

# LEAGUE OF WOMEN VOTERS OF SUSSEX COUNTY, DELAWARE

## BYLAWS

### ARTICLE I

#### Name

**Name:** The name of this organization shall be the League of Women Voters of Sussex County, Delaware, hereinafter referred to in these Bylaws as LWVSC, or, as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these Bylaws as LWVUS, and of the League of Women Voters of Delaware, hereinafter referred to in these Bylaws as LWVDE.

### ARTICLE II

#### Purpose and Policy

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

**Sec. 2. Political Policy.** The League shall not support or oppose any political party or any candidate. The League may take action on local governmental measures and policies in the public interest in conformity with the Principles and/or the positions of the LWVUS and the LWVDE.

### 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.**

- a) **Voting Members.** Citizens at least eighteen years of age who join the LWVSC shall be voting members of the local and state Leagues of their place of joining and of the LWVUS. Those who make a lump-sum life membership payment to the LWVUS shall be paid life members. Those who have been members of the League for fifty (50) years or more shall be honorary 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. Election, Qualifications and Term.** The Officers of the LWVSC shall be a president or copresidents, a first vice-president, a second vice-president, a secretary, and a treasurer who shall be elected for terms of two years by the Annual Meeting. All officers shall take office on the beginning of the fiscal year starting on July 1<sup>st</sup>.

**Sec. 2. The President/CoPresidents.** The President shall have such powers of supervision and management as customarily pertain to the office; shall preside at all meetings of the organization and the Board, or designate another person to do so; shall be, ex officio, a member of all committees except the nominating committee; shall sign or endorse checks, drafts and notes in the absence of the Treasurer; and shall perform such other duties as the Board may direct. In the event of the absence, disability, resignation or death of the President, the Vice-Presidents in order of their rank, shall assume the office. If no Vice-President is able to serve as President, the Board shall fill the vacancy from among elected directors.

**Sec. 3. The Vice-Presidents.** The Vice-Presidents shall perform such duties as the President and Board shall direct.

**Sec. 4. The Secretary.** The Secretary shall keep minutes of the meetings of the membership and of the Board. The Secretary shall perform such other duties as the President and the Board direct.

**Sec. 5. The Treasurer.** The Treasurer shall perform such duties as customarily pertain to the office; arrange for a review of the books biannually at the direction of the Board, and maintain deposits in authorized financial institutions.

## ARTICLE V

### Board of Directors

**Sec. 1. Selection, Qualifications and Term.** The Board of Directors shall consist of the officers of the LWVSC, and directors appointed by the elected members of the Board. All directors shall be voting members of the LWVSC. They shall serve for a term of two years or until their successors have been elected and qualified. The appointed directors shall serve until the close of the next Annual Meeting. Vacancies other than the presidency may be filled by vote of the remaining members of the Board.

**Sec. 2. Powers.** The Board shall manage and supervise the business affairs and activities of the LWVSC subject to the instructions of the Annual Meeting. It shall select delegates to the state and to the national Convention. It shall accept responsibility for such other matters as the national or state Board may from time to time delegate to it. It shall have power to create such special committees as it deems necessary and shall perform such other duties as are specified in these Bylaws. The Board shall have the authority to establish local units for the purpose of:

- a. study and consensus on League Program
- b. study and action on local issues as authorized by the Board
- c. other activities as authorized by the Board.

**Sec. 3. Executive Committee.** The Board may appoint an Executive Committee consisting of the officers plus one (or more) director(s) resulting in an uneven number. The Executive Committee shall exercise such power and authority as may be delegated to it by the Board and shall report to the Board on all actions taken by it between regular meetings of the Board. Board members shall be notified of upcoming Executive Committee meetings.

**Sec. 4. Meetings.** There shall be at least six regular meetings of the Board or Executive Committee held annually, four of which shall be meetings of the full Board. The President may call special meetings upon the written or e-mail request of five members of the Board. More than three unexcused absences per year from regular Board or Executive Committee meetings may constitute a resignation from the Board. Board meetings and Executive committee meetings are open to all members. Only designated members of the Board or Executive Committee are eligible to vote.

**Sec. 5. Quorum.** A majority shall constitute a quorum at meetings of the Board or Executive Committee of the LWVSC.

**Sec.6. Electronic Voting** – To facilitate prompt decision making between Board meetings when delay seems inadvisable, an electronic vote of Board members may be taken using the following procedure:

- a. the President deems a prompt decision is necessary;
- b. sufficient background information is supplied to Board members to enable them to cast an informed vote;
- c. Board members must send their electronic yea or nay vote to all Board members;
- d. a majority of the Board must vote affirmatively for the proposed action to be approved;
- e. Board members who do not have access to electronic mail must be polled by telephone or in person with background information having been supplied;
- f. the vote, either yea or nay, shall be re-affirmed for recording purposes in the minutes, at the next Board meeting.

## **ARTICLE VI**

### **Financial Administration**

**Sec. 1. Fiscal Year.** The fiscal year of the LWVSC shall be July 1st to June 30th of each year.

**Sec. 2. Dues.** Annual dues for the new fiscal year shall be established by the members at the Annual Meeting and shall include the total of the national and state per member payment plus a determined amount for local use. When two members reside at the same address in a common household, they shall make a payment equal to one and one half times the determined per member dues.

**Sec. 3. Budget.** A two-year budget 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.** The budget shall be prepared by a committee which shall be appointed by the President, with the approval of the Board, for that purpose at least two months before the Annual Meeting. The Treasurer shall be, ex officio, a member of the Budget Committee but shall not be eligible to serve as chair. The proposed budget shall be submitted to the Board, and after Board approval shall be sent to all members at least two weeks before the Annual Meeting.

**Sec. 5. Distribution of Funds on Dissolution.** In the event of the dissolution of the LWVSC all moneys and securities which may at the time be owned by or under the control of the LWVSC shall be paid to the LWVDE after the state and national per member payments and other obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed which may at the time be owned or under the control of the LWVSC shall be disposed of to such person, organization, or corporation for such public, charitable or educational use and purposes as the Board in its absolute discretion may designate.

**Sec. 6. Review.** The Board of Directors shall make provision for a review of the books by a qualified person at least once every two years.

## ARTICLE VII

### Meetings

**Sec. 1. Membership Meetings.** There shall be at least three general meetings of the membership each year, one of which may be the Annual Meeting. The time and place shall be determined by the Board. The Board may call a special general membership meeting and shall call such meeting upon the written request of 10 percent of the voting members.

**Sec. 2. Annual Meeting.** An Annual Meeting shall be held between May 1 and June 30, the exact date to be determined by the Board. The Annual Meeting shall:

- a) Elect officers and directors, the chair and members of the Nominating Committee in odd years.
- b) Adopt a two-year budget.
- c) Adopt a local Program annually.
- d) Transact such other business as may properly come before it. Absentee or proxy voting shall not be permitted.

**Sec. 3. Quorum.** Fifteen Per Cent of the membership shall constitute a quorum at all general meetings of the LWVSC.

## ARTICLE VIII

### Nominations and Elections

**Sec. 1. Nominating Committee.** The Nominating Committee shall consist of three members nominated by the Nominating Committee and elected at the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by the President with Board approval. Suggestions for nominations for officers and directors may be sent to this committee by any voting members.

**Sec. 2. Report of Nominating Committee and Nominations from the Floor.** The report of the Nominating Committee of its nominations for officers, directors, the chair and two member of the succeeding Nominating Committee shall be sent to all members at least two weeks before the date of the Annual Meeting. Following the presentation of this report at the Annual Meeting, nominations may be made from the floor by any voting member present, provided the consent of the nominee shall have been secured.

**Sec. 3. Elections.** The elections 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. A majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

## ARTICLE IX

### Principles and Program

**Sec. 1. Authorization.** The Principles 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 national, state and local program.

**Sec. 2. Program.** The local Program of the LWVSC shall consist of (a) action to implement the Principles of the LWVUS and (b) those local governmental issues chosen for study, sustained attention and concerted action.

**Sec. 3. Adoption.** The membership shall use the following procedure to adopt the Program:

- 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 two weeks before the Annual Meeting.
- c. A majority vote of voting members present and voting 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 Program submitted by voting members two months prior to the Annual Meeting, but not recommended by the Board of Directors, may be considered by the Annual Meeting, provided that:
  1. The Annual Meeting shall order consideration by a majority vote, and
  2. The Annual Meeting shall adopt the items by a two-thirds vote.
- e. Changes in Program, in the case of altered conditions, 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 meeting of the membership, at which the change is to be discussed, and
  2. final action by the membership is taken at a succeeding meeting.

**Sec. 4. Units in Governmental Jurisdictions or Unincorporated Areas.**

- a. Voting members resident within the jurisdiction(s) of local government(s), or meeting in units in unincorporated areas, (hereinafter referred to as area(s)) concerned, may make recommendations to the Board two months before the Annual Meeting.
- b. The Board shall consider these recommendations and formulate a proposed program which shall be sent to the members at least 2 weeks before the Annual Meeting.
- c. Issues that relate to (a) specific jurisdiction(s) or an area(s) in the Program as presented to the Annual Meeting by the Board shall require for adoption a majority vote of members resident within the jurisdiction(s) of the local government(s) or area(s) concerned, followed by a majority vote of concurrence by members residing outside the jurisdiction(s) of the local government(s) or area(s) concerned.
- d. Recommendations for program submitted by members resident within the jurisdiction(s) of the local government(s) or area(s) concerned but not included in the Program recommended by the Board may be considered by the Annual Meeting provided that (1) they were submitted two months before the Annual Meeting (2) the Annual Meeting shall order consideration by a majority vote of members resident within the jurisdiction(s) of the local government(s) or areas(s) concerned, (3) the Annual Meeting shall adopt the items by a majority vote of the members resident within the jurisdiction(s) of the local government(s) or areas(s) concerned, and followed by a majority vote of concurrence of the members resident outside the jurisdiction(s) of the local government(s) or areas(s) concerned.
- e. Changes in program, in case of altered conditions, 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 jurisdiction(s) of the local government(s) or area(s) concerned is taken at a succeeding meeting, with concurrence by the membership residing outside the jurisdiction(s) of the local government(s) or area(s).

**Sec. 5. Member Action.** Members may act in the name of the League of Women Voters only when authorized to do so by the appropriate Board of Directors.

## ARTICLE X

### National Convention and State Convention

**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 LWVSC under the provisions of the Bylaws of the League of Women Voters of the United States.

**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 LWVSC under the provisions of the Bylaws of the League of Women Voters of Delaware.

## ARTICLE XI

### Parliamentary Authority

**Sec. 1. Parliamentary Authority.** The rules contained in the book, Roberts Rules of Order, 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.** A majority of the Board members present must approve by-law amendment(s) before submitting them for approval at the Annual Meeting.

**Sec. 2.** Those members present at the Annual Meeting must approve by-law amendment(s) by a two-thirds vote, provided the amendment(s) were submitted to the membership in writing at least two weeks prior of the meeting.

Amended: April 7, 2009

Amended: June 23, 2010