

League of Women Voters Jacksonville First Coast
Bylaws
Proposed June 1, 2022

ARTICLE I: Name

The name of this organization shall be the League of Women Voters of Jacksonville First Coast Florida, hereinafter referred to in these bylaws as LWVJ/FC, or as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred in these bylaws as LWVUS, and of the League of Women Voters of Florida, hereinafter referred in these bylaws as LWVF.

ARTICLE II: Purposes and Policy

Section 1 - Purposes. The purposes of the LWVJ/FC are to promote political responsibility through informed and active participation of citizens 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 purposes and policy of the League shall be eligible for membership.

Section 2 - Types of Membership.

a. Voting Members: Citizens at least 16 years of age who join the LWV Jacksonville First Coast shall be voting members of the local league, state league 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: Officers (also known as the Executive Committee)

Section 1 - Enumeration and Election of Officers. The Officers of the LWVJ/FC shall be: President, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected by the general membership at an Annual Meeting and take office immediately. Co-Officers are permissible and references herein to any Officers shall include the possibility of Co-Officers. Officers shall be elected for terms of two years. The President and Secretary shall be elected in even numbered years. The Vice-President and Treasurer shall be elected in odd numbered years. Any vacancy among the Officers shall be filled until the next annual meeting by a majority vote of the Board of Directors.

Section 2 - The President. The President shall preside at all meetings of the Organization and of the Board of Directors unless the President shall designate another person to preside. The President shall be a member of all committees except the Nominating Committee. The President shall have such usual powers of supervision and management as may pertain to the office of the President and perform such duties as may be designated by the Board. The President may sign or endorse checks, drafts and notes in the absence of the Treasurer.

Section 3 - The Vice-President. In the event of absence, disability, resignation or death of the President, the Vice-Presidents, ~~in the order of their rank,~~ shall assume the office. If ~~no~~ the Vice-President is not able to serve in this capacity, the Board of Directors shall elect one of its elected members to fill the vacancy. The Vice-President shall perform such other duties as the President and the Board designate.

Section 4 - The Secretary. The Secretary, or duly appointed assistant(s), shall keep minutes of the meetings of the membership and the Board. The Secretary shall perform such other duties as the President and the Board shall direct.

Section 5 - The Treasurer. The Treasurer, or duly appointed assistant(s), shall: collect, receive and disburse moneys; be custodian of these moneys; make disbursements only upon recommendation of the Board, present periodic statements to the Board at its regular meetings, and present an Annual Report at an Annual Meeting.

Section 6 - The Executive Committee. There shall be an Executive Committee composed of the President, the Vice President, the Secretary, and the Treasurer, with the power to transact non-policy business when it is not feasible to call a Board Meeting. Any action taken by this Committee must be reported at the next Board Meeting.

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, five (5) elected Directors and not more than five (5) appointed Directors. The Directors shall be elected for two years from their election at the Annual Meeting with the option of serving additional terms. The elected members shall appoint such additional Directors, not exceeding five, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year and shall expire at the conclusion of 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 that person is a voting member, ~~as well as,~~ current on membership dues to the League of Women Voters Jacksonville First Coast.

Section 3 - Vacancies. Any vacancy occurring in the Board of Directors by reason of resignation, death, or disqualification of any Officer or elected member is to be filled for the unexpired portion of term of office by a majority vote of the remaining members of the Board of Directors.

Section 4 - Powers and Duties. The Board of Directors shall have full charge of the property and business of the corporation with full power and authority to manage and conduct the same, subject to the instructions of the general membership. The Board shall plan and direct the work necessary to carry out the program as adopted by the National Convention, the State Convention and the Annual Meeting, and shall

create and designate such special committees as it may deem necessary.

Section 5 - Meetings. There shall be at least six (6) regular meetings of the Board of Directors annually. The president shall notify each member of the Board of Directors of the time and place of all regular meetings in writing, delivered personally or by mail, facsimile, or other electronic means, sent at least two weeks before any such meeting.

- a. Regular and special meetings of the Board may take place in person, or through electronic means such as telephone conferencing, and video conferencing.
- b. The Board shall plan and direct the work necessary to carry out the programs as adopted by National Convention, the State Convention, and the Annual Meeting.
- c. Three unexcused consecutive absences from a Board meeting of any member without valid reason shall be deemed a resignation.

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

ARTICLE VI: Financial Administration

Section 1 - Fiscal Year. The fiscal year of the LWVJ/FC shall commence on the first day of May of each year.

Section 2 – Care of Assets.

- a. Moneys shall be deposited in a federally insured institution.
- b. The Treasurer and the President shall be qualified signatories on all accounts.
- c. The financial books of the League shall be reviewed annually by a board-appointed individual.

Section 3 - Dues. Annual membership dues shall be the sum of local, state (LWVF), and national (LWVUS) dues. LWVUS and LWVF dues are set by those entities. Any dues increase enacted by LWVUS or LWVF shall be effective the date required by the enacting body. Local dues shall be set, effective immediately, at the Annual Meeting by a majority of the voting members present provided a notice to do so is published in the newsletter. All memberships are renewable 12 months after the anniversary date of the initial payment. Notice of renewal will be sent in the 11th month. Any member who fails to pay dues by their expiration date shall be dropped from the membership rolls.

Section 4 - Budget. The Board shall submit to the Annual Meeting for adoption, a budget for the ensuing year. The budget shall include support for the work of the League as a whole.

Section 5 - Budget Committee. The budget shall be prepared by a Budget Committee that shall be appointed by the President, for this purpose three months in advance of the Annual Meeting. The proposed budget shall be sent to all members in the newsletter thirty (30) days before the Annual Meeting. The Budget Committee shall include the Treasurer and at least two other members.

Section 6 - Distribution of Funds on Dissolution. In the event of the dissolution of the LWVJ/FC, all moneys and securities which may at the time be owned by or under the control of the LWVJ/FC shall be paid to the League of Women Voters of Florida after the state and national per member payments and other obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed which may at the time be owned or under the control of the LWVJ/FC shall be disposed of to such person, organization, or corporation for such public, charitable or educational uses and purposes as the Board in its absolute

discretion may designate.

ARTICLE VII: Meetings

Section 1 - Membership Meeting. There shall be at least four (4) meetings of general membership, including the Annual Meeting, each year. The Board of Directors shall determine the time, place, format, or mode. These meetings may take place in person, or through electronic means such as telephone conferencing, video conferencing, or through a combination of formats.

Section 2 - Annual Meeting. The Annual Meeting shall be held between May 1 and June 15 of each year; the exact date, time and place will be determined by the Board of Directors. The Annual Meeting shall:

- a. Elect Officers, Directors and three elected members to the Nominating Committee;
- b. Adopt an adequate budget;
- c. Update bylaws if necessary;
- d. Transact such other business as may properly come before it.

Section 3 - Quorum. Twenty percent (20%) of the membership shall constitute a quorum at the Annual Meeting of the LWVJ/FC.

ARTICLE VIII: Nominations and Elections

Section 1 - Nominating Committee. The Nominating Committee shall consist of four (4) members, of whom three (3) shall not be members of the Board and one (1) Board member. The three (3) non-Board members shall be elected at the Annual Meeting and the one (1) Board member shall be appointed by the Board after the Annual Meeting. The initial Nominating Committee meeting will be called by the Board member of the Committee no later than October 31 and the Nominating Committee Chair will be chosen by the members of the Nominating Committee after at that initial after the annual meeting.

Section 2 - Report of Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for Officers, elected Directors, and the three (3) elected members of the Nominating Committee shall be sent to all members thirty (30) days before the Annual Meeting. Immediately following the presentation of this report, additional nominations may be made by any voting member provided the consent of the nominee shall have been secured.

Section 3 - Elections. Elections shall be held by ballot. When there is but one nominee for each office it shall be by voice vote. A majority of those present and qualified to vote and voting shall constitute an election. Remote voting may be allowed as part of a remote meeting.

ARTICLE IX: Program

Section 1 - Authorization. The governing 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 program of the LWVJ/FC shall consist of: action to implement the Principles and

Positions of the LWVUS, LWVF, and LWVJ/FC.

Section 3 - Program Adoption. The members of the LWVJFC shall select those governmental issues for concerted study and action using the following procedures:

- a. The new Board of Directors shall consider the recommendations sent in by the voting members prior to the Annual Meeting and shall formulate a Proposed Local Program.
- b. The Proposed Local Program shall be sent to all members in the newsletter sixty (60) days after the Annual Meeting.
- c. The voting members present and voting at a general Membership Meeting held within 100 days of the Annual Meeting shall adopt items of the Proposed Local Program by a majority vote on each subject of this program presented to them.
- d. Suggestions for the local Program submitted by voting members prior to the Annual Meeting but not recommended by the Board of Directors may be considered by the members at the Meeting where the Program is being adopted. Adoption of the item shall require a three-fifths (3/5) vote.

Section 4 - Changes in the Program. Changes in the local Program, in the case of altered conditions, may be made provided that ~~:-a-~~ information concerning the proposed changes has been mailed to all members at least two (2) weeks prior to a general meeting at which the change is to be discussed, and final action by the membership is taken at that succeeding meeting.

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Section 5 - Fast Action Study. In the event of the emergence of an important local issue between Annual Meetings, the Board may consider adoption of a mini-study. A three-fifths (3/5) vote of the total Board is required to adopt this study.

Section 6 - Member Action. Members may act in the name of LWVJ/FC, LWVF or the LWVUS only when authorized to do so by the President.

ARTICLE X: National Convention, State Convention and Council

Section 1 - National Convention. The Board of Directors shall select delegates to the National Convention according to the provisions of the bylaws of the LWVUS.

Section 2 - State Convention and Council. The Board of Directors shall select delegates to the State Convention and State Council according to the provisions of the bylaws of the LWVF.

ARTICLE XI: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules the LWVF may adopt.

ARTICLE XII: Amendments

~~These bylaws may be amended by a simple majority vote of the voting members at the Annual Meeting provided that the proposed amendments were submitted to the membership in writing in the newsletter thirty (30) days before the meeting.~~

Section 1. Amendments. These bylaws may be amended by a simple majority vote of the voting members at the Annual Meeting, per the following procedure

Section 2. Amendment Procedure.

a. The President will call for changes via newsletter or direct communications to the members at least four months prior to the Annual Meeting.

b. Proposed changes shall be submitted by any member to the Board of Directors at least three months prior to the annual business meeting.

c. All such proposed amendments together with recommendations of the Board will be considered by the Board and submitted to the membership in writing thirty (30) days before the Annual Meeting and submitted for a vote at the Annual Meeting.

Amended:

July 11, 2016

June 6, 2018

June 5, 2019

June 3, 2020

June 2, 2021