

LEAGUE OF WOMEN VOTERS OF ANCHORAGE

BYLAWS

As amended April 2019

As adopted: April 24, 1950.

As amended at Annual Meetings: March 1955, March 1958, March 1962, March 1963, March 1964, March 1966, April 1967, March 1970, April 1973, April 1974, April 1975, April 1976, April 1977, April 1978, April 1979, April 1980, April 1983, April 1987, April 1989, April 1993, March 1999, April 2002, March 2003, April 2007, April 2012, June 2016, April 2017, April 2019.

ARTICLE I - Name

Section 1. Name. The name of this organization shall be the League of Women Voters of Anchorage (LWV Anch). 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 LWV Anch shall be a benevolent, educational, and civic non-profit organization incorporated under the laws of the State of Alaska with its principle office in Anchorage, Alaska.

Note: Local Leagues may not disband without notifying the LWVAK. Only the LWVUS can withdraw recognition.

ARTICLE II - Purposes and Policy

Section 1. Purposes.

- a. The purposes of the LWV Anch shall be to promote political responsibility through informed and active participation in government and to act on selected governmental issues.
- b. The LWV Anch 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 LWV Anch 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 LWV Anch activities shall be in attempting to influence legislation.

Section 2. Political Policy.

- a. The LWV Anch may take action on local government measures and policies in the public interest in conformity with the principles of the LWVUS.
- b. The LWV Anch shall not support or oppose any political party or candidate.

ARTICLE III - Membership

Section 1. How Composed. The membership of the LWV Anch shall be composed of voting members and associate members. Any person who subscribes to the purposes and policy of the League shall be eligible for membership.

Section 2. Type of Membership:

- a. **Voting members.** Persons of at least 16 years of age who join the LWV Anch shall be voting members of the LWV Anch and LWVAK Leagues and of the LWVUS;
 1. Those who live within an area of the LWV Anch 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 LWVAK members-at-large;
- 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 LWV Anch shall be a president, a vice-president, a secretary and a treasurer. The president and vice-president shall be elected for a term of one year. They shall be voting members of the LWV Anch and shall be elected at the annual meeting to hold office until the close of the next annual meeting or until their successors have been elected and qualified. The treasurer and secretary will serve for two years, the secretary to be elected in odd-numbered years and the treasurer to be elected in even-numbered 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 LWV Anch and of the board of directors. The president may, in the absence or disability of the treasurer, sign or endorse checks, drafts and notes. The president or designee shall sign all contracts and other instruments when so authorized by the

board. The president shall be, ex officio, a member of all committees except the nominating committee. The president shall have such usual powers of supervision and management as customarily 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 or death of the president, possess all the powers and duties of that office until the next annual meeting. 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 LWV Anch and of all meetings of the board of directors. The secretary shall perform such other functions as may be incidental to that office.

Section 5. The Treasurer. The treasurer shall collect and receive all moneys due. The treasurer 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. The treasurer shall prepare and present statements to the board at their regular meetings. The treasurer shall prepare and present a fiscal year report to the membership at the annual meeting.

The treasurer shall have charge of the preparation and filing of such financial statements, reports, and returns as may be required by law and shall keep all financial records in chronological order for a ten-year period in order to provide an accurate historical record.

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 LWV Anch, 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. The elected members shall appoint such additional directors, not exceeding six, as they deem necessary to carry on the work of the LWV Anch. 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. 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 LWV Anch.

Section 3. Vacancies. In the event of the absence, disability, resignation or death of the president, the vice-president shall assume the office. If the vice-president is not able to serve as president, the vacancy may be filled by vote of the remaining members of the board. Any vacancy occurring on the board of directors by reason of the resignation, death or disqualification of any member, with the exception of the president, may be filled, until the next annual meeting, by a majority vote of the remaining members of the board of directors. Three

consecutive absences of board meetings of any member without a valid reason 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 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 LWVUS convention, the LWVAK convention, and the LWV Anch annual meeting. The board shall create and designate such special committees as it may deem necessary.

Section 5. Meetings. There shall be at least six 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. A member may participate electronically if unable to attend in person. Participation by such means shall constitute presence at the meeting. 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, with approval of the executive committee, 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. Executive Committee. The board shall appoint an executive committee consisting of no fewer than four members of the board at the first board meeting after the annual meeting. The executive committee shall exercise such power and authority as may be delegated to it and shall report on all actions taken by it between regular meetings of the board. The Executive Committee will serve until the next annual meeting and may be reappointed.

Section 8. Records. The board shall ensure that correct and complete books and records are maintained, and shall keep minutes of its proceedings and of any committees having authority of the board of directors.

ARTICLE VI - Financial Administration

Section 1. Board Members' Financial Obligation. Board members are obligated to insure the finances of LWV Anch are administered according to state law, and the Internal Revenue Service and 501(c)(3) requirements.

Section 2. Fiscal Year. The fiscal year of the LWV Anch shall commence on the first day of April of each year.

Section 3. Dues. Annual dues shall be set by the membership at the annual meeting upon recommendation by the board. Membership runs from April 1st – March 31st. New Members who join in the last quarter of the fiscal year will have their dues carry through to the start of the following fiscal year. Dues shall be set for the following categories of voting members:

- a. **Individual.**
- b. **Joint Household** – When two or more members reside at the same address in a common household, the payment for the first members shall be same amount as that set for an individual member, and a payment equal to one-half (1/2) of the individual amount shall be paid for each additional member.
- c. **College Student** – When a member is an undergraduate or post-graduate student enrolled at least half-time at an accredited institution, the annual dues shall be not more than one-half (1/2) of the individual amount.
- d. **Youth** – When a member is 16-18 years of age, the annual dues are no more than one-half (1/2) of the individual amount.
- e. **Honorary Life Members** – Those who have been members of the League for 50 years or more shall be Honorary Life Members excused from the payment of dues.
- f. **Financial Need** – The Board may extend complimentary membership in cases of financial need.

Section 4. Budget. A proposed budget for the ensuing fiscal year shall be submitted by the board of directors to the members attending the annual meeting for adoption.

Section 5. Budget Committee. A budget committee comprised of a board member and a member shall be appointed by the Board of Directors at least 60 days prior to the annual meeting to prepare a budget for the ensuing fiscal year. The proposed budget shall be sent to all members 30 days before the annual meeting. The treasurer shall be an ex-officio, non-voting member of the committee.

Section 6. Audit. The LWV Anch board may arrange for an annual in-house audit by an appointed committee of members not to include the treasurer and for an external audit or review by a Certified Public Accountant (CPA) at such times that the board deems necessary or appropriate. The treasurer shall provide documents required by the audit committee or CPA.

Section 7. Dissolution or Merger. In the event of the merger or dissolution of the LWV Anch 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.

ARTICLE VII – Meetings

Section 1. Membership Meeting. There shall be at least four meetings of the membership each year. Any meeting co-sponsored with other groups may be counted as one of the required meetings. Time and place shall be determined by the board of directors.

Section 2. Annual Meeting. An annual meeting shall be held by May 15 of each year, the exact date to be determined by the board of directors.

a. **Meeting Agenda:**

1. Adopt a local program for the ensuing year;
2. Elect officers and directors; members of the nominating committee;
3. Review the previous fiscal year financial report;
4. Adopt an adequate budget;
5. Review of the annual audit, if applicable, and;
6. Transact such other business as may properly come before it.

b. **Quorum:** Ten percent (10%) of the membership, other than the board of directors, as reported to the LWVUS in January of each year, shall constitute a quorum for all annual meetings of the LWV Anch.

Section 3. Communication. Any materials pertinent to any membership meeting or annual meeting may be distributed in person, by mail, fax or electronic mail.

ARTICLE VIII - Nominations and Elections

Section 1. Nominating Committee. The nominating committee shall consist of three members. One shall be a member of the current board of directors, appointed by the board of directors. The remaining two Nominating Committee members shall be elected at the annual meeting, one shall serve as chair. Nominations for these offices shall be made by the current nominating committee. Any vacancy on the nominating committee shall be filled by the board of directors. Any voting member may suggest nominees, with consent of the nominee, and send them to the Nominating Committee.

Section 2. Report of Nominating Committee and Nominations from the Floor. 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 has been obtained.

Section 3. Elections. The election shall be by ballot, except that if there is only one nominee for an office, it shall be by voice vote. A majority vote of those qualified 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 program of the LWV Anch shall consist of those governmental issues that the membership shall choose for action at the annual meeting, using the following procedures:

- a. The board of directors shall consider the recommendations sent in by voting members 60 days prior to the annual meeting and shall formulate a proposed program.
- b. The proposed program shall be sent to all members 30 days before the annual meeting.
- c. A majority vote of the voting members present at the annual meeting shall be required for adoption of subjects in the program as proposed by the board of directors.
- d. Any recommendations for the program submitted by voting members to the board of directors at least 60 days prior to the annual meeting, but not recommended by the board of directors, may be considered at the annual meeting provided that a two-thirds (2/3) vote shall be required for consideration and a majority vote shall be required for adoption.
- e. Additions to the program, in the case of altered conditions, may be made provided that the information concerning the proposed addition has been sent to all members at least two weeks prior to a general membership meeting at which the addition is to be discussed. Such addition may be accomplished by a majority vote of the voting members present and voting at the same general membership meeting.

Section 3. Member Action. LWV Anch may act on national, state and local program only in conformity with positions taken by the LWVUS, the LWVAK and the LWV Anch respectively. Members may act in the name of the League of Women Voters only when authorized to do so by the board of directors.

ARTICLE X - LWVUS Convention, LWVAK Convention

Section 1. LWVUS 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 that convention in the number allotted by the LWVUS.

Section 2. LWVAK Convention. The board of directors, at a meeting preceding the date on which the names of delegates must be sent to the LWVAK, shall select delegates to that convention in the number allotted the LWV Anch 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 – Bylaw Amendments

Section 1. Amendments. These bylaws may be amended;

- a. at an annual meeting by a two-thirds (2/3) vote of the voting members present; provided the amendments were submitted to the membership in writing at least 30 days in advance of the meeting. Member comments will only be considered in the context of clarifying amendments to the proposed new language. Approved bylaws amendments shall take effect at the close of the annual meeting at which they were adopted.
- b. at a special membership meeting called by a two-thirds (2/3) vote of the board of directors when deemed necessary that the bylaws require amending prior to the annual meeting. Any amendment must be approved by the board of directors prior to submission to the membership. At least 30 days prior to the special membership meeting, a notification in writing to all members of the date, time and place of the meeting shall be issued including the language for amendments to be considered. A two-thirds (2/3) vote of the voting members present at the special membership meeting is required to approve the proposed bylaw amendments. Member comments will only be considered in the context of clarifying amendments to the proposed new language. Approved bylaw amendments shall take effect at the close of the special membership meeting at which they were adopted.
- c. by a majority vote of the Board to conform the LWV Anch bylaws to LWVUS Bylaw changes.