****

**LEAGUE OF WOMEN VOTERS OF CALVERT COUNTY**

**BYLAWS (*Revised May 2022)***

**ARTICLE I**

**Name**

The name of this organization shall be the League of Women Voters of Calvert County. This local League is an integral part of the League of Women Voters of the United States and the League of Women Voters of Maryland, hereinafter referred to in these Bylaws as LWVCC, LWVUS, LWVMD, or the LWV.

**ARTICLE II**

**Purposes and Policy**

Section 1. **Purposes:** The purposes of the LWVCC are to promote citizen responsibility through informed and active participation in government, and to act on selected governmental issues, in accordance with member-adopted positions.

Section 2. **Policy**: The LWVCC shall not support or oppose any political party or candidate.

Section 3. **Diversity, Equity & Inclusion Policy**: The LWVCC is fully committed to ensure compliance - in principle and in practice - with LWVUS' Diversity, Equity, and Inclusion Policy.

**ARTICLE III**

**Membership**

Section 1. **Eligibility**: Any citizen who subscribes to the purposes and policy of the LWV shall be eligible for membership.

Section 2. Types of Membership:

* 1. A. **Voting Members**.

a. Individuals who live within an area of a local LWV may join that LWV or any other local LWV;

* 1. b. Those who reside outside the area of any local LWV may join any local LWV or shall be State members-at-large;
  2. c. Those who have been members of the LWV for 50 years or more shall be life members and excused from the payment of dues.
  3. d. Students:  Those who are students are defined as individuals enrolled as full or part time with an accredited institution and excused from the payment of dues.
  4. B. **Associate Members.** Students of local high schools under the age of 16 are eligible to be enrolled as Associate Members. This is a non-voting category and dues are waived by local and national LWV policy.

**ARTICLE IV**

**Board of Directors**

Section 1. **Number**: The LWVCC Board of Directors shall consist of the officers of the LWV (President, or Co-Presidents if applicable, Vice President, Secretary, Treasurer), **six (6) elected Directors,** and not more than **six (6) appointed Directors.**

Section 2. **Manner of Selection and Term of Office** for **Elected Directors**: Three (3) of the elected Directors shall be elected by the general membership at each Annual Meeting (May of each year) and shall serve for a term of two (2) years, effective July 1 (start of fiscal year). The three (3) additional elected Directors shall be elected at the Annual Meeting in the interim year, with terms effective July 1, thus allowing a total of six (6) serving elected Directors with staggered terms.

1. A. It is the intent of the LWV to have a brief overlap of outgoing directors and newly elected or appointed directors to allow for familiarization with duties and responsibilities of Directors;
2. B. Outgoing Directors retain voting privileges until June 30. Incoming Directors become voting Directors on July 1.

Section 3. **Manner of Selection and Term of Office** for **Appointed Directors:** The elected members shall appoint such additional Directors, not exceeding six (6), as they deem necessary to carry on the work of the LWV, on or after July 1. The terms of office of the Appointed Directors shall be one year and shall expire at the conclusion of the fiscal year (June 30).

Section 4. **Qualifications**: No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless they are a general voting member of the LWVCC.

Section 5. **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 instruction of the general membership. It shall plan and direct the work necessary to carry out the Program adopted by the National Convention, the State Convention, and as approved at the local Annual Meeting. The Board shall create and designate such special committees as may be deemed necessary to conduct activities of the approved programs.

Section 6. **Meetings**: There shall be at least nine (9) 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 the written request of five (5) members of the Board.

Section 7. **Quorum**: A majority of the current members of the Board of Directors (50% plus one) shall constitute a quorum. Any one or more members of the Board of Directors may participate in a meeting by means of conference telephone, face time or other electronic meeting platforms that allow all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute in person presence at a meeting, provided the participant engages in the full meeting.

Section 8. **Obligatory Resignation**: Any Board member who misses three (3) consecutive meetings without written or verbal communication with the Board shall be deemed to have resigned from the Board.

Section 9. **Leave of Absence**: A Board member may request a Leave of Absence not to exceed six (6) months. Board President must be notified in writing (email or letter), member must be in good standing (dues paid for current fiscal year).

**ARTICLE V**

**Officers**

Section 1. **Enumeration and Election of Officers**: The officers of the LWVCC Board of Directors shall be a President or Co-Presidents (if applicable), a First Vice President, a Second Vice President, a Secretary and a Treasurer. Each officer position is a two-year term. The President or Co-Presidents and the Secretary shall be elected in odd-numbered years. The Vice Presidents and the Treasurer shall be elected in even-numbered years. In the event of a resignation in a Board Officer position or an Elected Director position during the current term of office, a member of the Board of Directors will be appointed on an interim basis by vote of the Board of Directors to fill the remainder of the original term.

Section 2. **President or Co-Presidents**: The President or Co-Presidents shall:

1. A. Preside at all meetings of the organization and of the Board of Directors;
2. B. In the absence or disability of the Treasurer, sign or endorse checks, drafts, and notes;
3. C. Serve as an ex-officio member of all committees except the Nominating Committee;
4. D. Have such usual powers of supervision and management as may pertain to the office of the President;
5. E. Perform such other duties as may be designated by the Board.

Section 3. **First Vice President**: The Vice President shall, in the event of absence, disability, or death of the President or Co-Presidents, 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 until the next Annual Meeting. The Vice President will provide strategic leadership for one or more Board initiatives, and shall perform such other duties as the President or Co-Presidents and Board may designate.

Section 4. **Second Vice President**: The Second Vice President will provide strategic leadership for one or more Board initiatives and shall perform other such duties as the President or Co-Presidents and Board may designate.

Section 5. **Secretary**: The Secretary shall keep minutes of all meetings of the LWV and of all meetings of the Board of Directors; shall notify all Officers and Directors of their election; shall sign, with the President or Co-Presidents, all contracts and other instruments when so

authorized by the Board; and shall perform other such functions as may be incident to the office.

Section 6. **Treasurer**: The Treasurer shall collect and receive all moneys due; shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors; shall disburse the same only upon order of the Board; and shall present statements to the Board at their regular meetings and an annual report at the Annual Meeting. The Treasurer will prepare a draft annual budget for the Board to review and approve for presentation to the membership at the Annual Meeting.

Section 7. **Terms of Office**: Board officers shall serve no more than two consecutive 2-year terms with the exception of the Treasurer for whom there shall be no limit on terms. There shall also be no limit on the number of terms for other Directors, elected or appointed. The President shall be elected in even-numbered years, and the Vice President in odd-numbered years.

All elected officers may be elected for a maximum of two consecutive two-year terms, staggered as described in Section 1. Each two-year term is determined by vote of the general membership at the Annual Meeting and becomes effective July 1.

**ARTICLE VI**

**Executive Committee**

Section 1. **Composition**: The Executive Committee shall consist of the elected officers- president or co-presidents, vice presidents, secretary, and treasurer.

Section 2. **Duties**: The Executive Committee shall have the power to make plans and act for the Board between meetings of the Board and shall report on all actions taken by said committee. It shall perform such duties as may be delegated to it by the Board of Directors.

**ARTICLE VII**

**Nominations and Elections**

Section 1. **Nominating Committee**: The Nominating Committee shall consist of five (5) 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 positions shall be made by the current Nominating Committee. The two (2) Board Member positions shall be appointed by the current Board of Directors following the Annual Meeting but before July 1. 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.

1. A. The Committee is to be active throughout the year and be prepared to offer nominations for Board approval for any vacancies occurring during the year.
2. B. The Committee shall receive suggestions of any voting member throughout the year for Officers, Directors, and members of the succeeding Nominating Committee.

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 the members of the succeeding Nominating Committee shall be sent to all members at least two weeks before the date of the Annual Meeting. Immediately following the presentation of the report at the Annual Meeting, nominations **may be made from the floor** by any voting member provided the consent of the nominee has 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. The majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted for elections.

**ARTICLE VIII**

**Financial Administration**

Section 1. **Fiscal Year**: The fiscal year of the LWV shall commence on the first day of July of each year.

Section 2. **Dues**: The Board of Directors of the LWV shall determine the annual dues, subject to the approval of two-thirds of the members voting at the Annual Meeting. Members shall be given thirty (30) days’ notice of any proposed dues change.

1. A. The Treasurer shall be responsible for preparing and sending out dues notices to members by June 30 of each year. The Treasurer will notify the Membership Chair of those members who have not paid dues by September 1.
2. B. It will be the Membership Chair’s responsibility to follow-up on the dues that are in arrears. Any member who fails to pay dues within three (3) months after they become due shall be dropped from the membership rolls.
   1. C. New members who join after the start of the fiscal year (July 1): a. New members joining between July 1 and September 30 will pay a full year’s dues of $65.
   2. D. New members joining October 1 or later will pay proportional dues based on the number of months remaining in the fiscal year X $6.
   3. E. Full dues will apply at the start of the next fiscal year (July 1).

Section 3. **Budget**: A budget for the upcoming year shall be submitted by the Board of Directors to the Annual Meeting for adoption by the general membership. The budget shall include support for the work of the LWV as a whole.

1. Section 4. **Budget Committee**: A Budget Committee consisting of two Board of Directors and the Treasurer shall be appointed by the Board of Directors at least two (2) months prior to the Annual Meeting to work with the Treasurer prepare a budget for the upcoming year. The Treasurer shall not be eligible to serve as Chairman of the Budget Committee.

A.The proposed budget shall be sent to all members at least two weeks before the Annual Meeting.

**ARTICLE IX**

**Meetings**

Section 1. **General Membership Meetings**: There shall be at least two (2) meetings of the general membership each year, the Annual Meeting and an additional General Membership Meeting. The time and place shall be determined by the Board of Directors.

Section 2. **Annual Meeting**: An Annual Meeting shall be held at a date determined by the Board of Directors, usually in May of each year. The Annual Meeting shall:

1. A. Adopt next year’s local program(s);
2. B. Elect Officers (per staggered term expirations) and Directors (per staggered terms; 3 per Annual Meeting); see Article IV;
3. C. Elect members of the Nominating Committee (five (5)) two of whom must be from the Board);
4. D. Adopt an adequate budget and vote on any Board recommendation for change in annual dues;
5. E. Transact such other business as may properly come before it.

Section 3. **General Membership Meeting**: An **additional meeting** of the general membership shall be held at a date determined by the Board of Directors. The Agenda for a General Membership Meeting will include both Board of Directors’ and General Members recommended items. Agenda will be finalized and presented (either electronically or by mail) two weeks prior to the date of the meeting.

Section 4. **Quorum**: Twenty (20) percent of the total Membership in attendance shall constitute a quorum at all general meetings of the LWVCC.

Section 5. Voting at Annual & General Membership Meetings:

* 1. A. **Adoption/approval of proposed action items**: Requires majority vote (fifty (50) percent plus one) of quorum.
  2. B. **Use of emails for voting** constitutes a valid decision-making format, but an email vote alone is not counted in determining whether there is a quorum for the actual meeting.

Section 6. **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 LWVCC under the provisions of the LWVUS

Section 7. **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 select delegates to that convention in the number allotted the LWVCC under the provision of the Bylaws of the LWVMD.

Section 8. **Representation**: Every local LWV shall be entitled to two delegates, in addition to the President or alternate, or Co-Presidents. Local LWVs having more than 50 voting members shall be entitled to one additional delegate for each additional 50 members.

**ARTICLE X**

**LWVUS Issues and Supporting Principles**

Section 1. **Issues and Supporting Principles**: The Issues and Supporting Principles are concepts of government adopted by the National Convention and supported by the LWV as a whole. They are the basis for the adoption of National, State, and Local programs. The Issues and Supporting Principles are available online at the LWVUS Website www.lwv.org.

Section 2. **Locally Focused Programs**: The Programs of the LWVCC shall consist of action to support, and to the extent possible, implement the LWVUS Supporting Principles and those governmental issues chosen at the LWVCC Annual Meeting for concerted study and action, provided that, as a condition of recognition by the State and National Boards, the LWVCC shall act only on existing local positions or State or National positions.

1. A. The Board of Directors shall recommend to the membership, at the Annual Meeting, programs of work focused on the local community. Programs of work, as used in these Bylaws, may be in the form of observing local government, advocating on a local issue or educating the membership and community on the structure and services of local government.
2. B. The Annual Meeting may adopt the Board of Directors recommended programs or any similar programs of work\* provided that any program of work adopted by the LWVCC shall focus on the local community.

*\*See General Membership Meeting agenda items Article VIII, Section 3.*

Section 3. **Program Action**: Members may act in the name of the LWVCC only when authorized to do so by the Board of Directors. They may act only in conformity with, and not contrary to, a position taken by the LWVCC, the LWVMD, and the LWVUS.

**ARTICLE XI**

**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 the bylaws. The Board of Directors will appoint a Parliamentarian from the membership of the Board. A copy of Robert’s Rules of Order, Newly Revised, will be accessible at each meeting via electronic access or hard copy.

**ARTICLE XII**

**Amendments**

The Bylaws may be amended by a two-thirds vote of the voting members present at the Annual Meeting, provided the amendments are submitted to the membership in writing, either electronically or by hard copy, at least two weeks in advance of the meeting.

Original Adoption: March 1969

Amended: April 1995; May 2000; June 2001; May 2007; May 2011; June 2013; March 2017; May 2020, May 2022