who must be voting members of the LWV-RV.

Sec. 2 Election and Term. They shall be elected by the membership at the Annual Meeting. They shall take office on July 1 following the annual meeting and they shall serve for two years or until their qualified successors have been elected.

Sec. 3 Responsibilities:

- a. **President.** The President or Co-Presidents shall have such powers of supervision and management as customarily pertain to the office, shall preside at all meetings of the organization and of the BOD ; shall be ex officio member of all committees except the Nominating Committee; shall appoint an elected member of the BOD to sign with the President all contracts and other such instruments when so authorized by the BOD; may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes; establish, committees, as needed, with BOD approval; and shall perform such other duties as the BOD may designate. The President, or designated representative, shall be authorized to speak for the LWV-VA.
- b. **Vice-President.** The Vice-President shall, in the event of the absence, disability, resignation or death of the President, possess all the powers and perform all the duties of the office. In the event that the Vice-President is unable to serve in this capacity, the BOD shall fill the vacancy from among the elected members of the BOD. The Vice-President shall perform such other duties as the President and BOD may designate.
- c. **Secretary.** The Secretary shall keep or cause to be kept minutes of meetings-whether in-person or electronic-of the BOD and Executive Committee and present them to the BOD for approval at its

next meeting. The Secretary shall notify all Officers and Directors of their election. The Secretary shall perform such other duties as customarily pertain to the office.

- d. **Treasurer.** The Treasurer, or a duly appointed assistant, shall collect and deposit all moneys received. The Treasurer shall be the custodian of these moneys, shall deposit them in financial institutions designated by the BOD and shall disburse the same in accord with the adopted budget or upon order of the BOD. The Treasurer shall present periodic statement to the BOD at its regular meetings and an annual report at the Annual Meeting. The books of the Treasurer shall be reviewed by an internal financial review team of 3 members appointed by the President when a new treasurer takes office and no less frequently than biennially and a report presented to the BOD at its next meeting.

Sec. 4 Fiscal Year. The fiscal year shall be from July 1 through June 30.

Article VII. Board of Directors (BOD)

Sec. 1. Selection, Qualifications and Term. The Board of Directors shall consist of the officers of LWV-RV elected at the Annual Meeting and four (4) members-at-large from the membership and not more than four (4) directors appointed by the elected members of the BOD. Elected members shall be voting members of the LWV-RV and take office on July 1 and serve for two years or until their successors have been elected or appointed. The appointed directors shall serve for a term of one year ending on June 30.

Sec. 2. Vacancies. Vacancies, other than the president, 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. 3. Powers. The BOD 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 conventions of the LWV-US and LWV-VA and the annual meeting.

Sec. 4. Meetings. At least seven regular meetings of the BOD shall be held annually. The president may call special meetings upon the written request of three members of the BOD. Meetings, including voting, may be conducted by electronic means, such as telephone conference calls, video conferencing, or e-mail. 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 the voting members.

Sec. 5. Quorum. A majority of the members of the BOD shall constitute a quorum.

Sec. 6. Executive Committee. The officers shall constitute an executive committee. The committee may exercise the powers of the BOD in an emergency situation, or when charged by the BOD, provided that a report on all actions taken be made to the BOD, and the BOD ratifies the action at its next regular meeting

Article VIII. Principles and Program

Sec. 1. Principles. The governmental Principles adopted by the national convention and supported by the League as a whole constitute the authorization for the adoption of program.

Sec. 2. Program. The program of the LWV-RV shall consist of action to implement the Principles and those governmental issues chosen for concerted study or concurrence and action by LWV-RV, LWV-VA, and LWV-US.

Sec. 3. Committees. Program committees shall be established and chairs or co-chairs appointed by the President or co-presidents with the approval of the BOD.

Sec. 4. New Program Adoption.

- a. Program committees may recommend new local and state governmental issues for study, amendment or elimination of current positions, or concurrence. All recommendations must be submitted to the BOD for approval, with relevant background information on the issue proposed, including the timing, need, and importance of the issue and the rationale for the proposed format for obtaining member consensus.
- b. The BOD shall consider all properly submitted recommendations. For local governmental issues, the BOD shall constitute the program committee as the study committee or establish a new study committee and formulate the charge for the committee, including the parameters of the study, the timing for reports to the BOD, and the format for obtaining member consensus. For proposed state governmental issues, the BOD shall approve and submit a proposed program to the LWV-VA board at least three months before convention or council to be considered in accordance with LWV-VA Bylaws.
- c. Recommendations for new local and state governmental issues for study, amendment or elimination of current positions, or concurrence may originate with the BOD. The BOD will then establish a study committee and formulate its charge in compliance with procedures outlined in Sec. 4b.

Article IX Non-Program Committees and Delegates

Sec. 1. The President or Co-Presidents shall appoint other committees and their chairs or co-chairs and members with the approval of the BOD. Such committees may include, but are not limited to, Budget Committee and Bylaws Committee. At least one member of a Non-Program Committee must be a member of the BOD, and at least one member must be drawn from the general membership.

Sec. 2. The President or Co-Presidents shall attend or appoint LWV-RV delegates with the approval of the BOD to the LWV-VA convention and council, in compliance with LWV-VA Bylaws.

Article X. Parliamentary Authority

The rules contained in Robert's 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 XI. Dissolution

In the event of the dissolution of the LWV-RV, all assets of the LWV-RV shall be transferred and delivered to LWV-VA or to an LWV affiliated entity designated by the LWV-VA.

Article XII. Amendment of Bylaws

These Bylaws may be amended by a 2/3 vote of the Membership at the annual or called meeting provided that the proposed amendment/s was/were submitted to the membership at least two weeks prior to the meeting.

Adopted by the LWV-RV March 2019