

BYLAWS

of the

LEAGUE OF WOMEN VOTERS OF FALLS CHURCH

Adopted June 2012

ARTICLE I

Name

Section 1. Name. The name of this organization shall be the League of Women Voters of Falls Church, hereinafter referred to in these bylaws as the LWVFC or the League. This local League is an integral part of the League of Women Voters of the United States (LWVUS), of the League of Women Voters of Virginia (LWV-VA), and of the League of Women Voters of the National Capital Area (LWVNCA).

ARTICLE II

Purpose and Policy

Section 1. Purposes. The purposes of the League are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. Political Policy. The League 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

a. Voting Members. Citizens at least 18 years of age who join the League shall be voting members of the LWVFC, LWV-VA, LWVNCA, and of the LWVUS. 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

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Falls Church shall be a president or co-presidents; a first vice president; additional vice president(s), as needed; a secretary; and a treasurer. When circumstances dictate, an alternative structure may be allowed if approved by the Board and confirmed by the membership. The officers shall be elected for a term of two years by the general membership at an Annual Meeting and shall take office July 1. The president/co-presidents, the first vice president, and secretary shall be elected in even-numbered years. Other officers shall be elected in odd-numbered years.

Section 2. The President/Co-presidents. The president, or one of the co-presidents, shall preside at all meetings of the organization and of the Board of Directors. In the absence or disability of the treasurer, the president/co-presidents shall sign or endorse checks, drafts and notes. The president/co-presidents shall be ex-officio members of all committees except the Nominating Committee. The president/co-presidents shall have such usual powers of supervision and management as may pertain to the office of president and perform such other duties as may be designated by the Board.

Section 3. The Vice President(s). In the event of the absence, disability, resignation, or death of the president/co-presidents, the first vice president shall possess all the powers and perform all the duties of the office, until such time as the Board of Directors shall elect one of its members to fill the vacancy. The first vice president shall perform such other duties as the president, or co-presidents, and the Board may designate. Other vice presidents shall have specific portfolios.

Section 4. The Secretary. The secretary shall keep minutes of all general membership meetings of the League at which business is discussed, and of all meetings of the Board of Directors. The Secretary shall notify all officers and directors of their election; shall sign, with the president, or co-president, all contracts and other instruments when so authorized by the Board and shall perform such other functions as may be incident of the office.

Section 5. The Treasurer. The Treasurer shall collect and receive all moneys due. The treasurer shall be the custodian of those moneys, 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 its regular meetings and an annual report to the Annual Meeting. The books of the treasurer shall be reviewed in alternate years.

ARTICLE V

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 and as many directors as needed to be elected by the general membership at the annual meeting. Elected directors shall take office at the beginning of the fiscal year and shall serve two years or until their successors shall have been elected and qualified. The elected directors may appoint special project liaisons to carry on the work of the League. Liaisons are not members of the

Board and carry no vote in Board deliberations. The term of office of the liaisons shall be one year beginning July 1. When circumstances dictate, an alternative organizational structure may be allowed when approved by the Board and confirmed by the membership.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless that person is a voting member of the League of Women Voters of Falls Church.

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 may be filled, until July 1 following the Annual Meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive absences from a Board meeting of any Board member without prior notification 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 work necessary to carry out the program as adopted by the National Convention, the State Convention, the National Capital Area 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 five regular meetings of the Board of Directors annually. The president/co-presidents 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. If an emergency precludes a regular meeting, the board may conduct its business using any available technology.

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

Section 7. Executive Committee. If local Board action or a decision thereon is required before the next routine Board meeting, the president/co-presidents, two officers, and two elected directors designated by the Board, shall determine and approve such action. In the absence of one of the above, the approval of another knowledgeable Board member appointed by the president/co-presidents, may be substituted. Executive Committee decisions shall be announced at the subsequent Board meeting and duly recorded in the minutes of that meeting.

ARTICLE VI

Nominations and Elections

Section 1. Nominating Committee. The nominating Committee shall consist of three members, at least one of whom shall be a member of the Board of Directors. The Chair shall be elected at each Annual Meeting. The other members shall be appointed 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 Chair of the succeeding Nominating Committee shall be sent to all members one month before the date of the Annual Meeting. The report 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 elections shall be by ballot; provided that when 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 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 of Directors.

Section 2. Annual Meeting. An Annual Meeting shall be held prior to the end of the fiscal year, 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 the Chair of the Nominating Committee;
- c. Adopt an adequate budget; and
- d. Transact such other business as may properly come before it.

Section 3. Quorum. Five percent of the members shall constitute a quorum at all meetings of the membership of the League of Women Voters of Falls Church.

Article VIII

Financial Administration

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

Section 2. Dues. Annual dues shall be payable July 1st. The amount of these dues shall be established by a two-thirds vote of those present and voting at the Annual Meeting.

Section 3. Membership. Voting and associate membership shall be determined by the Membership Chair upon payment of annual dues, waiver of dues, or award of 50-year membership.

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 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 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 Program.

Section 2. Definition of Program. The program of the League of Women Voters of Falls Church shall consist of:

- a. Action to implement the Principles of the League;
- b. Those governmental issues chosen for concerted study (with consensus or concurrence) and action at the local, regional, state and national levels.

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

- a. The Board of Directors shall consider 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 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. Studies should last not more than two years.
- 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, and
 - (2) the Annual Meeting shall adopt the item by a three-fifths vote.

Section 4. Change in Program. Changes in Program, in the case of altered conditions, may be made provided that information concerning the changes, as proposed by the Board, be sent to all members at least two weeks prior to the general meeting at which the changes are to be discussed, and final adoption shall be by a majority of those members present and voting.

Section 5. Program Action. Members may speak or act in the name of the League of Women Voters only when authorized to do so by the appropriate Board (or president or president's designee). Action shall conform with, and not be contrary to, positions adopted by the LWVFC, the LWV-VA the LWNCA and the LWVUS.

ARTICLE X

Delegates

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 the Convention in the

number allotted the League of Women Voters of Falls Church 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 the meeting before the date on which the names of the delegates must be sent to the state office shall select delegates to the Convention in the number allotted the League of Women Voters of Falls Church under the provisions of the bylaws of the League of Women Voters of Virginia.

Section 3. State Council. The Board of Directors at the meeting before the date on which the names of delegates must be sent to the state office, shall select the delegates to the Council in the number allotted the League of Women Voters of Falls Church under the provisions of the bylaws of the League of Women Voters of Virginia.

Section 4 National Capital Area League Convention. The Board of Directors at a meeting before the date on which names of delegates must be sent to the National Capital Area League shall select delegates to the Convention in the number allotted the League of Women Voters of Falls Church under the provisions of the bylaws of the League of Women Voters of the National Capital Area.

ARTICLE XI

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in 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 bylaws.

ARTICLE XII

Amendments

Section 1. Amendments. These bylaws may be amended by two-thirds vote of those voting members present and voting at the Annual Meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting. Amendments to these bylaws shall become effective upon their adoption.

Adopted June 2012