

**BYLAWS
LEAGUE OF WOMEN VOTERS OF JUNEAU
AS AMENDED**

1975, 1976, 1977, 1981, 1982, 1995, 1999, 2001, 2007, 2013, 2016, 2017

ARTICLE I: Name and Form

Section 1. Name. The name of this organization shall be the League of Women Voters of Juneau (LWVJ). This local League is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Women Voters of Alaska (LWVAK).

Section 2. Form. The LWVJ shall be a benevolent, educational and civic non-profit organization incorporated under the laws of the state of Alaska with its principal offices in Juneau, Alaska.

ARTICLE II: Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters (LWV) is to promote political responsibility through informed and active participation of citizens in government and to act on selected governmental issues. The LWVJ is organized and operated exclusively for 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 provisions of these bylaws, the LWVJ shall not carry out any other activities not permitted to be carried out by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the LWVJ activities shall be in attempting to influence legislation.

Section 2. Political Policy. The LWVJ 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 LWVUS shall be eligible for membership.

Section 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.
- 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, six elected Directors and not more than six appointed Directors. Three Directors shall be elected by the general membership at each annual meeting and shall serve for a term of two years, or until their successors have been elected. Terms of office of elected Board members shall begin after

the annual meeting. The elected members shall appoint such additional Directors, not exceeding six, as they deem necessary to carry on the work of the LWVJ. The terms of office of the appointed Directors shall be one year and shall expire following the next annual meeting.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless she or he is a voting member of the LWVJ.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the resignation, death, or disqualification may be filled, until the next annual meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive unexcused absences from a Board meeting of any member 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 and state Conventions and the LWVJ annual meeting. Each elected Director shall carry a portfolio and be responsible for chairing its Standing Committee. The Board shall define the scope of duties within each Director's portfolio and the goals for his/her Committee. The Board shall create and designate such additional Special Committees as it may deem necessary.

Section 5. Meetings. There shall be at least nine regular meetings of the Board of Directors annually. The President 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. Any member of the Board may participate in a meeting via telephone if unable to attend in person. In the event a vote of the Board is necessary outside a regular Board meeting, and calling a special meeting is deemed impracticable, the President may use an online tool to conduct an electronic vote.

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

Section 7. Notice. The President shall notify all Board members of each meeting at least 2 days in advance. Any Board member may waive notice of any meeting. The attendance of a Board member at a meeting shall constitute a waiver of notice of such meeting, except where a Board member attends a meeting for the express purpose of objection to the transaction of any business because the meeting is not called or convened lawfully.

Section 8. Records. The Board shall keep correct and complete books and records of account and shall keep minutes of its proceedings and of any committees having authority of the Board of Directors; and shall keep a record of the names and addresses of its members entitled to vote.

ARTICLE V: Officers

Section. 1. Enumeration and Election of Officers. The officers of the LWVJ shall be President, a Vice-President, a Secretary, a Treasurer and the Past President. The President, Vice-President, the Secretary, and the Treasurer shall be elected by the general membership at an annual meeting and take office immediately. The President shall serve in that office for one year. The Secretary and the

Treasurer shall serve terms of two years. The President and the Vice-President shall be elected annually. The Secretary and Treasurer shall be elected in alternating years. If the Nominating Committee recommends, and the membership so approves, the President and Vice-President positions may be reconfigured as two Co-Presidents.

Section 2. The President. The President shall preside at all meetings of the organization and of the Board of Directors. She or he may, in the absence or a disability of the Treasurer, sign or endorse checks, drafts and notes. She or he may not carry any other portfolio, but shall be, ex officio, a member of all Committees except the Nominating Committee. She or he 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 Board.

Section 3. The Vice-President. The Vice-President 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. If the vacancy in the office of the President is of a permanent nature, the Vice-President may, if willing, serve as President for the remainder of the term. If the Vice-President is not willing or is unable to so serve, the Board of Directors shall select one of its members to fill the vacancy. The Vice-President shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all meetings of the LWVJ and all meetings of the Board of Directors. She or he shall notify all Officers and Directors of their election. She or he 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 incidental to the office.

Section 5. The Treasurer. The Treasurer shall collect and receive all moneys due. She or he shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board. She or he shall present financial statements to the Board at its regular meetings and an annual financial report to the Annual Meeting.

Section 6. The Past President. The Past President shall serve as consultant to the President and advisor to the Board regarding league policy and procedure.

ARTICLE VI: Financial Administration

Section 1. Fiscal Year. The Fiscal Year of the LWVJ shall commence on the first day of April each year.

Section 2. Annual Dues. The amount of annual dues shall be approved by the members at each annual meeting when they approve the Budget. Annual dues cover the period September 1 through August 31. New members joining after March 1 and before September 1 shall pay half the annual dues rate. Dues shall be set for the following categories:

- a. Individual membership
- b. Household membership for two members residing at the same address.
- c. Student membership for high school or college students enrolled at least half time.
- d. Senior membership for persons aged 65 and over.
- e. Life Members for members who have been enrolled in the League of Women Voters for 50 years or more and who shall not be required to pay annual dues.
- f. The Board may issue scholarships for persons unable to pay the annual dues.

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. The budget shall be based on a specified Annual Dues amount.

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 serve on the Budget Committee but shall not be eligible to serve as chair of the Budget Committee.

Section 5. Dissolution. In the event of the merger or dissolution of the LWVJ for any reason, all financial and other property of the organization shall be distributed at the discretion of the Board to any member organization of the LWVUS which is exempt under Section 501(c)3 of the Internal Revenue Code or the corresponding section of any future federal tax code, or if none of these organizations are then in existence or exempt under those tax provision, then, at the discretion of the Board, to another organization organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under such designated tax provisions.

Section 6. Checks, Loans and Contracts. The LWVJ may not make loans to any Board member or other member of the organization. No loan or debt shall be contracted without approval by a Resolution of the Board of Directors. All checks or other evidence of indebtedness issued in the name of the corporation shall by such officer or agent of the LWVJ in such manner as shall be determined from time to time by Resolution of the Board of Directors.

Section 7. Indemnification The LWVJ is empowered to indemnify its Officers, Directors, and agents to the extent provided for, and within the limitations imposed, by law.

ARTICLE VII: Membership Meetings and Rights

Section 1. Membership Meetings. There shall be at least four meetings of the membership each year. Date and purpose for Membership meetings shall be scheduled by the Board of Directors at its first meeting after the Annual Meeting.

Section 2. Annual Meeting. An annual meeting shall be held between March 1 and April 1, 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 a Nominating Committee,
- c. adopt a budget, and
- d. transact such other business as may properly come before it.

Section 3. Quorum. Thirteen (13) members shall constitute a quorum at the Annual Meeting of the League of Women Voters of Juneau.

Section 4. Rights of Inspection. Any member may have a list of members, their addresses, and voting rights. All records of the organization may be inspected by any member at any reasonable time.

ARTICLE VIII: Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of four members and a Committee Chair (including not more than two members of the current Board) elected at the annual meeting. Nominations for the next Nominating Committee shall be made by the current Nominating Committee. The Nominating Committee Chair shall not be a current Board member. Any vacancy on the Nominating Committee shall be appointed by the Board of Directors. Suggestions for nominations for Officers and Directors may be sent to the Committee by any voting members.

Section 2. Report of Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations of Officers, Directors, and 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, 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 of votes 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 of the LWVUS, constitute the authorization for the adoption of the Program.

Section 2. Program. The Program of the LWVJ shall consist of:

- a. Study and action to implement the Program and Principles of the LWVUS, and
- b. Those state and local governmental issues chosen for concerted study and action by the LWVAK and LWVJ.

Section 3. Action by the Annual Meeting. The annual meeting shall act upon the Program using the following procedures:

- a. The Board of Directors shall consider the 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.
- 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 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
 - 2) Final action by the membership is taken at a succeeding meeting.

Section 4. Membership Action. Members may act in the name of the LWVJ only when authorized to do so by the Board of Directors.

ARTICLE X: National Convention/Council, State Convention

Section 1. National Convention/Council. 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 that Convention in the number allotted the LWVJ under the provisions of the Bylaws of the LWVUS.

Section 2. State Convention. The Board of Directors at a meeting before the date on which the names of the delegates must be sent to the state office shall select delegates to that Convention in the number allotted the LWVJ under the provisions of the Bylaws of the LWVAK.

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 a two-thirds vote of the voting members present and voting at the Annual Meeting, or at a Special Membership Meeting as described below, provided that the amendments were submitted to the membership in writing at least one month in advance of the meeting. Any amendments must be approved by the Board of Directors prior to submission to the membership. In the event that by a three-quarters majority the Board determines the Bylaws need to be amended between Annual Meetings, a Special Membership Meeting may be called for this purpose with notification in writing to all members of the date, time, and place of the meeting.