

By-laws

(Amended 2007)

ARTICLE I. NAME

Section 1. Name. The name of this organization shall be the League of Women Voters of Westport. 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 Connecticut.

ARTICLE II. PURPOSE AND POLICY

Section 1. Purpose. The purpose of the League of Women Voters of Westport shall be to promote political responsibility through informed and active participation in government and to act on selected governmental issues including local, state, and national governmental measures and policies in the public interest in conformity with the Principles of the League of Women Voters of the United States.

Section 2. Political Policy. The League of Women Voters of Westport, Connecticut shall not support or oppose any political party or candidate.

ARTICLE III. MEMBERSHIP

Section 1. Eligibility. Any person who subscribes to the purpose and policy of the League shall be eligible for membership.

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

A. Voting members shall be United States citizens at least 18 years of age. They are also voting members of the League of Women Voters of the United States and the League of Women Voters of Connecticut.

1. Individuals 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 any local League or shall be state members-at-large.

3. Those who have been members of the League for fifty years or more shall be honorary life members, excused from the payment of dues.

B. Associate members shall be all other members.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. Number, Manner of Selection and Term of Office.

A. Number: The Board of Directors shall consist of:

1. At least five (5) Officers of the League; and
2. At least three (3) elected Directors; and
3. Appointed Directors as needed.

B. Manner of Selection and Term of Office:

The President and Past President shall each serve a term of one (1) year or until a successor has been elected and qualified. As an alternative to having one President, the League may elect two Co-Presidents, who shall each serve a term of two (2) years with alternate year expirations, or until their successors have been elected and qualified.

All other Officers shall serve a term of two (2) years or until a successor has been elected and qualified. If Co-Vice Presidents are elected, they shall serve a term of two years with alternate year expirations, or until their successors have been elected and qualified.

At least three (3) Directors shall be elected by the general membership at each Annual Meeting. They shall serve for a term of one (1) year or until their successors have been elected and qualified.

The elected Board of Directors shall appoint such additional Directors as it deems necessary to carry on League work. Terms of office of appointed Directors shall be one (1) year and shall expire June 30 following the Annual Meeting.

No Board member shall serve for a period of more than four (4) consecutive years, unless nominated to serve as President or Co- President. One (1) year shall elapse before such member can again serve on the Board

unless there are unusual circumstances that would require such service as a Director until a suitable replacement is found.

Terms of office for all elected members of the Board of Directors shall begin on July 1 of the year elected and end on June 30 of the year in which the term ends.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this organization unless such person is a voting member of the League of Women Voters of Westport.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive absences from a Board Meeting of any member without valid reason shall be deemed a resignation. If that position has another year remaining of a two-year term, the general membership at the next Annual Meeting will elect a replacement to fill the remaining one year.

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 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. Meetings. There shall be at least nine (9) regular meetings of the Board of Directors annually. The President or either Co-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 of Directors.

Section 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum.

ARTICLE V. OFFICERS

Section 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of Westport may be a President or Co-Presidents, a Past President, at least three (3) Vice Presidents or Co-Vice Presidents, Secretary, and a Treasurer, who shall be elected for terms of two (2) years with the exception of the President and the Past President who shall be elected for a term of one year. The Officers shall be elected by the general membership at the Annual Meeting and take office July 1. However, in the event that the election of an Officer to a two-year term would violate the four year provision of ARTICLE IV, Section 1, the Officer may be elected to serve a term of one (1) year.

Section 2. The President and Co-Presidents. The President and Co-Presidents(A) shall preside at all meetings of the organization and of the Board of Directors, (B) may, in the absence or disability of the Treasurer, sign or endorse check drafts and notes, (C) shall be, ex officio, a member of all committees except the Nominating Committee, (D) 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 of Directors.

Section 2a. The Past President. The Past President shall act in an advisory capacity to the Board of Directors and perform such duties as may be designated by the Board of Directors.

Section 3. The Vice Presidents and Co-Vice Presidents. (A) The Vice Presidents and Co-Vice Presidents, in addition to their specific responsibilities, shall perform such other duties as the President or Co-Presidents and Board may designate. (B) In the event of absence, disability or death of the President or a Co-President, the Board of Directors shall appoint a Vice President or Co-Vice President to possess all the powers and perform all the duties of the vacant office, until such time as the Board of Directors shall select one of its members to fill the vacancy.

Section 4. The Secretary. The Secretary shall (A) keep minutes of all meetings of the League and of all meetings of the Board of Directors, (B) notify all Officers and Directors of their election, (C) sign, with the President or a Co-President, all contracts and other instruments when so authorized by the Board (D) conduct correspondence as directed by the President or a Co-President, (E) issue the Call to the Annual Meeting and (F) perform such other functions as may be incident to this office.

Section 5. The Treasurer. The Treasurer shall (A) collect and receive all moneys due, (B) be the custodian of these moneys, (C) deposit them in a bank designated by the Board of Directors, (D) disburse the same only upon order of the Board, (E) present statements to the Board at their regular meetings and an annual report to the Annual Meeting.

ARTICLE VI. FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Westport shall commence on the first day of July each year.

Section 2. Dues. Annual dues shall be payable July 1.

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 (2) 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 Chairman of the Budget Committee.

ARTICLE VII. MEETINGS

Section 1. Membership Meetings. There shall be at least four (4) meetings of the membership each year. Time and place shall be determined by the Board of Directors.

Section 2. Annual Meeting. An Annual Meeting shall be held between April 15 and June 15, 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. Transact such other business as may properly come before it.

Section 3. Quorum. Twenty percent (20%) of the members shall constitute a quorum at all Annual or Membership Meetings of the League of Women Voters of Westport.

ARTICLE VIII. NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall consist of five (5) members. The Chairman and two members shall be elected by the general membership and shall not be members of the new Board of Directors. The remaining two members shall be appointed from the new Board of Directors 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 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 one month before the date of the Annual Meeting. The report of the 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.

Section 3. Elections. The election shall be by ballot, provided that if 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

Section 1. Principles. 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 program.

Section 2. Program. The program of the League of Women Voters of Westport shall consist of:

A. Action to implement the Principles and national, state and local positions that have been adopted by, respectively, the LWVUS, the LWV of Connecticut and the League of Women Voters of Westport, and

B. Those governmental issues chosen by the membership at the Annual Meeting for concerted study.

Section 3. Program Selection.

A. Action. Action shall be determined by the Action Committee and the Board of Directors of the League of Women Voters of Westport, all of which meetings are open to all League members. Members may also express their priorities for action at annual Local Program Planning meetings and the Annual Meeting. Members taking action in the name of the League may act only in conformity with, and not contrary to, positions adopted by the LWVUS, the LWV of Connecticut and the League of Women Voters of Westport, and only with the authorization of the Board of Directors.

B. Studies. At the Annual Meeting, the membership may choose governmental issues for concerted study

Section 4. Action by the Annual Meeting. The Annual Meeting shall adopt a program using the following procedures:

A. The Board of Directors shall consider the recommendations proposed at an annual Program Planning Meeting and also recommendations sent in by the voting members no less than two (2) 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 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. Items submitted by voting members to the Board of Directors at least two months prior to the Annual Meeting, but not proposed 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 item by a two-thirds vote.

Section 5. Changes in Program. Changes in the program between Annual Meetings, 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 Membership Meeting at which the change is to be discussed, and

B. Final action by the membership is taken at such Membership Meeting.

Section 6. Member Action. Members may act in the name of the League of Women Voters only when authorized to do so by the 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 the League of Women Voters of Westport under the provisions of the Bylaws of the League of Women Voters of the United States.

Section 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 the League of Women Voters of Westport under the provisions of the Bylaws of the League of Women Voters of Connecticut.

Section 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 the League of Women Voters of Westport under the provisions of the Bylaws of the League of Women Voters of Connecticut.

ARTICLE XI. PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority. The rules contained in Robert's 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

Section 1. Amendments. These Bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided the amendments were submitted to the Board of Directors in writing at least two months in advance of the meeting. All such proposed amendments, along with the recommendation of the Board shall be sent to the membership at least one month in advance of the meeting.