

## BYLAWS

### League of Women Voters of Lake Forest/Lake Bluff Area

#### ARTICLE I – Name

**Section 1. Name.** The name of this organization shall be the League of Women Voters of Lake Forest/Lake Bluff Area, herein referred to as LWV-LF/LB. This local League is an integral part of the League of Women Voters of the United States (LWVUS), the League of Women Voters Lake Michigan Region (LWVLMR), the League of Women Voters of Illinois (LWVIL) and the League of Women Voters of Lake County (LWV-LC).

#### ARTICLE II – Purposes and Policy

**Section 1. Purposes.** The purposes of the LWV-LF/LB are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

**Section 2. Political Policy.** The LWV-LF/LB shall not support or oppose any political party or any candidate.

#### ARTICLE III - Membership

**Section 1. Eligibility.** Any person who subscribes to the Purposes and Policy of the League of Women Voters shall be eligible for membership.

**Section 2. Types of Membership.**

a) Voting Members. U.S. citizens at least 18 years of age who join the League shall be voting members of the local and state League of the place of residence and of the LWVUS.

(1) Members who are enrolled in a local League (regardless of place of residence) shall be voting members of that local League, the LWV-LC, the LWVIL, the LWVLMR and the LWVUS and shall pay annual dues to that local League as determined by the local League.

(2) Individuals not enrolled in any local League shall be State members-at-large and shall be voting members of the LWVIL and the LWVUS.

(3) Life membership shall be granted to any member of the League who has been a member for fifty years or more. No further dues will be collected and all privileges shall be retained.

b) Associate Members. All others who join the League shall be Associate Members without voting rights.

#### ARTICLE IV - Board of Directors

**Section 1. Selection, Qualification, and Terms.** The Board of Directors shall consist of the officers of the League, four or more elected directors, and may include other appointed directors whose numbers shall not exceed the number of elected directors. One-half of the elected directors, as outlined in Article V Section 1, shall be elected at each Annual Meeting, shall have a term of two years and shall take office at the beginning of the fiscal year on July 1. The elected directors and officers may name appointed directors who shall have a term of one year and shall take office at the beginning of the fiscal year on July 1. All directors shall be voting members of the League. Board Members shall serve in any one position for a maximum of two consecutive terms, and may serve in another position following those four years. An exception to this bylaw provision will be made for the position of Treasurer only which may be held for a Board member for a maximum of three consecutive two-year terms. All reference in these bylaws to "Board" shall be construed to mean Board of Directors of the LWV-LF/LB.

**Section 2. Vacancies.** Any vacancy occurring on the Board by reason of resignation, death, or disqualification by the Board of an officer or elected member shall be filled until the next Annual Meeting by a majority vote of the remaining members of the Board. Three absences from a Board meeting by any member without valid reason shall be deemed a resignation. Some of the appointed directors may serve off board.

### **Section 3. Powers and Duties.**

a) The Board shall have 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 at the Annual Meeting. The Board shall plan and direct the work necessary to carry out the Program adopted at National, Lake Michigan, State, and County League Annual Meetings and Conventions and the local Program adopted at the time of the Annual Meeting. The Board shall accept responsibility delegated to it by the respective Boards of Directors of the LWVUS, LWVLMR, LWVIL and LWV-LC. The Board shall create and designate such special committees as it may deem necessary.

b) A Board may remove a director for conduct which the Board shall deem contrary to the best interests of the League: for example, inability to perform duties or violations of any provisions of the Leagues' Principles and Policies.

**Section 4. Executive Committee.** The Executive Committee shall consist of the elected officers of the LWV-LF/LB. It shall meet at the call of the President and shall transact such business as the Board deems necessary for it to carry out the purposes of the LWV-LF/LB as designated herein.

**Section 5. Meetings.** There shall be at least nine meetings of the Board of Directors of the LWV-LF/LB each year, including the Annual Meeting. Board and Executive Committee meetings of the LWV-LF/LB are open to all members.

### **Section 6. Special and Emergency Meetings.**

a) The President may call a Special Meeting of the Board and must call a Special Meeting upon the written request of five members of the Board. Members of the Board shall be notified of the special meeting at least one week prior to such meeting.

b) The President may call an Emergency Meeting and must call such a meeting upon the request of three members of the Board, by giving personal notice to each member of the Board at least 24 hours in advance of such meeting.

c) The Board may choose to hold Special or Emergency Meetings by electronic means (including but not limited to telephone conferencing, video conferencing, and e-mail) providing that all Board members have access to the means of communication, that procedures for the meeting have been agreed upon by the Board members, and minutes from the meeting are available to the general membership. Participation by simultaneous electronic means shall constitute attendance at a meeting.

**Section 7. Quorum.** A majority of the members of the Board shall constitute a quorum. In the presence of a quorum, a majority of the members in attendance at any Board meeting shall decide its action.

## **ARTICLE V - Officers**

**Section 1. Enumeration and Election of Officers.** The officers of the LWV-LF/LB shall be President, three Vice Presidents (some of whom may be shared as co-vice president, a Recording Secretary and a Treasurer. In lieu of President, the officers may include two Co-Presidents who fulfill all duties and responsibilities described herein and ascribed to the President. Officers will be elected every other year: President, one Vice President, and Recording Secretary in one year; and one Vice President and a Treasurer the following year. Their terms of office shall be two years or until their successors have been qualified and elected. Officers shall be elected by voting members at the Annual Meeting and take office at the

beginning of the fiscal year on July 1. The retiring President may serve as an ex-officio member of the Board for one year.

**Section 2. The President or Co-Presidents.** The President shall preside at all meetings of the membership, the Board, and the Executive Committee. The President may in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. The President shall be ex-officio, a member of all committees except the Nominating Committee, shall have such usual power of supervision and management as may pertain to the office, and shall perform such duties as designated by the Board. Only the President, Co-President, or designated person may speak for the League. In the event of the absence, disability, resignation, or death of the President, the Board shall elect one of the Vice Presidents to fill the vacancy. If no Vice President is able to serve, the Board shall elect another of its members to serve as President.

**Section 3. The Vice Presidents.** The Vice Presidents shall perform such duties as the President and the Board shall designate. One of the Vice Presidents shall be designated by the President in his or her absence to serve as Acting President.

**Section 4. The Recording Secretary.** The Recording Secretary shall act as secretary for meetings of the membership, the Board, and the Executive Committee, and shall perform such duties as customarily pertain to the office.

**Section 5. The Treasurer.** The Treasurer shall collect and receive all monies due. The Treasurer shall be custodian of all these monies, shall deposit them in an insured account in a financial institution designated by the Board, and shall disperse the same in accordance with the budget. When expenditure exceeds the budget, it shall be disbursed only upon order of the Board and/or the General Membership.

The Treasurer shall present statements to the Board at its regular meetings and an Annual Report to the Annual Meeting. The books of the Treasurer shall be audited at the end of the term or biannually, whichever comes first. The audit is to be authorized by the Board and conducted by an Audit Committee, appointed by the Board. The audit report shall be published in the September bulletin of the year of the audit. The Treasurer shall perform all other such duties as customarily pertain to the office.

## **ARTICLE VI - Financial Administration**

**Section 1. Fiscal Year.** The fiscal year of the LWV-LF/LB shall begin on July 1.

**Section 2. Dues.** Dues, when applicable, shall be paid annually in the amount approved at the Annual Meeting. Any member who fails to pay dues within two months after notification shall be dropped from the membership roll. When two or more members reside at the same address in a common household, their combined dues shall be equal to one and one half times (1-1/2) the amount of dues for an individual.

**Section 3. Budget.** A balanced budget for the ensuing year shall be submitted for adoption by the membership at the Annual Meeting. The Budget shall include financial support for the work of the LWV-LF/LB as a whole, and national, regional, state, and local projects as deemed appropriate.

**Section 4. Budget Committee.** A Budget Committee consisting of at least three members of the League shall be appointed by the Board at least three months prior to the Annual Meeting to prepare a budget for the ensuing year. Upon appointment, the Budget Chair shall serve as an ex-officio member of the Board until the discharge of his or her duties. The proposed budget shall be sent first to the Board six weeks prior to the Annual Meeting, and then to all members at least 21 days prior to the Annual Meeting. The Treasurer shall not be eligible to serve as Chair of the Budget Committee, but shall act as a member ex-officio.

**Section 5. Distribution of Funds upon Dissolution.** In the event of dissolution for any cause, the Board of LWV-LF/LB shall distribute all monies, securities and property of whatever nature to the LWVIL after all expenses have been paid.

## ARTICLE VII - Meetings

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

**Section 2. Annual Meeting.** An Annual Meeting shall be held prior to the beginning of the next fiscal year.

a. The purpose shall be to:

- 1) adopt a local Program of study and/or for action for the ensuing year;
- 2) elect officers, directors, and members of the Nominating Committee;
- 3) adopt a balanced budget;
- 4) review and adoption of the bylaws, if changes are proposed;
- 5) hear a report of the Nonpartisan Political Policy Committee of that Policy; and
- 6) transact such other business as may be necessary.

b. Quorum. A quorum shall consist of 15% of the membership.

c. Voting. A voting member shall be one as defined in Article III of these bylaws. Only voting members who are present at the time the vote is being taken shall be qualified to vote. Absentee or proxy voting shall not be permitted. A majority vote shall mean a majority of those voting on a particular item or issue in question. Those who do not vote shall not be counted in computing the vote.

## ARTICLE VIII - Nominations and Elections

**Section 1. Nominating Committee.** The Nominating Committee shall consist of five members. The chair and two members cannot be members of the Board, must be nominated by the current Nominating Committee and elected at the Annual Meeting. The other two members shall be appointed by the President with the approval of the Board at least three months prior to the next Annual Meeting. The term of office for all members of the Nominating Committee shall expire at the conclusion of the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by Presidential appointment. Suggestions for nominations of officers, directors, and a Nominating Committee may be sent to this Committee by any voting member. Consideration shall be given to geographical representation in all nominations.

**Section 2. Report of the Nominating Committee and Nominations from the Floor.** The report of the Nominating Committee containing its nominations for officers and directors and for the chair and two members of the succeeding Nominating Committee shall be sent to all members 21 days before the date of the Annual Meeting. At the Annual Meeting, following presentation of this report, nominations may be made from the floor by any voting member provided the consent of the nominee has been obtained.

**Section 3. Elections.** Elections shall be by voice vote, except when there is a contest and then the election shall be by written ballot. The candidate receiving a majority vote of those present, qualified and voting, shall be deemed elected. If, however, there is but one nominee for each office, the election shall be by adoption of the slate.

## ARTICLE IX - Program

**Section 1. Authorization.** The governmental principles adopted by National Convention, and supported by the Leagues as a whole, constitute the framework for the authorization and the options of local Program. No local Program can be contrary to the principles and actions adopted by National, Lake Michigan, State, or County Leagues.

**Section 2. Action.** The League of Women Voters of Lake Forest/Lake Bluff Area may take action on local governmental issues and policies in the public interest in conformity with the Principles and Positions of LWVUS, LWVLMR, LWVIL, LWV-LC, and LWV-LF/LB or other Leagues with whom this League has shared concurrence. Members may act in the name of the League of Women Voters only when authorized to do so by the appropriate Board of Directors (National, Lake Michigan, State, County, or Local).

**Section 3. Program.** The Program of the LWV-LF/LB may consist of items for study and/or action drawn from the following sources:

- a) those Principles and Program adopted by LWVUS Convention;
- b) those governmental issues adopted by the LWVLMR Annual Meeting;
- c) those governmental issues adopted by LWVIL Convention;
- d) those governmental issues adopted by LWV-LC Annual Meeting; and
- e) those governmental issues adopted by the Annual Meeting of the LWV-LF/LB, herein referred to as the Local Program.

**Section 4. Local Program.** The Local Program of the LWV-LF/LB shall consist of those governmental issues chosen by its membership for concentrated study and/or action.

**Section 5. Action by the Annual Meeting.** The Annual Meeting shall act upon the Program using the following procedures.

- a) The Board shall consider all recommendations for Program submitted at least two months prior to the Annual Meeting and shall formulate a Proposed Program.
- b) The Proposed Program shall be sent to all members 21 days prior to the Annual Meeting.
- c) Items proposed for study and/or action by the Board at the Annual Meeting shall be considered and adopted by a majority vote. If a member does not feel informed about an issue, that member may abstain.
- d) Recommendations for Program submitted two months prior to the Annual Meeting by voting members but not recommended by the Board may be considered and adopted by the Annual Meeting provided:
  - (1) a majority vote of members present, qualified and voting must vote for consideration; and
  - (2) the item shall then require for adoption, a two-thirds (2/3) majority vote of members present, qualified and voting.
- e) If a proposed position is submitted to the LWV-LF/LB for concurrence by another League, that League shall send background information, including pros and cons on the issue and an explanation of the rationale for using this form of member agreement to the LWV-LF/LB at least two months prior to the Annual Meeting. A two thirds vote is required to adopt a League position by concurrence.
- f) Changes in previously adopted Program, due to altered conditions, may be made provided that:
  - (1) information concerning the proposed changes has been sent to all members at least 21 days prior to the Annual Meeting; and
  - (2) final action by the membership is taken at the Annual Meeting in accordance with the procedures outlined in Article IX, Section 5 (c ).

**Section 6. Emergency Program Item.** An emergency program item not adopted at the Annual Meeting may be adopted as follows:

- a) Agreement on need for emergency item must be reached by the Board.
- b) Subsequent to Board approval of consideration of the item, members must receive written notification of intent to consider the item two weeks prior to a general membership meeting.
- c) The item must be discussed at a General Membership Meeting; action may or may not be taken at

this meeting; and

d) At this, or a subsequent meeting, the item must be adopted by a majority vote of the membership present, qualified and voting in accordance with the procedures outlined in Article IX, Section 5 (c ).

## **ARTICLE X – Conventions, Councils and Annual Meetings**

**Section 1. National Convention.** The Board shall select, at a meeting before the date on which names of delegates must be sent to the National Office, delegates to that Convention in the number allotted the LWV-LF/LB under provisions of the bylaws of the LWVUS.

**Section 2. State Convention.** The Board shall select, at a meeting before the date on which names of delegates must be sent to the State Office, delegates to that Convention in the number allotted the LWV-LF/LB under provisions of the bylaws of the LWVIL.

**Section 3. League of Women Voters of Lake County.** The Board shall select delegates in the number allotted LWV-LF/LB under provisions of the bylaws of LWV-LC.

**Section 4. LWVLMR Conventions, Councils and Annual Meetings.** The Board shall select, at a meeting before the date on which names of delegates must be sent to the LWVLMR Board, delegates to that Convention, Council or Annual Meeting in the number allotted the LWV-LF/LB under provisions of the bylaws of the LWVLMR.

## **ARTICLE XI - Bylaws Amendments**

**Section 1. Bylaws Committee.** A Bylaws Committee shall consist of three members who shall be appointed by the President with the approval of the Board at least two months prior to the Annual Meeting.

### **Section 2. Procedure.**

- a) Proposals for change may be submitted by any voting member of the LWV-LF/LB to the Board at least two months prior to the Annual Meeting. All suggestions, either from the general membership or from the Board itself, shall be given to the Bylaws Committee for review.
- b) The Bylaws Committee shall submit to the Board at least one month prior to the Annual Meeting its suggested amendments and those which were considered but not recommended.
- c) All such amendments shall be sent to the membership at least 21 days prior to the Annual Meeting.
- d) The bylaws may be amended by a two-thirds (2/3) vote of the members present, qualified and voting at the Annual Meeting.

## **ARTICLE XII - Parliamentary Authority**

**Section 1. Parliamentary Authority.** The rules contained in Robert's Rules of Order, Newly Revised, shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

Adopted at Annual Meeting, June 22, 2016