

# Bylaws of League of Women Voters of Johnson County, Kansas, Inc.

Revised March 7, 2020

## **ARTICLE 1**

### **Name**

The name of this organization shall be the League of Women Voters of Johnson County, Kansas, Inc. referred to in these bylaws as “LWVJoCo.” LWVJoCo is an integral part of the League of Women Voters of the United States (“LWVUS”), and the League of Women Voters of Kansas (“LWVK”).

## **ARTICLE II**

### **Purposes and Policies**

#### **Sec. 1. Purposes.**

The purposes of LWVJoCo are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. LWVJoCo is organized and operated exclusively for educational and charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these bylaws, LWVJoCo shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the activities of LWVJoCo shall be attempting to influence legislation.

**Sec. 2.** The policies of LWVJoCo are:

1. Political Policy. LWVJoCo shall not support or oppose any political party or any candidate.
2. Diversity, Equity and Inclusion Policy. LWVJoCo is fully committed to ensure compliance – in principle and in practice – with its Diversity, Equity and Inclusion Policy.

## **ARTICLE III**

### **Membership**

#### **Sec. 1. Eligibility.**

Any person who subscribes to the purposes and policy of LWVJoCo 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 the 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.

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 LWVJoCo shall be a President, Vice-President, Treasurer, and Secretary. The officers shall each be voting members of LWVJoCo. Except for the offices of the President and Vice-President, elected for a one-year term, officers shall serve for a term of two years or until a successor has been elected or appointed. In the event of the absence, disability, death or resignation of the President, the Vice-President shall possess all the powers and perform all the duties of the President. If the Vice-President declines or is unable to fulfill the role of the President, then a general membership meeting shall be held and a new President elected following identification of a nominee by the nominating committee as outlined in Article VIII, Section 1.

A nominee for President must have previously served in more than one leadership position at some level in a league affiliated with LWVUS. The President and Vice-President shall be elected each year. The Treasurer shall be elected in even-numbered years at the annual meeting. The Secretary shall be elected in odd-numbered years at the annual meeting. The term of all officers shall begin on April 1 or immediately after the annual meeting, whichever is later. Any officer's position may be held simultaneously by two persons who agree to share responsibility for that position and are elected as co-office-holders.

#### **Sec. 2. The President.**

The President shall have such powers of supervision and management as customarily pertain to this office; shall preside at all meetings of LWVJoCo and of its Board (as defined in Article V) or shall designate another person to do so; shall be an ex-officio member of all committees except the nominating committee; may sign or endorse checks, drafts, and notes in the absence of the Treasurer, and is a co-signatory on all bank accounts of LWVJoCo; executes all contracts unless the Board designates an alternative person; is the public spokesperson for LWVJoCo especially in its advocacy work; and, shall perform such other duties as the Board may direct.

#### **Sec. 3. The Vice-President.**

The Vice-President shall perform such duties as the President and the Board shall direct. The Vice-President shall implement the Program (as defined in Article IX, Section 2), including the content of general membership meetings, if any. The Vice President shall perform such other duties as the President or the Board may designate.

**Sec. 4. The Treasurer.**

The Treasurer shall perform such duties as customarily pertain to the office, including arranging for an annual review of LWVJoCo’s accounts and books, maintaining deposits in financial institutions as directed by the Board, and accepting and maintaining records of membership dues payments and renewals. The Treasurer shall present financial statements to the Board at its regular meetings and an annual report to members at the annual meeting. The Treasurer shall be a co-signatory on all bank accounts of LWVJoCo.

**Sec. 5. The Secretary.**

The Secretary shall keep minutes of all meetings of the membership called in accordance with Article VII, Section 3, and of all meetings of the Board. The Secretary shall notify all officers and directors of each one’s election and shall sign all contracts and other (non-financial) instruments when so authorized by the Board. The Secretary shall perform such other duties as the President and the Board direct.

**ARTICLE V**

**The Board of Directors**

**Sec. 1. Selection, Qualifications and Term.** The Board of Directors shall consist of the officers of LWVJoCo, four directors elected at the annual meeting and not more than four directors appointed by the Board (collectively, the “Board”). Two directors shall be elected at the annual meeting in the even-numbered years: the Communications Coordinator and the Membership Coordinator. Two directors shall be elected at the annual meeting in the odd-numbered years: the Voter Registration & Follow up Coordinator; and the Voter Information Coordinator. All directors shall be voting members of LWVJoCo. Each director elected at an annual meeting shall serve for a term of two years or until each director’s successor has been elected. All elected directors take office on April 1 following election or immediately after the annual meeting, whichever is later. Each appointed director shall serve until the next annual meeting. Vacancies other than the Presidency may be filled by vote of the remaining members of the Board and for the balance of the unexpired term. Any director’s position may be held simultaneously by two persons who agree to share responsibility for that position and are elected or appointed as co-directors.

**Sec. 2. The Communications Coordinator Specific Duties.**

The Communications Coordinator shall create or cause to be created communications authorized by the Board so as to increase the visibility and maintain a year-round public/community presence for LWVJoCo, and shall create and maintain media relationships.

**Sec. 3. The Member Coordinator Specific Duties.**

The Member Coordinator shall coordinate the recruitment of new members, including developing methods to recruit, welcome, and involve new members and prospects, and shall maintain membership lists.

**Sec. 4. The Voter Registration & Follow-up Coordinator Specific Duties.**

The Voter Registration and Follow-up Coordinator works closely with the Voter Information Coordinator. Together, they will promote political responsibility and active participation in government through activities related to, but not limited to, elections. He/she will form committees to facilitate both voter registration, including at Naturalization ceremonies, and to follow-up with new registrants to increase actual voter turnout.

**Sec. 5. The Voter Information Coordinator Specific Duties.**

The Voter Information Coordinator works closely with the Voter Registration & Follow up Coordinator. He/she oversees providing accurate and unbiased information to the public. The Coordinator plans and oversees all aspects of forums on topical issues, candidate forums, candidate meet and greet activities, legislative forums, etc.

**Sec. 6. Board Powers.**

The Board shall manage and supervise the business, affairs and activities of LWVJoCo, subject to the instructions of the members at the annual meeting. The Board shall select delegates to LWVK's convention and council and to LWVUS's convention. The Board shall accept responsibility for such other matters as the LWVK or LWVUS boards may from time to time delegate to the Board. It shall have the power to create such special committees as it deems necessary and shall perform such other duties as specified in these bylaws.

**Sec. 7. Executive Board.**

The Board may authorize an "Executive Board" consisting of the President, Vice-President, Secretary and Treasurer, to 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 at least three (3) days in advance of upcoming Executive Board meetings.

**Sec. 8. Meetings.**

**The** Board shall meet at least nine (9) times annually. The President may call special meetings of the Board following five (5) days' notice by telephone or electronic means, and shall call a special meeting upon the written request of five members of the Board.

**Sec. 9. Board Member Absences.**

Three (3) consecutive absences from regular Board meetings without excuse shall constitute a resignation.

**Sec. 10. Quorum.**

A majority of the members of the Board of LWVJoCo shall constitute a quorum for Board meetings. One or more members of the Board may participate in a meeting by means of telephone conference or similar equipment so long as all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. For purposes of determining a majority, a Board position constitutes one vote regardless of whether one or two persons constitute the officeholder.

## **ARTICLE VI**

### **Financial Administration**

#### **Sec. 1. Fiscal Year.**

The fiscal year of LWVJoCo shall commence on April 1 of each year.

#### **Sec. 2. Dues.**

Except for life members (as defined in Article III Section 2), each LWVJoCo member shall pay dues to LWVJoCo. Annual dues shall be payable on the anniversary of the month the member joined. Members renewing in 2019 shall continue to have a July anniversary. New members joining after the May 4, 2019 Annual Meeting shall have the month of their joining as their anniversary month. A member failing to pay dues within three months of the first day of the anniversary month shall become an inactive member on the rolls. The dues amount shall be set at the annual meeting by majority vote of the members present and in good standing assuming a quorum necessary to conduct business. To be a member in good standing dues must be paid as identified above.

#### **Sec. 3. Budget Committee.**

The Board shall appoint a committee at least three months prior to the annual meeting, and its purpose shall be to prepare the budget. The Treasurer shall be a member of the Budget Committee but shall not be eligible to serve as chair. At least two members of the committee shall not be Board members. The Board shall consider the proposed budget and recommend a budget, which shall be sent (by mail or e-mail) to the members at three (3) weeks before the annual meeting.

#### **Sec. 4. Distribution of Funds on Dissolution.**

In the event of the merger or dissolution of LWVJoCo for any reason, all money and securities or other property of whatsoever nature which at the time be under the absolute control of LWVJoCo shall be distributed at the discretion of the board, or such other persons as shall be charged by law with the liquidation or winding up of LWVJoCo and its affairs, to any member organization of the League of Women Voters national organization which is exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of only to a 501(c)(3) organization by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located (Johnson County), exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VII**

### **Meetings**

#### **Sec. 1. Membership Meetings**

The Board shall set at least four (4) general membership meetings each year, one of which shall be the annual meeting. The Board shall determine the time and place of such meetings. At the request of fifteen (15) percent of the general membership, the Board shall call a special meeting (exclusive of the annual meeting) to conduct business.

## **Sec. 2. Annual meeting**

The Board shall set an annual meeting and determine its time and place. At the annual meeting, membership shall conduct its business, including but not limited to: electing officers, directors, the chair and two members of the Nominating Committee, adopting a budget, and transacting such other business as may properly come before it. Absentee or proxy voting is not permitted at the annual meeting.

## **Sec. 3. Quorum for General Membership Business Meeting Including the Annual Meeting**

Fifteen percent (15%) of the membership shall constitute a quorum at the annual meeting and any other business meetings of LWVJoCo, provided that written notice of the other meeting was sent to the membership at least seven days in advance of the meeting. The 15% shall be calculated based on the roster of all active members in good standing as of January 31st of each year.

# **ARTICLE VIII**

## **Nominations and Elections**

### **Sec. 1. Nominating Committee.**

The nominating committee shall consist of five (5) members. The chair and two members, none of whom shall be members of the Board, shall be elected at the annual meeting. Within three (3) months following the annual meeting, the Board shall appoint two of its members to the nominating committee. Members of the nominating committee shall serve for one year. If the chair becomes vacant, the general membership shall vote at a special membership business meeting to replace the chair. If an elected member's position becomes vacant, then the vacancy shall be filled by a non-Board member appointed by the Board. If an appointed member's position becomes vacant, it shall be filled by any Board appointment not otherwise prohibited by these by laws.

### **Sec. 2. Report of the Nominating Committee.**

The written report of the nominating committee containing its nominations for officers, directors, and the chair and two members of the next nominating committee shall be sent to the members of LWVJoCo at least three (3) weeks prior to the annual meeting. The report of the nominating committee shall be presented at the annual meeting. Nominations may be made from the floor immediately after the report, provided the consent of the nominee has been obtained.

### **Sec. 3. Election.**

The election shall occur at the annual meeting. Election shall be by ballot except that if there is only one nominee for an office, then election shall be by voice vote. Assuming a quorum, a majority of those members present, in good standing and voting shall constitute an election.

## **ARTICLE IX**

### **Principles and Program (Positions)**

#### **Sec. 1. Principles.**

The governmental principles adopted by LWVUS at its convention, and supported by LWVK, LWVJoCo, and the leagues as a whole, constitute the authorization for the adoption of Program.

#### **Sec. 2. Program**

The program of LWVJoCo shall consist of: action(s) to implement the principles of LWVUS; and, those local governmental issues chosen by membership for concerted study and action ("Program").

#### **Sec. 3. Program Action consistent with LWVK & LWVUS**

All acts, words, deeds implementing the Program must be consistent with the stated positions of LWVK and LWVUS and any extant Program of LWVJoCo. Published position statements can be found at [www.lwvk.org](http://www.lwvk.org), [www.lwvus.org](http://www.lwvus.org), and [www.LWVJoCo.org](http://www.LWVJoCo.org).

#### **Sec. 4. Actions Related to the Annual meeting.**

- a. Prior to the annual meeting, the Board shall consider studies proposed by members eligible to vote. The Board shall recommend a proposed Program.
- b. The proposed Program(s) of new studies shall be sent to all members three (3) weeks before the annual meeting.
- c. Assuming a quorum, a majority vote of members eligible to vote, 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.
- d. Recommendations for Program submitted by voting members prior to the annual meeting but not recommended by the Board shall be considered if membership shall: 1) order consideration by majority vote; 2) adopt the item by two-thirds vote; and, 3) identify one or more members who have agreed to lead the new study or studies.
- e. In the case of altered conditions, changes in the Program may be made provided that: 1) information concerning the proposed changes have been sent to all at least two (2) weeks prior to a general membership meeting at which the changes are to be discussed, and 2) final action by the membership is taken at a succeeding meeting.
- f. Program may be adopted for a two-year period if recommended to the membership using the above stated procedures.

#### **Sec. 5. Member Action**

Members (other than the President) may act in the name of LWVJoCo only when authorized to do so by the President.

## **ARTICLE X**

### **Conventions and Council**

#### **Sec. 1. National Convention**

The Board at a meeting before the date on which the names of the delegates must be sent to LWVUS shall select the delegates and alternates to LWVUS's convention in the number allotted to LWVJoCo under the provisions of the bylaws of LWVUS.

#### **Sec. 2. State Convention**

The Board at a meeting before the date on which the names of the delegates must be sent to LWVK shall select delegates and alternates to that convention in the number allotted to LWVJoCo under the provisions of the bylaws of LWVK.

#### **Sec. 3. State Council.**

At a meeting before the date on which the names of the delegates and alternates must be sent to LWVK, the Board shall select delegates and alternates to the meeting of the Council of LWVK, in the number allotted to LWVJoCo under the bylaws of LWVK.

## **ARTICLE XI**

### **Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and not inconsistent with these bylaws.

## **ARTICLE XII**

Assuming a quorum, these bylaws may be amended by a two-thirds vote of the members present, eligible to vote and voting at a general membership meeting or special meeting, provided that the amendments were submitted to the membership in writing at least three (3) weeks in advance of the meeting.

## Standing Rules

Revised March 7, 2020

"Standing Rules, as understood in this book except in case of conventions, are rules:

- 1) which are related to the details of the administration of a society rather than to parliamentary procedures, and
- 2) which can be adopted or changed upon the same conditions as any ordinary act of the society." RONR (11<sup>th</sup> ed.) p. 18, ll. 3- 8.

### LWVJoCo has adopted the following Standing Rules at Annual meetings:

1. The Board may ask the nominating committee for the recommendation of a nominee to fill any vacancy of an officer or elected director (subject to certain restrictions related to a vacancy of the Presidency). (1968, rev'd. 2017)
2. The Board shall consider the nominated officers and directors for the ensuing year when selecting delegates and alternates to LWVUS's convention and to LWVK's convention and council. (1977, rev'd. 2017)
3. Any unbudgeted expenditure above \$100 must receive prior approval of the Board. When appropriate (e.g., printing costs), two bids should be sought and lowest and best bid should be approved by the Board. (2009, rev'd. 2019)
4. Dues. Basic membership dues and categories will be set at the annual meeting. Members may choose one of these categories:
  - A. Primary Membership Dues                      \$70 .00                      (rev'd. 2020)
  - B. Primary + Additional Membership    \$105.00                      (rev'd. 2020)  
(primary + half of primary for each additional member of same household)
  - C. Student/Special Member                      \$25.00                      (rev'd. 2017)
5. Use of Membership List. The use of the membership list is restricted to league activities only, except by written permission from the President. Members gain access to the Membership List only after accepting the Terms of Agreement related to the same. (2017, rev'd. 2019)

6. Expenses for Meeting Attendance. Each of the delegates selected for LWVUS's convention shall be allowed a proportionate share of the budgeted amount. Amounts not spent should be returned to the Treasurer. (2013).
7. Sharing program materials. LWVJoCo recognizes that in the fulfillment of its outreach and education missions, it will occasionally develop programs and initiatives that provide information on a variety of topics. It is the intent of LWVJoCo that such materials be available to other leagues as requested, as long as the leagues' use of such materials is in support of similar educational purposes as our own. Further, other leagues will agree not to change or modify program content, except that introductory material may be modified to identify speakers. LWVJoCo will receive recognition as the owner and developer of the content and programs. (2009)

**8. Document retention policy.**

*Permanent File*

Annual Reports  
 Annual Meeting Minutes  
 Annual Treasurers' & Auditors Reports  
 Board Manuals  
 Board Meeting Minutes  
 Budgets  
 Bylaws  
 Local Study Programs

*Retain 7\* Years*

Treasurers' Reports  
 Vouchers and Receipts  
 Cancelled Checks, Bank Statements and  
 Tax Returns  
 Publications  
 \*(LWVUS suggests financial files be  
 retained 7 years, in case of audits)

*Retain 2 years*

*Annual Reports to LWVUS*  
 Board Lists  
 Membership Directories  
 VOTER (newsletters)  
 Voter Handbooks  
 (VOTER and Voter Handbooks will be  
 transferred to the Historian after 2 years)

*Historian*

*Historical items*  
 Photo albums  
 Newspaper articles (2009)

## **9. Guidelines for transferring materials.**

The following guidelines are recommended for transferring materials from an outgoing committee chairperson to an incoming chairperson. The guidelines will assist our members in understanding how materials and information are disseminated through the organization. The guidelines serve to delegate responsibilities, and when followed, will prevent confusion and ensure that the materials are transferred in a consistent, orderly and efficient manner.

### Prior to Transfer:

- 1) Each committee chairperson should review all the boxes of materials in her/his possession and prepare an inventory of the materials.
- 2) Boxes should be marked “numerically” on the outside of the box, with labels or with a black Magic Marker (Ex: Box #1 of 3, Box #2 of 3, *etc.*)
- 3) Each box should contain a separate Inventory of the contents that are in that individual box. (Ex: Inventory for Box #1, Inventory for Box #2, *etc.*)

### Transfer:

- 1) All materials, along with a description of the responsibilities for a particular position, are to be transferred to the incoming committee chairpersons on a date certain that has been established by the Board.
- 2) The outgoing committee chairperson will be available to answer questions that the incoming chairperson may have concerning the materials that are being transferred.
- 3) Each outgoing committee chairperson must provide a copy of her/his Inventory to the Secretary to ensure that the Secretary is aware of all materials that are in LWVJoCo’s possession. (2009)
- 4) Board members may obtain copies of the inventory, via e-mail, from the Secretary, as needed. (2009, rev’d. 2017)