

# THE LEAGUE OF WOMEN VOTERS OF **GREATER** NEW ORLEANS BY-LAWS

Amended June, 2005

## ARTICLE I - NAME

Section 1. The name of this organization shall be the League of Women Voters of **Greater** New Orleans. 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 Louisiana.

## ARTICLE II - PURPOSES AND POLICY

Section 1. Purposes. The purposes of the League of Women Voters of **Greater** New Orleans shall be to promote political responsibility through informed and active participation of citizens in government; **to foster informed citizen involvement in local, state, and national government through study, discussion, and advocacy;** and to act on **and influence public policy on** selected governmental issues.

Section 2. Policy. The League of Women Voters of **Greater** New Orleans may take action on local governmental measures and policies in the public interest in conformity with the principles of the League of Women **v**Voters of the United States. It shall not support or oppose any political party or **ANY CANDIDATE any candidate.**

## ARTICLE III – MEMBERSHIP

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

Section 2. Types of membership. A. Voting Members. (1) Citizens of at least 18 years of age, residing in New Orleans or the New Orleans vicinity who join the New Orleans League shall be voting members of the League of Women Voters of **Greater** New Orleans, the League of Women Voters of Louisiana, and the League of Women Voters of the United States. (2) Those who make a lump sum life membership payment to the LWVUS shall be paid life members, and those who have been members of the League for 50 years of 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 – BOARD OF DIRECTORS

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the **e**Officers of the League, five elected Directors, and not more than five appointed Directors. The five elected Directors shall be elected by the general membership at each Annual Meeting and shall serve for a term of one year, beginning July 1. The elected members shall appoint such additional Directors, not exceeding five, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year beginning July 1.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as **e**Officer or **d**Director of this organization unless that person is a voting member of the League of Women Voters of **Greater** New Orleans.

Section 3. Vacancies. a) Any vacancy occurring in the Board of Directors by reason of the resignation, death, or disqualification of an **e**Officer or elected member may be filled, until the next annual meeting, by a majority vote of the remaining members of the Board of Directors. b) Three consecutive absences from **a** Board meetings of any member **shall may** be deemed a resignation.

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. **#-The Board** 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 **of the local League.** The Board shall create and designate such special committees, as it may deem necessary.

Section 5. Meetings. There shall be at least nine 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 members of the Board. Said request shall state the purpose of the required meeting. **Any voting member may attend a Board Meeting, but may not take part in any binding action of the Board.**

Section 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum. Telephone or email voting by the **b**Board can be used when necessary. **A quorum is necessary for a vote is**

to be taken and when ratifying minutes or budget items.

#### ARTICLE V – OFFICERS

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Greater New Orleans shall be a President, two Vice Presidents, a Secretary, and a Treasurer, who shall be elected by the general membership at the Annual Meeting for a term of one year. They shall take office on July 1.

Section 2. The President. The President shall preside at all meetings of the organization, and of the Board of Directors, and shall be, ~~ex-officio,~~ a an ex officio member of all committees (except the Nominating Committee). The President may, in the absence or disability of the Treasurer, sign or endorse checks, drafts, and notes. The President shall have such powers of supervision and management as may pertain to the office of the President and shall perform such other duties as may be designated by the Board.

Section 3. The Vice Presidents. There shall be a First and Second Vice President. The First ~~V~~ Vice President shall preside in the absence of the President, succeed the President if she/he is unable to serve, and perform other duties as may be assigned by the President with the consent of the Board of Directors. The Second Vice President shall perform duties assigned by the President with the consent of the Board.

Section 4. The Secretary. The Secretary or duly appointed assistant shall keep minutes of all meetings of the League and of all meetings of the Board of Directors, and shall notify all Officers and Directors of their election. The Secretary shall ~~keep a minute book containing the minutes of the Board and any minutes taken at membership meetings, the By-Laws and policies of the organization, and a roll of the Board and general membership.~~ be responsible for retention of all written materials such as approved minutes of Board of Director meetings, minutes taken at any other General Membership meetings, By-Laws and any existing policies and procedures; and a roll of both the Board of Directors and General Membership. ~~The Secretary shall sign, with the President, all contracts and other instruments when so authorized by the Board and shall perform such other functions as may be incident to the office.~~

Section 5. The Treasurer. The Treasurer shall collect and receive all monies due, shall be custodian of these monies, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board. The Treasurer shall present a statement to the Board at their regular meetings and an Annual Report to the Annual Meeting.

#### ARTICLE VI - EXECUTIVE COMMITTEE

Section 1. Composition. The Executive Committee shall consist of the President, Vice Presidents, Secretary, and Treasurer.

Section 2. Powers and Duties. The Executive Committee shall be empowered to act for the Board of Directors when necessary between regular Board meetings. Where possible, action taken by the Executive Committee shall be subject to approval at the next meeting of the Board of Directors. If this is not possible and before any such actions are taken, the Executive Committee shall first poll Board Members electronically or, alternatively, telephonically to assess Board Member intent. The results of such an informal poll shall not be binding on the Executive Committee but may be discussed at the next meeting of the Board of Directors.

Section 3. Meetings. A meeting of the Executive Committee may be called by the President or any three members of the Executive Committee to deal with important matters that may arise between regular meetings of the Board of Directors and that urgently require action by the League before the next regular meeting of the Board of Directors. Before any such actions are taken, the Executive Committee shall first attempt to poll Board Members electronically or, alternatively, telephonically to assess Board Member intent. The results of such an informal poll shall not be binding on the Executive Committee but may be discussed at the next meeting of the Board of Directors. In addition, an ad hoc Board Meeting may be called by any three members of the Executive Committee in the event that urgently required action is deemed necessary.

Section 4. Quorum. A majority of the members of the Executive Committee shall constitute a quorum.

#### ARTICLE VII – FINANCIAL ADMINISTRATION

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

Section 2. Dues. The amount of dues shall be determined by the Board and ratified by a 2/3 majority of the members present and voting at the Annual Meeting. Dues of members joining the League of Women Voters of Greater New Orleans shall be payable on July first of each year. Any member who fails to pay dues within six weeks after they become payable shall be dropped from the membership rolls. with p Prior notification of any proposed increase or decrease in dues shall being given In accordance with those required for amendments to League By-Laws.

~~Section 3. Budget. A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting and shall include support for the work of the League as a whole.~~

Section 4.3. Budget Committee. A Budget Committee shall be appointed by the Board of Directors at least two months prior to the Annual Meeting to prepare a budget for the ensuing year. The proposed budget shall be sent to all members twenty (20) calendar days before the annual meeting. The Treasurer shall not be eligible to serve as chair of the Budget Committee.

Section 34. Budget. A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting and shall include support for the work of the League as a whole.

Section 5. Distributions of Funds Dissolution. In the event of a dissolution for any cause of the League of Women Voters of Greater New Orleans, all monies and securities and other items which may at the time be owned by or under the absolute control of the League of Women Voters of Greater New Orleans shall be distributed to the League of Women Voters of Louisiana.

Section 6. National and State Per Member Payment. The League of Women Voters of Greater New Orleans shall make a national Per Member Payment (PMP) in the amount to be determined by the LWVUS and the a Per Member Payment to the s State League to be determined by the LWVLA.

#### **ARTICLE VIII – MEETINGS**

Section 1. Membership Meetings. There shall be an Annual Meeting of the membership, and other general meetings of the membership as deemed necessary by the Board of Directors.

Section 2. Annual Meeting. An annual meeting shall be held between April 1 and June 30, 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 e Officers and d Directors and members of the Nominating committee,
- C. Adopt an adequate budget, and
- D. Transact such other business as may properly come before it.

#### **ARTICLE IX – NOMINATIONS AND ELECTIONS**

Section 1. Nominating Committee. The Nominating Committee shall consist of the following members: One member nominated by the current Nominating Committee to be elected at the Annual Meeting of the local League and who shall also serve as chair of the committee; one member of the current Board of Directors to be appointed by the Board of Directors; and two members from the general membership to be elected at the Annual Meeting.

The Nominating Committee shall ask only that a nominee serve on the Board; portfolio assignments shall not be made by the 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 and Directors for full and partial terms as required and for the three members of the succeeding Nominating Committee shall be sent to all members twenty (20) calendar days 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 when there is but one nominee for each office, the Secretary may be directed by vote of the membership to cast the ballot for every nominee. A majority of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

#### **ARTICLE X – PROGRAM**

Section 1. Authorization. The governmental principles adopted by the National Convention and supported by the League as a whole constitute the authorization for the adoption of Program.

Section 2. Program. The Program of the League of Women Voters of **Greater** New Orleans shall consist of:

- a. Such local government issues as the Annual Meeting **of the local League** shall choose for study and action, and
- b. Action to protect the right to vote for every citizen.

Section 3. Procedures. The Annual Meeting shall act upon the program using the following procedures:

- 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 **e-mail, mailed, or otherwise** sent to all members twenty (20) calendar days 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 of those present and voting, and 2) the Annual Meeting shall adopt the item by two-thirds of those present and voting.
- e. Changes in the 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 membership meeting at which the change is to be discussed, and 2) final action by the membership is taken at a successive meeting.

Section 4. Consensus. Members must be given written notice in advance of consensus to be taken.

Section 5. Member Action. Members may act in the name of the League of Women Voters of **Greater** New Orleans only when authorized to do so by its Board of Directors.

Section 6. Emergency Program Procedures. If an emergency arises which the Board agrees calls for a consensus position by League, the board, by a 2/3 vote shall appoint a committee to immediately study the item. Members must be given at least two weeks notice in writing that a consensus will be taken.

#### **ARTICLE XI – CONVENTIONS AND COUNCIL**

Section 1. National Convention. The Directors, at a meeting before the date on which the names of the delegates must be sent to the national office, shall select delegates to that convention in the number allotted the League of Women Voters of **Greater** New Orleans under the provisions of the By-Laws 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 **Greater** New Orleans under the provisions of the By-Laws of the League of Women Voters of Louisiana.

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 to the League of Women Voters of **Greater** New Orleans under the provisions of the By-Laws of the League of Women Voters of Louisiana.

#### **ARTICLE XII – PARLIAMENTARY AUTHORITY**

Section 1. Parliamentary Authority. The rules contained in **ROBERT'S RULES OF ORDER NEWLY REVISED 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 By-Laws and any special Rules of Order which the organization may adopt.

#### **ARTICLE XIII – AMENDMENTS**

Section 1. Amendments. These By-Laws 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 membership writing at least twenty (20) calendar days prior to the meeting. **Provided further, that in relation to any federal, state, or local legislation governing the organization's legal or tax status, the Board of Directors shall be empowered to make such amendments as are necessary to protect the effectiveness of the organization in pursuing its goals.** Further, the Board is empowered to make any corrections concerning grammatical

changes, which do not affect the meaning of these By-Laws.

Any member may submit amendments to these By-Laws. The organization shall be responsible for informing the membership of all proposed amendments, which do not conflict with the Purpose and Policy of the League of Women Voters as set forth in these By-Laws.