

LEAGUE OF WOMEN VOTERS OF LITCHFIELD COUNTY, INC.

BYLAWS

Amended by unanimous vote at the June 14, 2023 Annual Meeting

ARTICLE I Name/Affiliation

Sec. 1. Name/Affiliation. The name of this organization will be League of Women Voters of Litchfield County, Inc. also doing business as League of Women Voters of Litchfield County (this League). This local League is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Woman Voters of Connecticut (LWVCT).

ARTICLE II Purposes and Policies

Sec. 1. Purposes. The purposes of this League will be to promote political responsibility through informed and active participation of citizens in government, and this League may take action on local governmental measures and policies in the public interest in conformity with the principles of the LWVUS and LWVCT.

Sec. 2. Policies.

1. Political Policy. This League will neither support nor oppose any political party or candidate.

2. Diversity, Equity & Inclusion Policy. The League is fully committed to ensure compliance – in principle and in practice – with LWVUS’ Diversity, Equity, and Inclusion Policy.

ARTICLE III Membership

Sec. 1. Eligibility. Any person who subscribes to the purpose and policies of the LWVUS, the LWVCT and this League will 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 an 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; (4) Those who are students are defined as individuals enrolled either as full or part time with an accredited institution.

b. Associate Members: All others who join the League shall be associate members,.

c. This League’s Board of directors (Board) may from time to time create additional Voting and/or Non-Voting membership categories with the rights, privileges and duties of said categories to be defined at the time created.

Sec. 3. Categories of Membership

Voting members of this League in good standing are to be in one of the following categories:

- (1) Primary: Individual or first person in a household.
- (2) Additional: Second person and additional people in a household.
- (3) Life: A member of the League of Women Voters for 50 years or more.
- (4) Student: Enrolled full time in school.

ARTICLE IV Board of Directors

Sec. 1. Number. This Board will consist of the officers as enumerated in Article V, Sec. 1, and a minimum of five other elected directors to a maximum of **seventeen**. The number of officers and/or directors may be increased or decreased within the above limit by resolution of the Board.

Sec. 2. Qualifications. Only voting members of the League will be elected or appointed or will continue to serve as officer or director of this organization.

Sec. 3. Vacancies. Any vacancy occurring on the Board by reason of resignation, death or disqualification may be filled until the next annual meeting by a majority vote of the remaining members of the Board. Repeated absences from Board meetings by any member without a valid reason may be deemed a resignation.

Sec. 4. Powers and Duties. The Board will have charge of the property and business of the organization with power and authority to manage and conduct same, subject to the instructions of the general membership. The Board will plan and direct the work necessary to carry out programs as adopted by the National and/or State conventons and the annual meeting. The Board will create such special committees as it may deem necessary.

Sec. 5. Election of Directors. Directors will be elected at the annual meeting and will take office immediately upon election. Absentee or proxy voting is not permitted. The term of office will be two years unless vacancies occur in which case Article IV, Sec. 3 will prevail.

Sec. 6. Meetings. There will be at least four regular meetings of the Board annually. The President may call special meetings of the Board and will call a special meeting upon the written request of a minimum of five members of the Board

Sec. 7. Quorum. A majority of members of the Board will constitute a quorum. Any one or more members of the Board may participate in a meeting by means of telephone or electronic communications equipment that permits all persons participating in the meeting to hear each other at the same time. Participation by such means will constitute presence in person at a meeting.

Sec. 8. Directors' Consent without a Meeting. If all Directors severally or collectively consent in writing, whether conveyed by U.S. mail, facsimile, electronic transmission or comparable method, to any action(s) to be taken by the Board, such action(s) will be valid corporate action(s) as though authorized at a meeting of the Board. The Secretary will maintain a file of such consents.

ARTICLE V Officers

Sec. 1. Enumeration and Election of Officers. The Officers of the League will be: President (inclusive of a co-President), one or more Vice-Presidents, Secretary and Treasurer. The Officers will be elected at the annual meeting for a term of two years unless vacancies occur in which case Article IV, Sec. 3 will prevail.

Sec. 2. The President. The President will preside at all meetings of this League and the Board. The President

may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes and will be, ex officio, a member of all committees except the nominating committee. The President will have such usual powers of supervision and management as may pertain to the office and will perform such other duties as may be designated by the Board.

Sec. 3. The Vice President(s). The Vice President(s), in order of their rank will, in the event of absence, disability or death of the President, possess all the powers and perform all the duties of that office until such time as the Board will elect one of its members to fill the vacancy. The Vice President(s) will perform such other duties as the Board may designate.

Sec. 4. The Secretary. The Secretary will keep minutes of all meetings of this League and the Board, will notify all officers and directors of their election, will sign with the President all contracts and other instruments when so authorized by the Board, and will perform such other functions as may be incident to the office.

Sec. 5. The Treasurer. The Treasurer will collect and receive all monies due, be the custodian of these monies, deposit them in a bank designated by the Board and will disburse monies as authorized by the budget and/or under the direction of the Board. The Treasurer will submit summary financial reports to the Board at its regular meetings and present a fiscal year report to the annual meeting.

ARTICLE VI Financial Administration

Sec. 1. Fiscal Year. The fiscal year of this League will start on the first day of July and end on the last day of June of the following year.

Sec. 2. Dues. Annual dues may be reset at the annual meeting and will be payable on July 1st of each year. Any member in arrears as of January 31st will be dropped from membership. New members joining this League after January 31st will be considered to have paid dues in full through the end of the following fiscal year.

Sec. 3. Budget. A budget for the ensuing year will be prepared by the budget committee and submitted by the Board to the annual meeting for adoption. The budget will include support for the work of this League as a whole.

Sec. 4. Budget Committee. A budget committee will be appointed by the Board at least two months prior to the annual meeting to prepare a budget for the ensuing fiscal year. The proposed budget will be sent to all members at least three weeks before the annual meeting. The Treasurer will be a member of the budget committee.

Section 5. Financial Review. The Treasurer will be responsible for having this League's financial records and related documents reviewed as prescribed by the Board.

Section 6. Distribution of Assets upon Dissolution.

a. Procedures:

Consistent with the bylaws, rules and procedures of the LWVUS and the LWVCT, this League may be dissolved at any time by the vote of not less than two-thirds of its members.

b. Distribution of Assets:

Upon dissolution of this League, the Board will, after paying or making provision for the payment of all of the liabilities and obligations of this League, dispose of all of the assets of this League in such manner as the Board will resolve, to the LWVCT, provided that the LWVCT qualifies at the time of this League's dissolution as an exempt organization under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax

law), and provided further that the LWVCT is at that time an eligible recipient under the bylaws, rules and procedures of the LWVUS. If the LWVCT is at that time not qualified as exempt, this League will dispose of its assets in accordance with all then applicable state and federal laws, rules and regulations and any then applicable bylaws, rules and procedures of the LWVUS.

ARTICLE VII Meetings

Sec. 1. Membership Meetings. In addition to the annual meeting, there will be informational meetings, forums and events scheduled for members throughout the year. Some activities may, at the discretion of the Board, be open to the public.

Sec. 2. Annual Meeting. An annual meeting will be held between April 1st and June 30th on a date determined by the Board. Notice of this meeting will be sent to all members at least three weeks before the meeting. The annual meeting will:

- a. Adopt a local program for the ensuing year.
- b. Elect officers, directors and Chairperson (Chair) of the nominating committee.
- c. Adopt a budget.
- d. Transact such other business as may properly come before it.

Sec. 3. Quorum. Fifteen (15) members will constitute a quorum at all meetings of this League.

ARTICLE VIII Nominations and Elections

Sec. 1. Nominating Committee. The Nominating Committee will consist of three members, at least one of whom will be a Board member. The Chair will be elected at the annual meeting. The Board will appoint the other members of this committee, including any vacancy that may arise. In years which no one is elected nominating committee Chair at the annual meeting, the Board will appoint the committee Chair. Any voting member may send recommendations for officers and directors to this committee.

Sec. 2. Nominating Committee Report, Member Notification and Annual Meeting Floor Nominations.

A report by the nominating committee of its nominees for officers and directors will be sent to all members at least three weeks before the date of the annual meeting. In this report the membership will be informed of its rights to make nominations from the floor. At the annual meeting nominations may be made from the floor by any voting member in good standing provided the consent of the nominee will have been secured.

Sec. 3. Elections. The election will be by ballot, except that when there is but one nominee for each office, the Secretary will cast a ballot for those nominated. A majority vote by those members qualified to vote will constitute an election. Absentee or proxy voting will not be permitted.

ARTICLE IX Program

Sec. 1. Authorization. The governmental principles adopted by the national convention, and supported by the League of Women Voters as a whole, constitute the authorization for the adoption of Program.

Sec. 2. Program. The program will consist of those national, state and local issues and policies that the League has chosen for study and action.

Sec. 3. Local Programs. Local programs will be limited to such public issues as the membership at the annual meeting will choose for action in the following manner:

- a. The Board will formulate a proposed local program and will consider for inclusion in the proposed program recommendations submitted by voting members in good standing at least two months prior to the annual meeting.
- b. The proposed local program will be sent to all members at least three weeks before the annual meeting.
- c. A majority vote of those voting members present at the annual meeting will be required for adoption of the proposed local program as presented by the Board.
- d. The annual meeting may act upon any recommendation proposed by a member for inclusion in the local program, but not recommended by the Board, if such recommendation has been submitted to the Board at least two months prior to the meeting, provided that the annual meeting 1) orders consideration by a majority vote, and 2) adopts the item by a two-thirds vote.
- e. Changes in the local program, or consideration of a new program, may be adopted provided that information concerning proposed changes has been sent to all members at least two weeks prior to a general membership meeting at which the proposed changes are to be discussed and adopted.

Sec. 4. Continuing Responsibilities. Continuing responsibilities are those positions on local public issues to which this League has given sustained attention, and on which it may continue to act.

- a. The continuing responsibilities may be amended by a two-thirds vote of any annual meeting provided notice of the proposed changes will have been sent by the Board to all members at least three weeks before the annual meeting.
- b. The annual meeting may act upon any change proposed by a member, but not recommended by the Board, if such change has been submitted to the Board at least two months prior to the meeting, provided that the annual meeting 1) orders consideration by a majority vote, and 2) adopts the item by a two-thirds vote.
- c. From time to time the Board will review the continuing responsibilities and submit to the members its recommendations for keeping current, using the procedures outlined in (a) and (b) of this section.

Sec. 5. Member Action. Members may act in the name of this League only when authorized to do so by the Board. They may act only in conformity with and not contrary to a position taken by the League, the LWVCT and/or the LWVUS.

ARTICLE X Conventions

Sec. 1. National and State Conventions. The Board, at a meeting before the date on which the names of delegates must be sent to the national and state offices, may select delegates to the conventions in the number allotted this League under the provisions of the bylaws of the LWVUS and the LWVCT.

ARTICLE XI Parliamentary Authority

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

ARTICLE XII Amendments

Sec. 1. Amendments. These bylaws may be amended by a two-thirds vote of the voting members present at the annual meeting provided the amendments were submitted to the membership in writing at least three weeks in advance of the meeting.

Sec. 2. Interpretation. All words of either gender herein may be read as either feminine or masculine. All words in the singular may be read in the plural, and all words in the plural may be read in the singular where sense so requires.