

# LEAGUE OF WOMEN VOTERS OF AMHERST

## BYLAWS

As adopted May 1948 and amended in 1951, 1956, 1957, 1958, 1961, 1962, 1964, 1966, 1967, 1971, 1972, 1974, 1975, 1978, 1985, 1987, 1990, 1991, 1998, 2006, 2007, 2009, 2011, 2016, 2020.

### ARTICLE I

#### Name

**Sec. 1. Name.** The name of this organization shall be the League of Women Voters of Amherst, hereinafter referred to in these bylaws as LWVA.

### ARTICLE II

#### Purposes and Policy

**Sec. 1. Purposes.** The purposes of the LWVA shall be to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

**Sec. 2. Political Policy.** The LWVA 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.** The membership of the LWVA shall be composed of voting members and associate members.

- A. Voting members. Persons at least 16 years of age who join LWVA shall be voting members of LWVA, of the League of Women Voters of Massachusetts (LWVMA), and of the League of Women Voters of the United States (LWVUS). Under the bylaws of the LWVUS:

- (1) individuals may join the local League of their choice;
- (2) individuals who choose not to join a local League may join a state League as a member-at-large, or the LWVUS;
- (3) members of LWVA who have been members of LWVA or another 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**

**Sec. 1. Enumeration and Election of Officers.** The officers of the LWVA shall be a President, a Vice President, a Secretary and a Treasurer, who shall be elected for terms of two years by the general membership at the annual meeting and shall take office at that time. The President and the Secretary shall be elected in odd-numbered years. The Vice President and the Treasurer shall be elected in even-numbered years. Alternatively, the membership may elect a Board of Directors to share leadership of the organization as a Steering Committee.

**Sec. 2. President.** The President shall preside at all meetings of the organization and of the Board of Directors. The President may, and in the absence or disability of the Treasurer shall, sign or endorse checks, drafts, and notes; shall be an ex-officio member of all committees except the Nominating Committee; 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.

**Sec. 3. Vice President.** The Vice President shall, in the event of absence, resignation, disability, or death of the President, possess all the powers and perform all the duties of that 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 Board may designate.

**Sec. 4. Secretary.** The Secretary shall keep minutes of the annual meeting and of all meetings of the Board of Directors, and shall notify all officers and directors of their election; 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 incident to the office.

**Sec. 5. Treasurer.** The Treasurer or the Treasurer's duly appointed assistant shall collect and receive all moneys due. The Treasurer shall be the custodian of these moneys, shall deposit them in a bank or banks designated by the Board of Directors, and shall disburse the same only upon order of the Board. The Treasurer shall present periodic financial statements to the Board at its regular meetings and an annual report at the annual meeting. The books of the Treasurer shall be reviewed annually by a public accountant within 90 days of the end of the fiscal year. The accountant's report shall be presented at annual meeting. The Treasurer's and accountant's reports shall be included in the minutes following annual meeting.

## ARTICLE V

### Board of Directors

**Sec. 1. Number, Manner of Selection, and Terms of Office.**

- A. The Board of Directors shall consist of either
- (1) the officers of the League plus up to 8 additional elected directors, or
  - (2) up to 12 elected directors sharing leadership of the organization as a Steering Committee.

A minimum of 9 directors are needed to fulfill the core functions enumerated in Section 4 below. Directors may be elected to fulfill specific core functions or at large. At-large directors assist as needed to fulfill organizational responsibilities.

- B. Directors elected at annual meeting may serve one- or two-year terms. Elected directors shall serve staggered terms, in as much as possible. Newly elected directors shall assume office at the conclusion of annual meeting.
- C. In the event of unfilled positions, the elected directors shall appoint additional directors as they deem necessary. The term of office of appointed directors shall expire at the conclusion of the next annual meeting.

**Sec. 2. Qualifications.** No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless he or she is a voting member of the LWVA.

**Sec. 3. Vacancies.** Any vacancy occurring on the Board of Directors by reason of the resignation, death or disqualification of an officer or elected director may be filled, until the next annual meeting, by a majority vote of the remaining directors. Three consecutive absences from a board meeting of any director without a valid reason 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 same, subject to 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 is responsible for the League's core functions: leadership, finance, voter service and citizen education, membership, records and communication. The Board shall also form committees as it deems necessary.

**Sec. 5. Meetings.** There shall be at least nine regular meetings of the Board of Directors annually. The President or Board of Directors may call special meetings of the Board of Directors and shall call a special meeting upon written request of five directors. A meeting of the Board of Directors may be held on line if necessary. Any local League member is welcome to attend any regular board meeting as an auditor. If a member wishes to speak to an issue at the board meeting, a director should be notified.

**Sec. 6. Quorum.** A majority of the Board of Directors shall constitute a quorum.

**Sec. 7. Executive Committee.** The Board may appoint from its own body four directors who shall constitute an Executive Committee to act in emergencies and make decisions between meetings of the Board. Any action of the Executive Committee shall be reported to the Board at its next regular meeting.

## ARTICLE VI

### Financial Administration

**Sec.1. Fiscal Year.** The fiscal year of the LWVA shall commence on the first day of July and shall end on June 30 of the following year .

**Sec. 2. Dues.** Annual membership notices shall be sent to members by September 30. Any member who fails to pay the dues by January 20 may be removed from the membership rolls, except:

- A. members who joined LWVA for the first time after April 30 of the current year, or
- B. life members, as defined in Article III, Section 2.A.(3) of these bylaws.

**Sec. 3. 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.

**Sec. 4. 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 Treasurer shall be an ex-officio member of the Budget Committee but shall not be eligible to serve as chair. The proposed budget shall be presented to the Board of Directors for approval. The proposed budget shall be sent to all members at least two weeks prior to the annual meeting where a budget will be adopted.

**Sec. 5. Distribution of Funds on Dissolution.** In the event of a dissolution for any cause of the LWVA, all moneys and securities which may at the time be owned by or under the absolute control of the LWVA shall be paid to the LWVMA. All other property of whatsoever nature, whether real, personal, or mixed, which may at the time be owned by or under the control of the LWVA shall be disposed of by any officer or employee of the organization having possession of same to such person, organization, or corporation for such public, charitable, or educational uses and purposes as may be designated by the Board of Directors of the LWVA.

## ARTICLE VII

### Meetings

**Sec. 1. Membership Meetings.** There shall be at least three meetings of the membership each year. Time and place shall be determined by the Board of Directors.

**Sec. 2. Annual Meeting.** An annual meeting shall be held between May 15 and June 15, the exact date, location and format to be determined by the Board of Directors. In the event that an in-person meeting cannot be held due to public health, safety, or other reasons, the Board may postpone the meeting or provide for an online annual meeting. The annual meeting shall:

- A. adopt a local program for the ensuing year,
- B. elect and install officers, directors, and members of the Nominating Committee,
- C. adopt an adequate budget, and

D. transact such other business as may properly come before it.

**Sec. 3. Quorum.** A quorum for the annual meeting or any other membership meeting for the transaction of business shall consist of five percent of the official membership on January 31.

## ARTICLE VIII

### Nominations and Elections

**Sec. 1. Nominating Committee.** The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chair and two members, who shall not be directors, shall be elected at the annual meeting. Nominations for these offices shall be made by the current Nominating Committee. Any vacancy on the Nominating Committee shall be filled by the Board of Directors.

**Sec. 2. Nominations.** Nominations for officers and directors for one- and two-year terms shall be made by the Nominating Committee. Suggestions for nominations for officers and directors may be sent to the Nominating Committee by any voting member of the LWVA.

**Sec. 3. Report of the Nominating Committee and Nominations from the Floor.** The report of the Nominating Committee of its nominations for officers, directors, and the members of the succeeding Nominating Committee shall be sent to all members at least two weeks before 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.

**Sec. 4. Elections.** The election shall be by ballot, except that when there is but one nominee for each position, it shall be in order to move that the secretary cast the ballot for every candidate. A majority vote of those members present and voting shall constitute an election.

**Sec. 5. Appointments to the Board of Directors.** The Nominating Committee may prepare a list of members who would be willing to accept appointments to the Board of Directors if asked to do so by the newly constituted Board.

## ARTICLE IX

### Program

**Sec. 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.

**Sec. 2. Program.** The program of the LWVA shall consist of:

- A. action to implement the Principles of the LWVUS, and
- B. those governmental issues chosen for concerted study and action.

**Sec. 3. Program Selection.** Local program shall be adopted using the following procedures:

- A. The Board of Directors shall consider proposals submitted by the voting members not later than March 15 and shall recommend a program for the following year.
- B. The recommended program shall be sent to all members at least two weeks before the annual meeting.
- C. Non-recommended proposals received by March 15 shall also be sent to all members at least two weeks before the annual meeting, provided that the proposers wish to proceed without Board recommendation.
- D. A majority vote of voting members present and voting at the annual meeting shall be required for adoption of the recommended program and for any of the non-recommended proposals.
- E. Changes in the adopted program 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.

**Sec. 4. Member Action.** Members may act in the name of the League of Women Voters only when authorized to do so by the Board of Directors.

## ARTICLE X

### National Convention, State Convention, and State Council

**Sec. 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 LWVA under the provisions of the bylaws of the LWVUS. One of these delegates shall be the President, a member of the Board of Directors, or a duly authorized representative.

**Sec. 2. State Convention.** The Board of Directors, at a meeting before the date on which the names of delegates must be sent to the state office, shall elect delegates to that convention in the number allotted the LWVA under the provisions of the bylaws of the LWVMA. One of these delegates shall be the President, a member of the Board of Directors, or a duly authorized representative.

**Sec. 3. State Council.** The Board of Directors, at a meeting before the date on which the names of the delegates must be sent to the state office, shall select delegates to that council in the number allotted the LWVA under the provisions of the bylaws of the LWVMA. One of these delegates shall be the President, a member of the Board of Directors, or a duly authorized representative.

## ARTICLE XI

### Parliamentary Authority

**Sec. 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

**Sec. 1. Amendments.** These bylaws may be amended by a two-thirds vote of the voting members present and voting at the annual meeting, provided the amendments were submitted to the membership in writing at least two weeks in advance of the meeting.