

League of Women Voters of Orange County

BYLAWS

Revised 5/24/13

Article I

Section 1. The name of this organization shall be the League of Women Voters of Orange County. This local League is an integral part of the League of Women Voters of the United States and the League of Women Voters of Florida.

Article II – Purpose and Policy

Section 1. The purpose of the League of Women Voters of Orange County shall be to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. The League of Women Voters of Orange County shall not support or oppose any political party or any 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 Orange County shall be composed of voting members and associate members.

- a. Voting Members: Citizens at least 18 years of age who join LWV shall be members of the local and state Leagues of their place of joining and of the LWVUS.
 1. Those who reside outside of the area of any local League may join a local League or shall be state members-at-large.
 2. 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 – Board of Directors

Section 1. Number, Manner of Selection and Term of Office: The Board of Directors shall consist of the Officers of the League, eight elected Directors and not more than eight appointed Directors. Of the elected Directors, four shall be elected in odd-numbered years and four in even-numbered years by the general membership at the Annual Meeting and shall serve for a term of two years, or until their successors have elected and qualified.. The President shall appoint such additional Directors, with the majority approval of the elected members of the Board of Directors, not exceeding the number of elected Directors, as the President deems necessary to carry on the work of the League. The terms of office Of the appointed Directors shall be one year and shall expire at the conclusion of the next Annual Meeting.

Section 2. Qualifications: All Voting Members of the League of Women Voters of Orange County are eligible for election or appointment as Officers or Directors of this organization.

Section 3. Vacancies: Any vacancy occurring in the Board of Directors by reason of the resignation, death or disqualification 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 of Directors. Three consecutive absences from a Board Meeting of any member without a valid reason shall be deemed a resignation. Five absences from Board Meetings shall 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. It shall plan and direct the work necessary to carry out the Program, as adopted by the National Convention, and the Annual Meeting. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Meetings: The Board meetings shall be scheduled by the Board of Directors. The President may call a special meeting upon the written request of five members of the Board.

Section 6. Quorum: Each new Board of Directors shall determine at an early

meeting the number to be required for a quorum.

Article V – Officers

Section 1. Enumeration and Election of Officers: The Officers of the League of Women Voters of Orange County shall be: a President, or Co-Presidents, First Vice President, a Second Vice President, a Secretary and a Treasurer. The President/s and the First Vice President shall be elected for a term of one year. Other officers shall be elected for terms of two years. Officers will be elected by the general membership at the Annual Meeting and shall take office immediately.

Section 2. The President/s: The President/s shall preside at all meetings of the organization and of the Board of Directors, except as provided in Section 3 of this Article. The President/s may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. The President/s shall be ex officio a member of all committees except the Nominating Committee. The President/s 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 Boards. Only the President/s or her/their designate may speak for the League.

Section 3. The Vice Presidents: The two Vice Presidents, in the order of their rank, 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. In the event that neither Vice President is able to serve in this capacity, the Board of Directors shall elect one of its members to fill the vacancy until the next Annual Meeting. The Vice Presidents shall perform such other duties as the President and Board may designate. The Vice Presidents, at the request of the President, may preside at any specific meeting.

Section 4. The Secretary: The Secretary shall keep minutes of all meetings of the League and of all meetings of the Board of Directors. The Secretary shall notify all Officers and Directors of their election. 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. The Treasurer shall be the 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 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 Orange County shall commence on the first day of April each year.

Section 2. Dues: Annual dues shall be due and payable on January 1st of each Year. For new members, the first year dues shall be pro-rated on a quarterly basis. Any member who fails to pay dues within four months of that date shall be dropped from the membership rolls.

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 months prior to the Annual Meeting to prepare a budget for the ensuing year. The proposed budget shall be approved by the Board and sent to all members one month before the Annual Meeting. The Treasurer shall serve as a member of the Budget Committee, but shall not be eligible to serve as Chairman of the Budget Committee.

Section 5. Review: There shall be an annual review of the books of the League of Women Voters of Orange County.

Article VII – Meetings

Section 1. Membership Meetings: There shall be at least four general 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 January 31 and April 30, the exact date to be determined by the Board of Directors. The Annual Meeting shall adopt a local program for the ensuing year,

elect officers, directors and members of the Nominating Committee, adopt an adequate budget and transact such other business as may properly come before it.

Section 3. Quorum: A quorum for all general meetings of the League of Women Voters of Orange County shall consist of the members present.

Section 4. Electronic meetings: On occasion, a vote of the members of the Board of Directors may be held on a single subject due to pressing circumstances by electronic medium, including but not limited to email and conference call.

Procedural requirements include the following:

- 1) Two days notice
- 2) Members without email must receive phone notification
- 3) President will formally issue an email/phone request for vote with a minimum of 48 hour requirement.
- 4) Results of vote by member must be recorded by secretary and included in next month's minutes.

Article VIII – Nominations and Elections

Section 1. Nominating Committee: The Nominating Committee shall consist of five members; two of them shall be members of the Board of Directors. The Chairman and two members, who shall not be members of the Board,, shall be elected at the Annual Meeting. Nominations for these offices shall be made by the current Nominating Committee. The other members shall be appointed by the Board of Directors immediately 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 members.

Section 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 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; however, when there is but one nominee for each office, the Secretary may be instructed to cast the elective ballot. A majority vote of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

Article IX – 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 the Program.

Section 2. Program: The local Program of the League of Women Voters of Orange County shall consist of such local governmental issues pertaining to Orange County as are chosen for concerted study and action.

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

- a. A request for local agenda items shall be sent to the membership at least two months prior to the Annual Meeting. The Board of Directors shall consider the recommendations sent in by the voting members 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. Recommendations for Program submitted by voting members 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, and
 2. The Annual Meeting shall adopt the item by a two-thirds vote.
- 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 voted upon, and
 2. Any change adopted shall be by a two-thirds vote.

Section 4. Member Action: Members may act in the name of the League of Women Voters only when authorized to do so by the proper Board of Directors.

ARTICLE X: Amendments

Section 1: Amendments. These bylaws may be amended by a two-thirds vote at any Annual Meeting, using the following procedures: Proposals for change shall be submitted by any local League member to the Board of Directors at least three months prior to the Annual Meeting.

All such proposed amendments together with the recommendations of the Board shall be sent to the local membership at least one month prior to the Annual Meeting. Failure of the Board to give such notice or failure of any member to receive such notice shall not invalidate amendments to the bylaws.