

LEAGUE OF WOMEN VOTERS OF HAWAII COUNTY
(Revised April 16, 2022)

BYLAWS

ARTICLE I
NAME

Section 1 Name.

The name of this organization shall be the League of Women Voters of Hawaii County (hereinafter referred to 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 the League of W/omen Voters of Hawaii (hereinafter referred to as LWVHI).

ARTICLE II
PURPOSES and POLICIES

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 Policies

A. The League may take action on local governmental issues and policies in the public interest in conformity with the Principles of the League of Women Voters-US. It shall not support or oppose any political party or candidates.

B. The League is an organization fully committed to diversity, equality, and inclusion in principle and practice. Diversity, equality, and inclusion are central to the organization's current and future success in engaging all individuals, households, communities, and policy makers in creating a more perfect democracy. Full participation in this organization shall not be barred by any characteristic included in the League of Women Voters-US Diversity, Equality, and Inclusion Policy, including, but not limited to the following: gender; identity; ethnicity; race; native or indigenous origin; age; sexual orientation; religion; ability status; and/or any other characteristic included in the League of Women Voters-US Diversity, Equality, and Inclusion Policy.

ARTICLE III
MEMBERSHIP

Section 1 Eligibility.

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

Section 2 Types of Membership.

A. Voting Members. Individuals at least 16 years of age who join the Hawai'i County League shall be voting members of the Hawai'i County League, the Hawai'i State League, and the League of Women Voters-US.

1. Voting Members shall consist of the following categories:
 - (a) individuals who live in the State of Hawai'i;
 - (b) students enrolled, full or part time, at an accredited institution; and
 - (c) individuals who have been members of the League for 50 years or more shall be life members.
2. Waiving of Dues. Individuals fulfilling the requirements for student membership or lifetime membership shall be excused from the payment of dues.

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, six elected Directors, and not more than six appointed Directors. Half of the elected Directors shall be elected by the general membership at its Annual Meeting and shall serve for a term of two years or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding six, 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.

All Directors and officers shall be voting members of the League.

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 of Directors meeting of any member without 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 National Convention, the State Convention, and the Annual Meeting. The Board of Directors shall create and designate such special committees as it may deem necessary.

Section 5 Regular Meetings.

There shall be at least four regular meetings of the Board of Directors annually.

Section 6 Special Meetings.

The President may call special meetings of the Board of Directors and shall call a special meeting upon the written request of five members of the Board of Directors.

Section 7 Quorum.

A majority of the members of the Board of Directors shall constitute a quorum. A meeting at which the quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors if any action is approved by at least a majority of the required quorum.

Section 8 Electronic Meetings.

The Directors or the Executive Committee may participate in a meeting through the use of e-mail, telephone conference call, or other communication equipment/electronic platforms, or video conference tools, so long as all members have been given notice and the opportunity to participate.

Section 9 Rights of Inspection.

Every Director shall have the absolute right at any reasonable time to inspect and copy at his/her expense all books, records, and documents of every kind.

ARTICLE V OFFICERS

Section 1 Enumeration and Election of Officers.

The officers of the League shall be a President, or Co-Presidents, a first Vice President, a Second Vice President, a Secretary, and a Treasurer. Each shall be elected for a term of two years by the general membership at the Annual Meeting and shall take office immediately. At an Annual Meeting when a President (rather than two Co-Presidents) is elected, a second Vice-President also shall be elected for a term of two years. A Co-President, the first Vice President, and the Secretary shall be elected in odd-numbered years. A Co-President and Treasurer shall be elected in even-numbered years.

Section 2 The President.

The President or one of the Co-Presidents shall preside at all meetings of the organization and of the Board of Directors. She shall be, ex-officio, a member of all committees except the Nominating Committee. She 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 of Directors.

Section 3 The Vice Presidents.

The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, resignation, or death of the President or a Co-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 President shall perform such other duties as the President and Board of Directors may designate.

Section 4 The Secretary.

The Secretary shall keep minutes of all meetings of the League and of all meetings of the Board of Directors. S(he) shall notify all Officers and Directors of their

election. S(he) shall sign, with the President, all contracts and other instruments when so authorized by the Board of Directors and shall provide new members with a membership roster and the Bylaws.

Section 5 The Treasurer.

The Treasurer is the chief financial officer of the organization and shall keep and maintain correct accounts of the properties and business transactions of the organization. The books of the account shall at all times be open to inspection by any officer or Director. The Treasurer shall deposit all monies and other valuables in the name and to the credit of the League with such depositories as may be designated by the Board of Directors and shall disburse the same only upon order of the Board of Directors or in conformity with the Annual Budget. S(he) shall present statements to the Board of Directors at its regular meetings and an annual report to the Annual Meeting.

Section 6 Executive Committee.

The Executive Committee shall be composed of the President(s), First Vice President, Second Vice President in the year(s) she is elected, Secretary, and Treasurer. A simple majority of this committee shall constitute a quorum. The Executive Committee shall transact emergency business between meetings of the Board of Directors. Proceedings of the Executive Committee shall be reported to the Board of Directors at its next meeting for ratification.

ARTICLE VI FINANCIAL ADMINISTRATION

Section 1 Fiscal Year.

The fiscal year of the League shall commence on the first day of May each year.

Section 2 Dues.

Annual dues shall be determined at the Annual Meeting and shall be payable each year on May 1. Any member who fails to pay dues within three months after they become payable may be dropped from the membership rolls.

Section 3 Budget Committee.

A Budget Committee shall be composed of the Treasurer and at least two members, and 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 submitted to the Board of Directors for approval and 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 4 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 the work of the League as a whole.

Section 5 Distribution of Funds on Dissolution.

Written notice of each Annual Meeting shall be given to each member of record one month before the date of the Annual Meeting. Such notice shall state the place, date and hour of the Annual Meeting and those matters which the Board of Directors at the time of the mailing of the notice intends to present for action. The notice shall also include the names of all those who are nominees for officers or Directors at the time the notice is sent.

Section 6 Use of Electronic Platforms for All General Membership Meetings

Membership Meetings and Annual Meetings may be conducted by the use of video conference tools or other electronic platforms if extenuating circumstances make this necessary. Voting electronically, determination of quorum, and recordings of these electronic meetings are permissible, should the electronic tools be available to make this possible.

ARTICLE VIII NOMINATIONS AND ELECTIONS

Section 1 Nominating Committee.

The Nominating Committee shall consist of three members. The chairperson and one member who shall not be members of the Board of Directors shall be elected at the Annual Meeting. Nominations for these officers shall be made by the current Nominating Committee. The other member shall be appointed by the Board of Directors immediately 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 the committee by any voting member.

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 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.

Section 3 Elections.

The election 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 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 the Program.

Section 2 Program.

The Program of the League shall consist of:

- (a) Action to protect the right to vote of every citizen;
- (b) Concerted study of, and action on, local governmental issues; and
- (c) Action to implement Principles of LWVUS.

Section 3 Action by the Annual Meeting.

The Annual Meeting shall act upon the Program using the following procedures:

(a) The Board of Directors shall consider the 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 one month 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;

(d) Recommendations for the 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 majority vote; and

(e) 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 only when authorized to do so by the proper 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 the League under provisions of the Bylaws of the LWVUS, one of whom shall be the President for the succeeding year or alternate of his or her choice.

Section 2 State Convention or Council.

The Board of Directors at a meeting before the date on which the names of delegates must be sent to LWVHI shall select delegates to the State Convention in the number allotted the League under provisions of the Bylaws of the League. 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 allocated the League under the provisions of the Bylaws of the League.

ARTICLE XI PARLIAMENTARY AUTHORITY

Section 1 Parliamentary Authority.

The rules contained in *Robert's Rules of Order Newly Revised* shall govern in-person meetings of the Board of Directors, the Executive Committee, and Membership Meetings. *Robert's Rules of Order Newly Revised* will not be required for governance of Board of Director meetings, Executive Committee meetings, and Membership meetings conducted by electronic means, such as telephone conference call, email, or video conferencing.

ARTICLE XII AMENDMENTS

Section 1 Amendments.

These Bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided that amendments were submitted to the membership in writing at least one month in advance of the meeting. Amendments shall become effective immediately upon adoption, unless the notice specifies a later time.

ARTICLE XIII DEFINITIONS

Section 1 Definitions.

The word "person" or any pronoun used in place thereof, where the context so requires or admits, shall include and mean individuals, firms, corporations, partnerships and associations. The singular shall include and mean the plural, or vice versa. Masculine, feminine and neuter genders shall include or interchange each of the other genders as the context shall imply.