

BYLAWS

May 2021

League of Women Voters of Morgantown-Monongalia County

ARTICLE I: NAME

Sec. 1. **Name.** The name of this organization shall be the **League of Women Voters of Morgantown-Monongalia County**, hereinafter referred to in these bylaws as LWVMMC. This local League is an integral part of the League of Women Voters of the United States (LWVUS) and the League of Women Voters of West Virginia, Incorporated (LWVWV).

ARTICLE II: PURPOSES AND POLICIES

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

Sec. 2. **Policies.**

- a. **Political Policy.** The League shall not support or oppose any political party or any candidate.
- b. **Diversity, Equity & Inclusion Policy.** The League is fully committed to ensure compliance - in principle and in practice - with the LWVUS' Diversity, Equity, and Inclusion Policy.

ARTICLE III: MEMBERSHIP

Sec 1. **Eligibility.** Any person who subscribes to the purposes and policies of the League shall be eligible for membership.

Sec. 2. **Types of Membership.**

- 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 the payment of dues; (4) those who are students are defined as individuals enrolled either as full or part time with an accredited educational institution.
- b. *Associate Members.* Associate members are all other individuals who join the League.

ARTICLE IV: BOARD OF DIRECTORS

Sec. 1. **Purpose, Number, Manner of Selection, and Term of Office.** The purpose of the Board of Directors is to plan, guide and advance the policies and goals of the league and promote membership growth and development. The Board of Directors shall consist of the officers of the League, six elected directors and not more than six appointed directors. The terms of the elected directors are staggered, with three directors elected by the general membership at each Annual Meeting for two-year terms. Directors may be elected for a one-year term if a vacancy has occurred, in order to maintain the number of elected directors. The Board of Directors may appoint additional Directors, not exceeding six, as are necessary to carry on the work of the League. The appointed directors shall serve until the next Annual Meeting.

Sec. 2. **Qualifications.** No persons shall be elected or appointed or shall continue to serve as an officer or director of the LWVMMC unless they are voting members of this organization. No person shall be appointed or nominated or shall continue to serve as an officer or director who does not meet the

nonpartisan criteria as set forth in local League policy on partisanship activity. Board members should not run for or hold any elective office and should formally resign from the Board at the time of filing for political office. The **nonpartisanship policy** (see attached, appendix A) is determined by the local Board, subject to membership opinion at the Annual Meeting, and shall be reviewed periodically as deemed necessary by the Board. The policy should be presented to the membership prior to or at the Annual Meeting.

Sec. 3. **Vacancies.** Any vacancy occurring in the Board of Directors for whatever reason may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors.

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 conduct same, subject to the instructions of the general membership. The Board shall plan and direct the work necessary to carry out the Programs 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. Such committees should make regular reports to the Board of Directors.

Sec. 5. **Meetings.** There shall be at least five (5) regular meetings of the Board of Directors annually, at such time and place as the Board may determine. Additionally, the president may call special meetings of the Board as deemed necessary to conduct League business, or upon the request of five (5) members of the Board. Three (3) consecutive absences from a Board Meeting of any member without a valid reason shall constitute a resignation. Board Members should notify the President if they anticipate being absent from a Board meeting. Upon agreement by the majority of the Board of Directors, any meeting may be conducted by electronic means, such as telephone conferencing, video conferencing or by email in those instances where an in-person meeting would not be feasible or practical.

Sec. 6. **Archive.** The business of the LWMMC will be archived as determined by the board.

Sec. 7. **Quorum.** A majority of the members of the Board of Directors shall constitute a Quorum.

ARTICLE V: OFFICERS

Sec. 1. **Enumeration and Election of Officers.** The officers of the LWMMC shall be President, Vice President, a Secretary, and a Treasurer who shall be elected for terms of two (2) years by the general membership at an Annual Meeting and assume office immediately, except for the Treasurer, who shall take office July 1. The President, the Vice President, and the Secretary shall be elected in odd-numbered years. The Treasurer shall be elected in even-numbered years. A President shall not serve more than two (2) elected terms consecutively. On occasion, two Co-Presidents may be elected to share the responsibilities of the President and Vice President.

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

Sec. 3. **The Vice President.** The Vice President shall, in the event of absence, disability, resignation, 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, by majority vote, shall select 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. **The Secretary.** The Secretary or a designated substitute shall record minutes of all meetings of the Board of Directors, the Annual Meeting, and consensus meetings. They shall notify all officers and Directors of their elections and shall perform other functions related to the office.

Sec. 5. **The Treasurer.** The Treasurer shall collect and receive all moneys due. They shall be custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse same according to the approved budget. They should promptly notify the Board if there are any unusual expenses. They shall present statements to the Board at its regular meetings and an annual report to the

Annual Meeting. They shall sign, with the President, all contracts and other instruments when so authorized by the Board. The books of the Treasurer shall have a financial review annually, no later than two months after the close of the fiscal year.

ARTICLE VI: FINANCIAL ADMINISTRATION

- Sec. 1. **Fiscal year.** The fiscal year of the LWVMMC shall be from July 1 to June 30 of each year.
- Sec. 2. **Dues.** Annual dues are payable July first. Any member who fails to pay dues within six (6) months after they become payable shall be dropped from the membership rolls. Life members are excused from paying dues. Proposed changes to the annual dues shall be sent to all members at least two (2) weeks prior to the Annual Meeting. A two-thirds (2/3) vote of voting members present and voting at the Annual Meeting shall be required for adoption of any changes in the annual dues.
- 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. The LWVMMC shall make an annual per member payment (PMP) to the LWVUS in an amount determined by the LWVUS and to the LWVWV in an amount determined by the LWVWV; however, no payment shall be made to the LWVUS or LWVWV for life members or students.
- Sec. 4. **Budget Committee.** A Budget Committee shall be appointed by the Board of Directors at least six (6) weeks prior to the Annual Meeting to prepare a budget for the ensuing year. The proposed budget shall be sent to all members at least two (2) weeks before the Annual Meeting. The Treasurer may not serve as chairperson of the Budget Committee.
- Sec. 5. **Finance Drive.** A Finance Drive Committee may be appointed by the Board of Directors as needed.
- Sec. 6. **Withdrawal of Recognition and Dissolution.** Upon withdrawal of recognition or dissolution, the LWVMMC shall follow state and federal law to close out. After satisfaction of all obligations, any remaining funds shall be distributed to the LWVWV, LWVUS or LWV-Education Fund as appropriate.

ARTICLE VII: MEETINGS

- Sec. 1. **Membership Meetings.** There will be League sponsored meetings for the membership each year, time and place determined by the Board of Directors and communicated to the membership. Any and all meetings referenced in these bylaws, upon agreement by a majority of the Board of Directors, may be conducted by electronic means, such as telephone conferencing or video conferencing, in those instances where an in-person meeting would not be feasible or practical.
- Sec. 2. **Annual Meeting.** An Annual Meeting shall be held in the Spring, the exact date to be determined by the Board of Directors. The Annual Meeting shall:
 - (a) Adopt a local Program for the ensuing year.
 - (b) Elect Officers, Directors, and members of the Nominating Committee.
 - (c) Adopt a budget.
 - (d) Review the nonpartisanship policy.
 - (e) Transact such other business as may properly come before it.
- Sec. 3. **Quorum.** Twenty-five percent (25%) of the voting members shall constitute a quorum at the Annual Meeting and all Local Consensus meetings of the LWVMMC.
- Sec. 4. **Virtual Meeting procedures.** Elections and voting for business items may be conducted using appropriate available technology.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

Sec. 1. **Nominating Committee.** The Nominating Committee shall consist of at least three (3) members; at least two (2) of which shall not be members of the Board of Directors. The chairperson and two (2) members shall be elected at the Annual Meeting. Nominations for these offices shall be made by the current Nominating Committee. One to two (1-2) other members may be appointed by the Board of Directors. Any vacancy on the Nominating Committee shall be filled by a vote of the Board of Directors (either a Board member or from the general membership, depending on the vacancy). Two (2) months before the annual meeting, the Board of Directors shall call for nominations for officers and directors from the membership. The recommendations shall be provided to the Chair of the Nominating Committee.

Sec. 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 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. 3. **Elections.** The election shall be by ballot, voice vote, or hand count provided that when there is but one nominee for each office, the Secretary may be instructed to cast the ballot for those nominees. A majority vote of those qualified to vote and the voting shall constitute an election. Absentee or proxy voting shall not be permitted but voting via electronic media during a virtual meeting will be permitted.

ARTICLE IX: PRINCIPLES, PROGRAM, AND ACTION

Sec. 1. **Principles.** 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 LWVMMC shall consist of:

- (a) Action to protect the right to vote of every citizen, and to encourage informed participation in governmental processes.
- (b) Those government issues chosen for concerted study and action.

Sec. 3. **Action by the Annual Meeting.** The Annual Meeting shall act upon the Program using the following procedures:

- (a) Two (2) months before the Annual Meeting the Board of Directors shall call for recommendations for program items from the membership; four (4) weeks prior to the Annual Meeting the Board shall consider the recommendations and formulate a proposed program.
- (b) The proposed program shall be sent to all members at least two (2) 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 final program.
- (d) Additions to the Program, as believed necessary, may be made by the Board of Directors, provided that information concerning the additions is sent to all members in a subsequent communication.

Sec. 4. **Member Action.** The president of the local LWV may act in the name of the League of Women Voters on positions adopted by the national, state, or local League. Members may act in the name of the local LWV only when authorized to do so by the president or local Board of Directors.

ARTICLE X: NATIONAL CONVENTION, STATE CONVENTION AND 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 to the LWVMMC under the provisions of the Bylaws of the LWVUS.

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 select delegates to that Convention in the number allotted to the LWVMMC under the provisions of the Bylaws of the LWVWV.

Sec. 3. **State 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 that Council in the number allotted to the LWVMMC under the provisions of the Bylaws of the LWVWV.

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 two-thirds (2/3) vote of the voting members present and voting at the Annual Meeting, using the following procedures:

- (a) At least 4 months prior to the annual meeting the board may appoint a Bylaws Committee to make recommendations for amendments to the bylaws.
- (b) Voting members shall be advised that they may submit proposed amendments in writing to the Bylaws Committee at least three (3) months prior to the Annual Meeting.
- (c) The Bylaws Committee shall present all such proposed amendments, together with its recommendations, to the local Board for its consideration.
- (d) All approved amendments together with the recommendations of the local Board, shall be submitted to the membership in writing at least two (2) weeks in advance of the Annual Meeting.

Sec. 2. **Other Changes.** Changes directed by the LWVUS and minor changes may be approved by the Board of Directors as representatives of the membership.

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On January 21, 2021, the Board of Directors of the LWVMMC adopted revisions to Articles I, II, and III so that they would conform to the LWVUS bylaws.

Revisions to Articles IV through XII were adopted by the membership at the Annual Meeting on May 27, 2021.

APPENDIX A

NONPARTISANSHIP POLICY

League of Women Voters of Morgantown-Monongalia County Adopted February 2021

The purpose of this policy is to assure the credibility of the League of Women Voters of Morgantown-Monongalia County as a nonpartisan organization which does not support or oppose any political party or candidate. Only to the extent that the public and its elected officials are convinced of the League's genuine nonpartisanship will the League be able to render effective voters service and gain a wide base of support for its positions on governmental issues.

Board of Directors

- The Board has the responsibility of maintaining the nonpartisanship of the organization.
- The Board Member must recognize that due to their position with the League, they have a special responsibility to uphold the League's position of nonpartisanship and shall not engage in any activities that may compromise the position of the League.
- Before engaging in any political activity while on the board, the Board Member must receive a determination by the Board of Directors as to whether the activity would negatively impact the League's position on nonpartisanship.
- The President, Vice President, and Voters Service Director may not campaign for a political candidate or for a non-League elective issue and may not serve on a political executive committee.

League Positions

- Members of the League may not publicly identify themselves as members of the League, and then express opinions in direct opposition to positions held by the League.

Representing League

- When working with the public or community, League members must always be informed and aware of the League's position on issues and nonpartisanship. When acting as a League representative, a member should not engage in any communications or activities that could serve to undermine the League's positions.
- Public statements, petitions, and on-line solicitations of any kind made on behalf of the League must first be approved by the Board of Directors.

Serving on Commissions

- Members may serve on governmental commissions at their own discretion. If the appointment is League related, the appointee should be fully aware of the League positions as they relate to the commission's responsibilities.

Member Candidacies

- Board Members should not run for or hold any elective office and should formally resign from the board at the time of filing for candidacy.
- Public notices released by the League announcing the resignation of a Board Member to run for political office should be carefully worded to avoid the appearance of endorsing the resigning Board Member's candidacy.

League Meetings

- Members in the leadership roles at local league and other public meetings have the responsibility to ensure the nonpartisanship of the meeting and its environment.
- Only Board of Directors-approved petitions may be circulated at League meetings.

Political Activities of Family Members

- The political activities of a spouse or relative of a Board Member should be considered as separate and distinct from the activities of the Board Member.

League Roster

- The League's roster is not to be made available for non-League use without Board consent.

Adopted by Board of Directors 02/18/2021