

BYLAWS of the League of Women Voters of the Prince William Area
League of Women Voters of Virginia
Amended 23 June 2018

ARTICLE I

Section 1. Name. The name of this organization shall be the League of Women Voters of the Prince William Area , hereinafter referred to in these bylaws as the LWV-PWA or the League. This local League is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Women Voters of Virginia (LWV-VA)

ARTICLE II

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

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

- a. Voting Members. United States Citizens at least 16 years of age who join the League shall be voting members of the LWV-PWA, LWV-VA, and of the LWVUS. 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.

ARTICLE IV
Officers

Section 1. Enumeration and Election of Officers.

- a. The Officers of the League of Women Voters of the Prince William Area shall be a President (or co-Presidents), Vice-President; additional Vice-President(s), as needed; a Secretary; and a Treasurer. When circumstances dictate, an alternative structure may be allowed if approved by the Board and confirmed by the membership. The officers shall be elected for a term of two years by the general membership at an Annual Meeting and shall take office July 1.
- b. Executive Committee: The elected Officers shall constitute the Executive Committee.

Section 2. The President/Vice-presidents. The President (or co-Presidents), or Vice-President, shall preside at all meetings of the organization and of the Board of Directors unless the President designates another person to preside. The President may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. The President or Vice-President shall be ex-officio members of all committees except the Nominating Committee. The President or Vice-President shall have such usual

powers of supervision and management as may pertain to the office of president and perform such other duties as may be designated by the Board.

Section 3. The Vice President(s). In the event of the absence, disability, resignation, or death of the President the Vice-President shall possess all the powers and perform all the duties of the office, until such time as the Board of Directors shall elect one of its members to fill the vacancy. The Vice - President shall perform such other duties as the President and the Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all general membership meetings of the League at which business is discussed, and of all meetings of the Board of Directors. The Secretary shall notify all officers and directors of their election; shall sign, with the President, or Vice-President all contracts and other instruments when so authorized by the Board and shall perform such other functions as may be incident of the office.

Section 5. The Treasurer. The Treasurer shall collect and receive all moneys due. The Treasurer shall be the custodian of those 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 of financial condition and reports to the Board at its regular meetings and an annual report to the Annual Meeting. The books of the Treasurer shall be reviewed annually by non-board members. The Treasurer may serve as an ex-officio member of the Budget Committee but not as the Chair.

ARTICLE V 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, and as many directors as needed, to be elected by the general membership at the annual meeting. Elected directors shall take office at the beginning of the fiscal year and shall serve two years or until their successors shall have been elected and qualified. The elected directors may appoint special project liaisons (assistants) to carry on the work of the League. Liaisons (assistants) are not members of the Board and carry no vote in Board deliberations. The term of office of the liaisons (assistants) shall be determined at the time of appointment. When circumstances dictate, an alternative organizational structure may be allowed when approved by the Board and confirmed by the membership.

Section 2. Qualifications. All elected or appointed Officers or Directors of the organization shall be voting members of the LWV-PWA and shall meet the requirements of the LWV-PWA nonpartisanship policy.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the 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 Board meetings of any Board member without a valid reason shall be deemed a resignation unless the Board decides otherwise.

Section 4. Powers and Duties.

a. 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.

- b. The Board of Directors shall plan and direct the work necessary to carry out the program as adopted by the National Convention, the State Convention, and the LWV-PWA Annual Meeting.
- c. The Board shall create and designate such special committees as it may deem necessary.
- d. No member shall contract or expend in excess of \$50.00 without specific authorization from the Board, or the Executive Committee in special circumstances.
- e. All Directors shall carry program or organization responsibilities as determined by the Board.

Section 5. Meetings.

- a. There shall be at least five regular meetings of the Board of Directors annually.
 - b. The President or Vice-President may call special meetings of the Board of Directors and shall call a special meeting upon the written request of three members of the Board.
 - c. Board meetings will be announced in advance to the general membership.
 - d. A majority of current Board members shall constitute a quorum in order to do business.
- Any one or more of the 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.

Section 6. Executive Committee. If local Board action or a decision thereon is required before the next routine Board meeting, the President, Vice-President, and two officers, shall determine and approve such action. In the absence of one of the above, the approval of another knowledgeable Board member appointed by the President or Vice-President, may be substituted. Executive Committee decisions shall be recorded as minutes and announced at the subsequent Board meeting, or prior to the subsequent Board meeting, and duly recorded in the minutes of that meeting.

ARTICLE VI Nominations and Elections

Section 1. Nominating Committee. The nominating Committee shall consist of three members, at least one of whom shall be a member of the Board of Directors. The Chair shall be elected at each Annual Meeting. The other members shall be appointed by the Board of Directors. Any vacancy on the Nominating Committee shall be filled by the Board. Suggestions for nominations for officers and directors may be sent to this committee by any voting member of the LWV-PWA.

Section 2. Report of the Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for officers, directors, and the Chair of the succeeding Nominating Committee shall be sent to all members one month before the date of the Annual Meeting. The report 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.

Section 3. Elections. The elections shall be by ballot; provided that when there is but one nominee for each office, the Secretary may be instructed to cast the ballot for every nominee. A majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

ARTICLE VII

Meetings

Section 1. Membership Meetings. General membership meetings may be held at any time at the direction of the Board. There shall be at least three meetings of the membership each year. Time and place shall be determined and announced by the Board of Directors. Matters coming before the membership may be decided by the majority present.

Section 2. Annual Meeting. An Annual Meeting shall be held prior to the end of the fiscal year, the exact 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 the Chair of the Nominating Committee;
- c. Adopt an adequate budget; and
- d. Transact such other business as may properly come before it.

Section 3. Quorum Ten per cent of the members shall constitute a quorum at all meetings of the membership of the League of Women Voters of the Prince William Area.

ARTICLE VIII

Financial Administration

Section 1. Fiscal Year. The fiscal year of the LWV-PWA shall commence on the first day of July each year.

Section 2. Dues. Annual dues shall be payable July 1st, or within 30 days of when the member joined the League. The amount of these dues shall be recommended by the Board and established by a two-thirds vote of those present and voting at the Annual Meeting. Written notice of a proposed change shall be made to the membership thirty days prior to an Annual Meeting. Such change will become effective at the beginning of the next fiscal year. Household membership (two members) dues will be computed as one and one-half members.

- a. **Student Memberships are reduced to \$15 as of the new fiscal year 2018-19.**

Section 3. Membership. Voting and associate membership shall be determined by the Membership Chair upon payment of annual dues, waiver of dues, or award of 50-year membership.

Section 4. Budget: A budget for the ensuing year shall be submitted by the Board to the Annual Meeting for Adoption. The budget shall include support for the work of all levels of the League.

Section 5. 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 thirty days prior to the Annual Meeting. The Treasurer shall not be eligible to serve as Chairman of the Budget Committee but shall be an ex-officio member of the Budget Committee.

Section 6. Distribution of Funds on Dissolution

In the event of dissolution of the LWV-PWA all moneys and securities which may at the time be owned by or under the control of the LWV-PWA shall be paid to the LWV-VA 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 the LWV-PWA 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 IX Program

Section 1. Authorization. The governmental principles adopted by the National Convention, and supported by the League as a whole, constitute the authorization for the adoption of national, state or local Program.

Section 2. Definition of Program. The program of the League of Women Voters of the Prince William Area League shall consist of (a) action to implement the Principles of the League, and (b) those governmental issues chosen for concerted study (with consensus or concurrence) at the local, regional, state and national levels. Program study issues under this section are those selected with the intent of determining the League's positions for subsequent advocacy and action. Member agreement may be determined by either a consensus or concurrence process.

Section 3. Program Selection. The Annual Meeting shall act upon the program using the following procedures:

- a. The Board of Directors shall consider recommendations sent in 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 thirty days before the Annual meeting.
- c. 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. Studies should last not more than two years.
- 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 considered 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 three-fifths vote.

Section 4. Change in Program. Changes in Program, in the case of altered conditions, may be made provided that information concerning the changes, as proposed by the Board, be sent to all members at least two weeks prior to the general meeting, including the annual meeting or a special meeting, at which the changes are to be discussed, and final adoption shall be by a majority of those members present and voting.

Section 5. Program Action. Members, other than the President, may speak or act in the name of the League of Women Voters only when authorized to do so by the Board (or President or President's

designee). Action shall conform with, and not be contrary to, positions adopted by the Prince William Area League, the LWV-VA and the LWVUS.

ARTICLE X
Delegates

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 the Convention in the number allotted the League of Women Voters of the Prince William Area under the provisions of the bylaws of the League of Women Voters of the United States.

Section 2. State Convention. The Board of Directors at the meeting before the date on which the names of the delegates must be sent to the state office shall select delegates to the Convention in the number allotted the League of Women Voters of the Prince William Area under the provisions of the bylaws of the League of Women Voters of Virginia.

Section 3. State Council. The Board of Directors at the meeting before the date on which the names of delegates must be sent to the state office, shall select the delegates to the Council in the number allotted the League of Women Voters of the Prince William Area under the provisions of the bylaws of the League of Women Voters of Virginia.

ARTICLE XI

Parliamentary Authority

Section 1. 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 XII

Amendments

Section 1. Amendments. These bylaws may be amended by two-thirds vote of those voting members present and voting at the Annual Meeting, provided the amendments were submitted to the membership in writing at least thirty (30) days in advance of the meeting. Amendments to these bylaws shall become effective upon their adoption.

Adopted June 17, 2017

Signed: Carol Proven

Pamela Farrand

President:

Secretary: