

Bylaws of the League of Women Voters Jackson Area

Established in 1919; Reestablished Feb 15, 2015

ARTICLE I NAME

SEC. 1. **NAME**. The name of this organization shall be The League of Women Voters Jackson Area, located in Jackson, Michigan. hereinafter referred to 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 referred to as LWVUS and LWVMI, respectively.

ARTICLE II PURPOSE AND POLICY

SEC. 1. **PURPOSE**. The purposes 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. **POLICIES**. LWVJA may take action on local governmental measures and policies in the public interest in conformity with the bylaws and principles of LWVUS.

A. Political Policy: LWVJA shall not support or oppose any political party or any candidate

B . Diversity, Equity & Inclusion Policy: LWVJA is fully committed to ensure compliance - in principle and in practice - with LWVUS' Diversity, Equity, and Inclusion Policy

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

Members -. Individuals at least 16 years of age who join the 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.

Life Members - Those who have been members of the League for 50 consecutive years or more shall be life members excused from the payment of dues.

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 LWVJA, up to eight elected Directors, and up to eight appointed Directors. There shall be a minimum of five Directors.

Up to four Directors shall be elected by the voting members at the Annual Meeting 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 as they deem necessary to carry on the work of the LWVJA. Terms of office for the appointed directors shall be for two years or until the end of the regular sequence.

A. **OFFICERS/DIRECTORS TERMS OF OFFICE.** The Officers/Directors (appointed or elected) may serve a total of no more than three successive appointed or elective terms in the same office. They must be out of that office for one year before they can be re-appointed or re-elected to that same office. A partial term does not count as a term.

An officer can be appointed or elected to another office or as another director immediately after serving three terms, but that person shall not serve more than six consecutive full terms on the board. That person shall be off the Board for one year before returning.

B. **AD HOC DIRECTORS.** Ad Hoc Directors shall serve until the board deems their ad hoc work completed.

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 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 Board of Directors from names submitted by the nominating committee. If this election is not in the regular sequence for that position, the member may also run for up to three consecutive full terms at the end of the filled term. 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 the same, subject to the instruction of the voting members and to conform with the LWVUS Bylaws. Each member shall be familiar with the current Bylaws and Policies of the LWVJA. 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. If board members do not execute their duties of office, they shall be counseled and if violations persist, they may be removed from office by a two-thirds vote of the Board of Directors.

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 members of the Board. 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. Members may attend and vote electronically allowing all members present to participate in the meeting to hear each other at the same time. When decisions must be made before the next regularly scheduled board meeting, electronic communication will be an acceptable meeting alternative. 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 electronic communication 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, Vice-President, Secretary, and Treasurer. Officers shall be elected by the members at the Annual Meeting and take office immediately. They shall be voting 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 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. Any position may be held by a single individual or shared by two or more individuals.

SEC. 2. **PRESIDENT.** The President shall preside at general meetings of the organization, at meetings of the Board of Directors, and at the 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. The president shall be an ex-officio member of all committees except the nominating committee.

SEC.2.1. **IMMEDIATE PAST PRESIDENT.** The Immediate Past President shall remain on the board for one year serving in an advisory and mentoring capacity after their term and have a vote on the board.

SEC. 3. **VICE-PRESIDENT.** The Vice-President shall perform such duties as the President or Board may delegate.

SEC. 4 **SECRETARY.** The Secretary shall keep minutes of the Annual Meeting of the LWVJA, of all business meetings, and of all meetings of the Board of Directors. The Secretary shall notify all Officers and Directors of their election/appointment. 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 communicate the receipt of membership dues to the Membership Services Chair. The treasurer shall sign, with the President, all contracts and other instruments when so authorized by the Board of Directors. The Treasurer shall develop a budget and maintain LWVJA funds. The Treasurer shall present financial reports to the Board at its regular meetings and an annual report at the board meeting immediately after the close of the fiscal year so that it's in time for notice to members for 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.** Members shall pay dues based on the dues model and procedures established by the LWVUS.

SEC. 3. **BUDGET.** A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting for adoption.

SEC. 4. **FINANCE COMMITTEE.** A Finance Committee consisting of at least three members including the treasurer 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 at least 21 days 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 \$500 and one signature for smaller amounts. Expenditures of over \$500.00 using a debit or credit card shall be authorized in advance by the Board of Directors. After each election for Officers, the signer designations shall be reviewed and changed if necessary.

SEC. 6. **AUDIT COMMITTEE.** The Board of Directors shall appoint two voting members to the audit committee. The Treasurer shall present the books to the Audit Committee within 21 days following the close of the fiscal year. The Audit Committee will conduct a review of the Treasurer's books. The Audit Committee shall submit its review report to the Board 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.

ARTICLE VII MEETINGS

SEC. 1. **MEMBERSHIP MEETINGS.** There shall be at least four 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 brief business meeting, for example, a call to order, minutes, a treasurer's report, update on League activities, consideration of new business and adjournment.

SEC. 2. **ANNUAL MEETING.** An Annual Meeting shall be held within three months of the end of the fiscal year, 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
- E. Include such other business as may come before it.

SEC. 3. **QUORUM.** Twenty percent of the members reported in the most recent January 31 count as determined by the 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.

SEC. 4. ELECTRONIC MEETINGS

1. Meetings may be conducted electronically in the event an in-person meeting cannot take place due to unusual circumstances. The Board of Directors shall make that determination.
2. If a hybrid attendance option is available (meeting held in-person plus a virtual option) members may select the attendance method that is appropriate for their needs.

ARTICLE VIII NOMINATION AND ELECTIONS

SEC. 1. **NOMINATING COMMITTEE.** The Nominating Committee shall consist of three members. The Board shall appoint one member from the Board. The two other members shall be nominated by the nominating committee from the general membership and be elected at the Annual Meeting. The committee shall select their chair from one of the elected general members. Members of the Nominating Committee shall serve for a term of three years. A member of the Nominating Committee may serve a second three-year term. 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 members at least two months prior to the Annual Meeting for nomination for the positions 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, the floor shall be open for nominations by any member, provided the consent of the nominee shall have been secured.

SEC. 5. **ELECTIONS.** The election shall be by ballot or, if the meeting is held electronically/virtually, by a show of hands or vote. However, when there is but one nominee for each office, the President is empowered to take a voice vote. A majority vote of members shall constitute an election.

ARTICLE IX LOCAL PROGRAM

SEC. 1. **AUTHORIZATION.** The governing principles adopted by the National Convention and supported by the LWVJA 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 of 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 that will constitute the LWVJA Program.

SEC. 4. **MEMBER ACTION.** Members may act in the name of 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 who will represent LWVJA and 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 represent LWVJA and 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 DISSOLUTION

In the event of the dissolution of the LWVJA, all moneys and securities which may at that time be owned by or under the control of the LWVJA shall be paid to the LVWMI after all financial obligations have been met. All other property of whatsoever nature, whether real, person, or mixed that may at the time be owned or under the control of the LWVJA shall be disposed of to such person, organization, or corporation for such public, charitable, or educational use and purpose as the Board of Directors of the LWVJA, in its absolute discretion may designate.

ARTICLE XIII AMENDMENTS

SEC. 1. **AMENDMENTS.** These bylaws may be amended by two-thirds vote of the 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 21 days in advance of the meeting.

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