



## **BYLAWS**

### **ARTICLE I           Name**

Section 1. Name. The name of this organization is the League of Women Voters of Anne Arundel County, Inc., herein referred to as the League. The League is an integral part of the League of Women Voters of the United States, herein referred to as the LWVUS, and of the League of Women Voters of Maryland, herein referred to as the LWVMD.

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

Section 1. Purposes. The purposes of the League are 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 League are:

- (a) Political Policy. The League shall not support or oppose any political party or candidate.
- (b) Diversity, Equity and Inclusion Policy. The League 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 individual who subscribes to the purposes and policy of the League shall be eligible for membership.

Section 2. Types of Membership. The membership of the League shall be composed of voting members and associate members.

(a) Voting Members.

- (1) Persons at least 16 years of age who join the League shall be voting members of the League, the LWVMD and the LWVUS and any regional League to which this League belongs.
- (2) Those who live inside the area of the League may join the League or any other League. Those who reside outside the area of the League may join the League, another local League or shall be LWVMD members-at-large.
- (3) Life Members. Those who have been members of the League for 50 years or more shall be life members excused from payment of dues.
- (4) Student Members. Those who are enrolled full- or part-time in an accredited institution shall be student members.

(b) Associate Members. All others who join the League will be associate members.

### **ARTICLE IV          Board of Directors**

Section 1. Selection, Qualifications, and Terms. The Board of Directors (herein referred to as the Board) shall consist of the officers of the League, six (6) elected directors and not more than six (6) appointed directors.

(a) All directors shall be voting members of the League. Three (3) directors shall be elected by the general membership at each annual meeting. Elected directors shall take office on July 1 and shall serve for two (2 ) years or until their successors have been appointed.

(b) At the first Board meeting following July 1, the start of a new fiscal year, the elected Board members shall appoint additional directors not exceeding six (6) as they consider necessary to carry on the work of the League. The terms of office of the appointed directors shall expire on June 30.

(c) Vacancies other than the presidency may be filled by vote of the remaining members of the Board. The person filling the vacancy shall serve until the end of the unexpired term.

(d) The Board may designate long-standing Board members as Board members emeritus, who shall not vote but may provide counsel to the Board.

(e) The Board, by a majority vote, may terminate a Board member for, but not limited to, the following reasons:

(1) Failure to appear at three (3) consecutive Board meetings without advance notification to the President.

(2) Failure to comply with League policies and guidelines concerning conflict of interest as set forth in LWVMD guide for local Leagues.

Section 2. Powers and Duties. The Board shall manage and supervise the business, affairs and activities of the League subject to the instructions of the general membership at the annual meeting. It shall select delegates to the state convention and council and to the national convention. It shall accept responsibility for other matters as the national or state board may delegate to it. It shall have the power to create special committees as it considers necessary and shall perform other duties as specified in these bylaws.

Section 3. Meetings. There shall be at least seven (7) regular meetings of the Board annually. The President may call a special meeting of the Board and shall call a special meeting upon the request of five (5) members of the Board.

Section 4. Quorum. A majority of the members of the Board must be present at a Board meeting to conduct official League business.

## **ARTICLE V           Officers**

Section 1. Officers. The officers of the League shall include:

(a) One of the following combinations:

(1) A President and a Vice-President, or

(2) Two Co-Presidents, or

(3) A Governing Executive Board; and

(b) A Secretary; and

(c) A Treasurer.

Section 2. Terms and Elections.

(a) Except as provided in paragraph (b) of this subsection:

(1) The officers shall be elected for terms of two (2) years by the general membership at the annual meeting;

(2) The President, Co-Presidents or Governing Executive Board, and the Secretary shall be elected in odd-numbered years;

- (3) The Vice-President and the Treasurer shall be elected in even-numbered years;
- (4) Officers shall take office on July 1, but may begin transitions immediately following election at the annual meeting and serve in parallel with incumbent officers;
- (5) The newly elected Treasurer and the outgoing Treasurer shall serve together until the League's accounts and records have been duly transferred, but no later than June 30.

(b) When a President is elected to succeed Co-Presidents, the Vice-President shall be elected in the same year as the President and shall serve an initial term of one (1) year.

(c) An individual serving as President or Co-President shall not hold the same office for more than two (2) consecutive terms.

### Section 3. Authorities and Responsibilities.

(a) The President. The President shall have the customary powers of supervision and management of the office; shall preside at all meetings of the League and the Board or designate another member to preside; shall be an ex officio member of all committees except the Nominating Committee. In the absence of the Treasurer, the President may sign or endorse checks, drafts, or notes; and shall perform other duties as the Board may direct. In the event of the absence, disability, resignation or death of the President, the Vice-President shall assume the office of President. If the Vice-President is not able to serve as President, the Board shall fill the vacancy from among the elected directors.

(b) Co-Presidents. Co-Presidents shall have all the powers enumerated in Section 3(a). They shall determine how those powers shall be divided between them. In the event of the absence, disability, resignation or death of a Co-President, the other Co-President shall assume the office of President. If the other Co-President is not able to serve as President, the Board shall fill the Co-Presidency vacancy from among the elected directors.

(c) Governing Executive Board. A Governing Executive Board shall consist of the Board members, both elected and appointed, acting as a governing body without an executive. The Board members shall assume the powers of the President and divide the powers among themselves.

(d) The Vice-President. The Vice-President shall perform duties the President and the Board direct.

(e) The Secretary. The Secretary shall keep minutes of the meetings of the membership and of the Board. The Secretary shall notify all officers and directors of their election and shall sign with the President all contracts and other instruments when authorized by the Board and shall perform other duties the President and the Board direct.

(f) The Treasurer. The Treasurer shall perform the customary duties of the office and arrange for an annual review or audit of the books and records.

## **ARTICLE VI        Executive Committee**

The purpose of the Executive Committee is to advise and support the President (or Co-Presidents). It shall be comprised of the elected officers and chaired by the President or Vice-President when officially serving in the absence of the President. Meetings shall be convened by the chair or at the request of a majority of Executive Committee members. When convened, it shall consider and may authorize any League activities and expenditures not reserved in the bylaws for member or Board approval. Decisions

shall be by consensus with the chair having final say. The chair may invite the participation of additional Board members or portfolio chairs to address a specific focus area or project. The Executive Committee may convene in person, virtually or via group email.

## **ARTICLE VII Financial Administration**

Section 1. Fiscal Year. The fiscal year of the League is from July 1 to June 30.

Section 2. Dues. Dues shall be payable annually on the anniversary of the individual's enrollment. The Board may set reduced dues for student, associate and household members, and may provide scholarships for active members. A member who fails to pay dues within one (1) month after due date shall be dropped from the membership roster.

Section 3. Budget Committee. The Board shall appoint the Committee. The Treasurer shall be a member of the Committee but shall not serve as chair. The proposed budget shall be prepared not later than two (2) months before the annual meeting and provided to all members not later than one (1) month before the annual meeting.

Section 4. Distribution of Funds on Dissolution. In the event of the dissolution of the League, all money and securities of the League shall be paid to the LWVMD after the state and national per-member payments and other obligations have been met. All other property of the League shall be conveyed to a person, organization or corporation for public, charitable, or educational uses and purposes as the Board in its absolute discretion may designate.

## **ARTICLE VIII Meetings**

Section 1. Membership Meetings. There shall be at least 3 meetings of the membership each year. The Board shall determine the dates, times and places of the meetings.

Section 2. Annual Membership Meeting. An annual meeting of the members shall be held between April 1 and June 30, on a date to be determined by the Board. At the annual meeting, a majority of members who are present and voting, shall:

- (a) Adopt a local program for the next year.
- (b) Elect officers, directors, and a member to the nominating committee.
- (c) Approve a budget for the next fiscal year's expenses and income, including the amount of membership dues;
- (d) Transact other business that properly comes before them.

Section 3. Quorum. Ten percent (10%) of the voting members must be present at a general membership meeting to conduct official League business.

## **ARTICLE IX Committees and Elections**

Section 1. Nominating Committee. The Nominating Committee shall consist of three (3) members: The Chair, preferably a current or former Board member, shall be appointed by the Board for the following program year in advance of the annual meeting; one (1) member, who shall not be a Board member but shall be elected at the annual meeting; and one (1) member, who shall be a Board member, will be appointed by the Board immediately after the annual meeting. A committee vacancy shall be filled by a Board appointment.

- (a) Report of the Nominating Committee. The report of the Nominating Committee shall be sent to all members one (1) month before the date of the annual meeting.

(b) Other Nominations. A nomination may be made from the floor at the annual meeting by a voting member, if the proposed nominee consents.

(c) Elections. The election shall be by ballot. If there is only one nominee for each office, the Secretary may be instructed to cast the ballot for every nominee. A majority of members qualified to vote, present and voting, shall constitute an election. Absentee and proxy voting are not permitted.

Section 2. Budget Committee. See Article VII, Financial Administration.

Section 3. Bylaws Review Committee. The Committee shall consist of three (3) members. The Board shall appoint two (2) Board members, who shall select a non-Board member, to review bylaws annually. Any changes to the bylaws shall be reported to the Board for approval before presenting them to be voted on by members at the next annual meeting.

## **ARTICLE X Principles and Program**

Section 1. Principles. The principles of the League are concepts of government adopted by the national convention and supported by the League as a whole. They are the authorization for the adoption of the national, state and local program.

Section 2. Program. The program of the League shall consist of action to implement the principles and those local governmental issues chosen at the annual meeting for study and action as follows:

(a) Voting members may make recommendations to the Board not later than two (2) months before the annual meeting.

(b) The Board shall consider these recommendations and formulate a proposed program that shall be sent to the members not later than 1 month before the annual meeting.

(c) The members may adopt a program by a majority vote. Program recommendations properly submitted to the Board, but not proposed by the Board, shall by majority vote be considered at the annual meeting and by majority vote may be adopted at the annual meeting.

Section 3. Changes in Program. Changes to the program may be made if:

(a) Information concerning the proposed change has been sent to all members at least two (2) weeks before the annual meeting at which the change is discussed; and final action by the membership is taken at a succeeding meeting.

Section 4. Program Action.

(a) Members may act in the name of the League only if authorized by the Board.

(b) Members may act only in conformity with a position of the League, the LWVMD, and the LWVUS.

## **ARTICLE XI National Convention, State Convention and Council**

Section 1. National Convention. The Board of Directors shall select delegates to the convention of the LWVUS up to the number allotted by the bylaws of that organization.

Section 2. State Convention and Council. The Board of Directors shall select delegates to the convention or council of the LWVMD up to the number allotted by the bylaws of that organization.

**ARTICLE XII      Parliamentary Authority**

Robert's Rules of Order Newly Revised shall govern the League in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

**ARTICLE XIII      Amendments**

The bylaws may be amended by two-thirds vote of the voting members at an annual meeting, if the proposed amendments are submitted to the membership in writing not later than one (1) month before the meeting.

**ARTICLE XIV      Virtual Meetings**

Board and membership meetings may be held, and League business conducted, by virtual means.

Revised April 15, 2023