

# League of Women Voters Knoxville-Knox County – Bylaws

## **ARTICLE I. Name**

**Section 1. *Name.*** The name of this organization shall be the League of Women Voters of Knoxville and Knox County, also referred to as League of Women Voters of Knoxville/Knox County and LWVKKC. 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 Tennessee.

## **ARTICLE II. Purposes and Policy**

**Section 1. *Purposes.*** The purposes of the League of Women Voters of Knoxville and Knox County shall be to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

**Section 2. *Policies.*** The policies of the LWVKKC are:

1. Political Policy. The League shall not support or oppose any political party or any candidate.
2. Diversity, Equity & Inclusion Policy. The League is fully committed to ensure compliance –in principle and in practice-with the LWVTN's Diversity, Equity & Inclusion Policy.

## **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. *Composition.*** The League of Women Voters of Knoxville/Knox County shall be composed of members of the League of Women Voters of the United States who are enrolled in recognized local Leagues within the state or are members-at-large residing within Tennessee.

**Section 3. A. *Voting Members.*** Persons at least 16 years of age who join the League shall be voting members of local Leagues, state Leagues and of the LWVUS; (1) those who live within an area of a local League may join that League or any other local League; (2) those who reside outside the area of any local League may join a local League or shall be state members-at-large; (3) those who have been members of the League for 50 years or more shall be life members excused from payment of dues; (4) Those who are students are defined as individuals enrolled either as full or part time with an accredited institution.

**B. *Associate Members.*** All others who join the League shall be associate members.

## **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. One-half of the elected directors (3) shall be elected by the general membership at each annual meeting and shall serve for a term of two years, or until their successors have been elected and qualified. 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.*** 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 League of Women Voters of Knoxville and Knox County. No President, First Vice President, or Second Vice President may

serve in the same office for more than two consecutive terms. Any officer or director of the League of Women Voters of Knoxville and Knox County who becomes a candidate for public office shall at once resign from the board of directors. Officers and directors shall be subject to the provisions of the Nonpartisan Policy adopted by the board of directors.

**Section 3. *Vacancies.*** Any vacancy occurring in the board of directors by reason of the resignation, death or disqualification of any officer or elected member may be filled by a majority vote of the remaining members of the board of directors. Three consecutive absences from a board meeting of any member without a 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 the 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 shall create and designate such special committees as it may deem necessary.

**Section 5. *Executive Committee.*** The Executive Committee shall consist of the elected officers of the board. The executive committee shall exercise the powers of the board when urgent conditions arise between regular board meetings and shall report for ratification purposes on all actions taken by it at the next regular board meeting.

**Section 6. *Meetings.*** There shall be at least nine 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.

**Section 7. *Quorum.*** A majority of the members of the board of directors shall constitute a quorum.

**Section 8. *Electronic Meetings.*** When circumstances prevent a physical meeting, an electronic meeting may be held. For business to be conducted, i.e., decisions made, at the electronic meeting certain conditions must be met: 1) the meeting must provide for simultaneous aural communication of the participants and 2) the technology used for the meeting must be available to all participants.

## **ARTICLE V. Officers**

**Section 1. *Enumeration and Election of Officers.*** The officers of the League of Women Voters of Knoxville and Knox County shall be a president, a first vice president, a second vice president, a secretary, and a treasurer, who shall be elected for terms of two years by the general membership at an annual meeting and take office immediately. The president, the first vice president and the secretary shall be elected in odd-numbered years. The second vice president and the treasurer shall be elected in even-numbered years. The office of president may be shared.

**Section 2. *The President.*** The president shall preside at all meetings of the organization and of the board of directors. He or she may, in the absence or disability 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. He or 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.

In addition to the elected directors nominated by the nominating committee, the president may appoint directors, confirmed by the board of directors, not exceeding six (6), as deemed necessary to carry on the work of the League.

**Section 3. *The Vice Presidents.*** The two vice presidents, in the order of their rank, shall in the event of absence, 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 presidents shall perform such other duties as the president and the board 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. He or she shall notify all officers and directors of their election. 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 by incident to the office.

**Section 5. *The Treasurer.*** The treasurer shall collect and receive all moneys due. He or she shall be the custodian of these 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 to the board at their regular meetings and an annual report to the annual meeting. An annual financial review shall take place by a committee consisting of at least one board member and one voting member-at large.

#### **ARTICLE VI. Financial Administration**

**Section 1. *Fiscal Year.*** The fiscal year of the League of Women Voters of Knoxville and Knox County shall commence on the first day of July each year.

**Section 2. *Dues.*** Annual dues as recommended by the board of directors of the League and as concurred to by the members shall be payable annually. Members who fail to pay their dues within six weeks after the dues become payable shall be dropped from the membership rolls.

**Section 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.

**Section 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 proposed budget shall be sent to all members one month before the annual meeting. The treasurer shall not be eligible to serve as a chairman of the budget committee.

**Section 5. *Dissolution.*** Upon withdrawal of recognition, Leagues shall follow local, state, and federal law to close out. Any remaining funds shall be distributed to the state LWV, LWVUS or LWVEF as appropriate.

#### **ARTICLE VII Meetings**

**Section 1. *Membership Meeting.*** There shall be at least three meetings of the membership a year. Time and place shall be determined by the board of directors.

**Section 2. *Annual Meeting.*** An annual meeting shall be held between May 1 and June 30, the date to be determined by the board of directors. The Annual Meeting shall: A. Elect officers and directors and the nominating committee chair and two members of the nominating committee; B. Adopt an adequate budget; C. Transact such other business as may properly come before it. All meeting materials, including

items that will be voted on during the annual meeting, shall be sent to all members one month before the annual meeting.

**Section 3. *Quorum.*** Ten percent of the membership shall constitute a quorum at the annual meeting of the League of Women Voters of Knoxville and Knox County.

**Section 4. *Electronic Meeting.*** When circumstances prevent a physical meeting, an electronic meeting may be held. For business to be conducted, i.e., decisions made, at the electronic meeting certain conditions must be met: 1) the meeting must provide for simultaneous aural communication of the participants and 2) the technology used for the meeting must be available to all participants.

#### **ARTICLE VIII. Nominations and Elections**

**Section 1. *Nominating Committee.*** The nominating committee shall consist of five members, two of whom shall be members of the board of directors. The chairman and two members, who shall not be members of the board, shall be elected at the annual meeting. Nominations for these offices shall be made by the current nominating committee. The other members 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 this committee by any voting member.

**Section 2. *Report of the Nominating Committee.*** 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 in advance of the annual meeting.

**Section 3. *Nominations from the Floor.*** Nominations for any elected office may be made from the floor of the annual meeting providing that the prior consent of the nominee has been obtained.

**Section 4. *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 a unanimous ballot. A majority vote 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 program.

**Section 2. *Program.*** The Program of the League of Women Voters of Knoxville and Knox County shall consist of (a) action to protect the right to vote of every citizen and (b) those current local governmental issues as the membership shall choose for concerted study and action.

**Section 3. *Adoption.*** 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 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 may be considered by the Annual Meeting provided that the Annual Meeting:

- a. shall order consideration by a majority vote and
  - b. shall adopt the item by a majority vote.
- E. Changes in the Program, in the case of altered conditions, may be made provided that:
- a. 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;
  - b. and final action by the membership is taken at a succeeding meeting.

**Section 4. *League Action.*** Action may be taken based on League principles and positions only when authorized by the appropriate 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 to the League of Women Voters of Knoxville and Knox County under the provisions of the Bylaws of the League of Women Voters of the United States.

**Section 2. *State Convention and Council.*** 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 the Convention or Council in the number allotted to the League of Women Voters of Knoxville and Knox County under the provisions of the Bylaws of the League of Women Voters of Tennessee.

#### **ARTICLE XI. Parliamentary Authority**

**Section 1. *Parliamentary Authority.*** The rules contained in the current edition of 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 a two-thirds vote at the Annual Meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.

*Amended May 5, 2022*