

THE LEAGUE OF WOMEN VOTERS OF LEXINGTON, INC. BY LAWS

Amended April 17, 2021

**P.O. Box 22045
Lexington, KY 40522**

ARTICLE I

Name

Section 1. The name of this organization shall be the League of Women Voters of Lexington, Inc., hereinafter referred to in these bylaws as LWV. This local League is an integral part of the League of Women Voters of Kentucky and the League of Women Voters of the United States. hereinafter referred to in these bylaws as LWVKY and LWVUS respectively.

ARTICLE II

Purpose and Policy

Section 1. Purpose: To promote political responsibility through informed and active participation of citizens in government and to act on selected government issues.

Section 2. Policy:

- a.** Political Policy. The League shall not support or oppose any political party or any candidate.
- b.** Diversity, Equity & Inclusion Policy. The League is fully committed to ensure compliance - in principle and in practice - with LWVUS' Diversity, Equity, and Inclusion Policy.
- c.** May take action on local government measures and policies in the public interest in conformity with the Principles of the LWVUS. [kept this sentence]

ARTICLE III

Membership

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

Section 2. Types of Membership: Voting Members. Persons at least 16 years of age who join the League shall be voting members of the local League. Those who have been members of the League for 50 years or more shall be life members 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 (hereafter referred to as the Board) shall consist of the officers of the League, not more than eight elected Directors and not more than eight appointed Directors. The elected Directors, whose duties will be defined by the President, shall be elected by membership at each Annual Meeting. The elected Officers and Directors shall appoint such additional Directors, not exceeding eight, as necessary to carry on the work of the League. The terms of office of appointed Directors shall be one year and shall expire at the next Annual Meeting. The immediate past President shall serve as an ex-officio member of the Board the following year.

Section 2. Executive Committee: Shall be the President, Vice Presidents, Secretary and Treasurer. Duties include acting for the Board, when necessary, between regular Board meetings. No action can conflict with action taken by the Board. Decisions made by the Executive Committee shall be reported to the Board at the next Board Meeting.

Section 3. Qualifications: No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless such person is a voting member of the League of Women Voters of Lexington, Inc.

Section 4. Vacancies: Any vacancy by reason of resignation, death, or disqualification may be filled until the next Annual Meeting by a majority vote of the Board. Three consecutive absences from Board Meetings without valid reason shall be deemed a resignation.

Section 5. Powers and Duties: The Board shall have full charge of the property and business of the corporation, with full power and authority to manage and conduct same, subject to the instructions of the membership. It shall plan and direct the work necessary to carry out the program as adopted by the National Convention, Kentucky State Convention and the Lexington Annual Meeting. The Board shall create and designate such special committees as necessary.

Section 6. Nonpartisan and Conflict of Interest Policy: All board members must review and sign the LWV of Lexington Nonpartisan and Conflict of Interest policy at the beginning of their term of office.

Section 7. Meetings: There shall be at least six regular meetings of the Board annually. The President may call special meetings of the Board and shall call a special meeting upon the written request of three members of the Board.

Section 8. Board Meeting Quorum: A majority of the members of the Board shall constitute a quorum for board meetings.

ARTICLE V

Officers

Section 1. Enumeration and Election of Officers: The officers shall be a President, two Vice Presidents of equal standing, a Secretary, and a Treasurer, who shall be elected by the membership at an Annual Meeting and take office immediately. The President shall be elected in even years for a two-year term and may serve up to two consecutive terms. First Vice President and the Secretary shall be elected in odd-numbered years for terms of two years. Second Vice President and the Treasurer shall be elected in even-numbered years for terms of two years. The Nominating Committee may propose two or more members to share the responsibilities of any office for which no single candidate will accept nomination.

Section 2. The President: Shall preside at all meetings of the organization and of the Board. The President may, in the absence or inability of the Treasurer, sign or endorse checks, drafts, and notes. The President shall be, ex-officio, a member of all committees except the Nominating Committee. 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.

Section 3. The Vice Presidents: In the event of absence, disability, or death of the President, the longest serving Vice President shall assume all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity, the Board shall elect one of the Board members to serve. One of the vice presidents shall be responsible for reviewing the bylaws annually and proposing necessary amendments to the Board.

Section 4. Secretary: Shall keep minutes of all meetings of the Board and send those minutes to Board members prior to the next meeting. When minutes are approved they will be posted on the LWV website. The Secretary shall sign with the President all contracts and other instruments when so authorized by the Board and shall perform such other functions as may be incidental to the Secretary's office.

Section 5. Treasurer: The Treasurer, or a duly appointed assistant, shall collect and receive all monies due. The Treasurer shall be the custodian of these monies, shall deposit them in a bank designated by the Board, and shall disburse the same only upon the order of the Board. The Treasurer shall present statements to the Board at its regular meetings, an up-to-date report to the Budget Committee and an annual report to the Annual Meeting. The books of the Treasurer shall be reviewed annually by a committee appointed by the President.

ARTICLE VI

Financial Administration

Section 1. Fiscal Year: Shall commence the first day of July.

Section 2. Dues: Annual dues are due by June 30. A second member in a household shall pay one-half the regular individual dues. Student member dues shall be determined by the board each year based on state and national PMP. Any member who fails to pay by January 31 shall be dropped from the rolls. Dues should be reviewed annually, and any change in the amount shall be published in the ***LEXINGTON VOTER*** prior to the Annual Meeting, at which time it shall be voted upon by the voting members present to become effective July 1 of that year. Need based scholarships are available to all members upon request and shall be awarded if approved by the Board.

Section 3. 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 the LWV program as a whole. The proposed budget shall be published in the ***LEXINGTON VOTER*** before the Annual Meeting.

Section 4. Budget Committee: Shall be appointed by the Board at least three months prior to the Annual Meeting to prepare a budget for the ensuing year. The Treasurer shall not be eligible to serve as chairman.

ARTICLE VII

Meetings

Section 1. Annual Meeting: Shall be held between March 15 and May 15, at a time and place to be determined by the Board. The Annual Meeting shall:

- a. Adopt a local program for the ensuing year.
- b. Elect Officers, Directors, and a Nominating Committee (Chairperson and two members).
- c. Adopt an adequate budget.
- d. Transact such business as may properly come before it.
- e. A quorum for the purposes of the Annual Meeting only: Ten members shall constitute a quorum, all members having been notified of the meeting.

Section 2. Planning Meeting: A Planning Meeting shall be held prior to the Annual Meeting. The Planning Meeting shall:

- a. Recommend, for the consideration of the Board, a program for the ensuing year.

- b. Recommend, or refer to an appropriate committee for study and recommendation, any proposed changes in bylaws to be considered by the membership at the Annual Meeting.
- c. Discuss program proposals or other issues to come before the next following state or national League convention.

Recommendations of the Planning Meeting shall be considered by the Board on the same basis as those submitted to the Board under Article IX, Section 3a.

Section 3. Membership Meetings: In addition to the Annual Meeting and the Planning Meeting, there shall be at least four meetings each year. Dates and times shall be set by the Board.

ARTICLE VIII

Nominating and Elections

Section 1. Nominating Committee: Shall be composed of at least three members. The Chairperson, who shall serve on the Board, and two non-Board members, shall be elected at the Annual Meeting. The incoming Board may appoint up to two additional members following the Annual Meeting. 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: Nominations for Officers, Directors shall be published in the Lexington LWV **VOTER** prior to the Annual Meeting. Following this presentation, nominations may be made from the floor by any voting member, provided the consent of the nominee shall have been secured.

Section 3. 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. In event of multiple candidates for an office, the Nominating Committee will be in charge of conducting a paper or, in the case of an online meeting, an electronic ballot election. A majority vote of the voting members shall constitute an election.

ARTICLE IX

Program

Section 1. Authorization: The governmental principles adopted by the National Convention and supported by the League of Women Voters as a whole, constitute the authorization for the adoption of the Program.

Section 2. Program: Shall consist of:

- a. Action to protect the right to vote of every citizen, and to implement the principles of the LWVUS.
- b. Those local governmental issues chosen for concerted study and/or action.

Section 3. Action by the Annual Meeting: Shall act upon the Program using the following procedures:

- a. The Board shall consider the recommendations of the Planning Meeting and those recommendations submitted in writing by the voting members and shall formulate a Proposed Program.
- b. The proposed Program shall be published in the Lexington LWV *VOTER* prior to the Annual Meeting.
- c. A majority of the voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the proposed Program as presented by the Board.
- d. Program recommendations submitted by voting members at least three months prior to the Annual Meeting but not recommended by the Board, may be considered by members at the Annual Meeting provided that:
 - 1. Members at the Annual Meeting must consent by majority vote to consider the proposed program and
 - 2. Members at the Annual Meeting shall adopt the item by two-thirds vote.
- e. Changes in the adopted Program, in the case of altered conditions, may be made, provided that:
 - 1. Information concerning the proposed changes have been sent to all members at least two weeks (when possible) prior to a general membership meeting;
 - 2. Final action by the membership is taken at a succeeding meeting.

Section 4. National Convention: Members may act in the name of the League of Women Voters of Lexington only when authorized to do so by the Board.

ARTICLE X

National Convention, State Convention, and Council

Section 1. National Convention: The Board, at a meeting preceding the Convention of the LWVUS, shall select delegates to that convention in the number allotted under the provisions of Article IX, Section 2.A of the bylaws of the LWVUS which states: each local League shall be entitled to at least one delegate; when local League membership reaches 50 voting members, the

local League shall be entitled to one additional delegate; thereafter one additional delegate shall be authorized for each additional 50 voting members.

Section 2. State Convention and State Council: The Board, at a meeting preceding the State Convention/Council, shall select delegates to the Convention/Council in the number allotted under the provisions of the bylaws of the LWVKY.

ARTICLE XI

Parliamentary Authority

Section 1. Parliamentary Authority: **Robert's Rules of Order, Revised**, shall govern the organization in 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 a two-thirds vote of the voting members present at the Annual Meeting, provided the amendments were published in the Lexington LWV **VOTER** before the meeting. The bylaws shall be amended automatically to conform with the bylaw changes adopted at each National Convention of the LWVUS.