

LEAGUE OF WOMEN VOTERS OF APPLETON-FOX CITIES BY-LAWS

Article I

Section 1. Name

The name of this organization shall be League of Women Voters of Appleton-Fox Cities, hereinafter referred to in these bylaws as LWV Appleton-Fox Cities, or as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS, and of the League of Women Voters of Wisconsin, Inc., hereinafter referred to in these bylaws as LWVWI.

Article II Purposes and Policy

Section 1. Purposes. The purposes of LWV Appleton-Fox Cities shall be to promote political responsibility through informed and active participation in government, and to act on selected government issues.

Section 2. Political Policy.

1. The League shall not support or oppose any political party or any 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.

Section 3. Non-profit Status. LWV of Appleton-Fox Cities shall be operated exclusively for charitable and educational purposes, as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (the "Code").

Section 4. Lobbying. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the organization. No substantial part of the activities of the organization shall be lobbying. The organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on by (a) an organization exempt from federal income tax under section 501 (c) (3) of the Code, or by (b) an organization, contributions to which are deductible under section 170 (c) (2) of the Code.

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 – Persons at least sixteen 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 the 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. Second member in household. A second (or third) adult member at least sixteen years of age living in the same household as a voting member shall pay a reduced membership fee as determined by the membership committee with Board approval, and shall be a voting member.

D. Student members. A high school or post-secondary student shall pay a reduced membership fee as determined by the membership committee with Board approval.

Article IV Officers

Section 1. Enumeration and Election of Officers. The officers of LWV Appleton shall be a President or Co-Presidents, a First Vice President, a Second Vice President, a Secretary, and a Treasurer, who shall be elected for terms of two years by the general membership at the Annual Meeting. All officers, except the treasurer shall take office immediately following the Annual Meeting. The treasurer shall take office on July 1. The President or Co-Presidents, First Vice President and Secretary shall be elected in odd-numbered years. The Treasurer and Second Vice President shall be elected in even-numbered years.

Section 2. The President. The President or Co-Presidents shall have such powers of supervision and management as customarily pertain to the office; shall preside at all meetings of the organization and the Board, or designate another person to do so; shall appoint chairs for all committees; shall be, ex officio, a member of all committees except the nominating committee; may sign or endorse checks, drafts and notes in the absence of the treasurer; with approval of the Board shall co-sign contracts with the Treasurer or the Treasurer's designee, and shall perform such other duties as the Board may direct. Co-Presidents shall share one vote at board of directors' meetings. In the event of the absence, disability, resignation or death of the President, the Vice-presidents, in order of their rank, shall assume the office. If no Vice-president is able to serve as President, the Board shall fill the vacancy from among the elected directors.

Section 3. The Vice-Presidents. In addition to any incoming portfolio, the Vice-presidents shall perform such duties as the President and Board shall direct.

Section 4. The Secretary. The Secretary shall keep minutes of the meetings of the membership and of the Board; shall notify all officers and directors of their election; and shall perform such other duties as the president and the Board shall direct.

Section 5. The Treasurer. The Treasurer shall collect and receive all monies due; shall be the custodian of these monies; shall deposit them in a bank designated by the Board of Directors; shall disburse the same in accordance with the budget or, in the case of extraordinary expense, upon the order of the Board; shall suggest changes or strategic direction about financial policy to the Board; shall co-sign with the President all contracts and other instruments when authorized to do so by the Board and shall present statements to the Board at the regular meetings and an annual report to the annual Meetings.

Section 6. Terms. Officers of LWV Appleton may be elected to the same office no more than three consecutive terms. The filling of a partial or vacant term shall not count against this limit.

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 up to six (6) directors elected by the membership or interim directors appointed by the Board not to exceed the number of elected directors. 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 and qualified. The elected members of the Board shall appoint such additional directors not exceeding the number of elected directors, as they deem necessary to carry on the work of the League. The terms of office for the appointed directors shall be one year and shall expire at the conclusion of the next Annual Meeting.

Section 2. Qualifications. Only voting members of the LWV Appleton-Fox Cities shall serve as an officer, director or representative of this organization. Board members must conform to the adopted non-partisan policy.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of resignation, death or disqualification of an officer or elected member may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive absences from a Board meeting 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. It shall plan and direct the work necessary to carry out the Program as adopted by the LWVUS Convention, LWVWI Annual Meeting, and the LWV Appleton-Fox Cities Annual Meeting. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Executive Committee. The executive committee shall be comprised of the elected officers.

Section 6. Meetings. The Board of Directors shall meet as often as necessary, but at least quarterly. Board meetings may be conducted by electronic means. The President also may call a special meeting upon the written request of three (3) members of the Board.

Section 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum.

Article VI Meetings

Section 1. Membership Meetings. There shall be at least three (3) meetings of the membership each year. The Annual Meeting shall count as one of these meetings. Membership Meetings may be conducted by electronic means. Time and place of all meetings shall be determined by the Board of Directors.

Section 2. Annual Meeting. The Annual Meeting shall be the regular spring membership meeting. The Annual Meeting shall:

- A. elect officers, directors, members of the Nominating Committee and budget committee;
- B. adopt a budget;
- C. adopt a local program for the ensuing year;
- D. transact such other business as may properly come before it.

Section 3. Quorum. Fifteen percent of the voting members shall constitute a quorum at all business meetings of LWV Appleton-Fox Cities. Absentee or proxy voting shall not be permitted.

Article VII Nominations and Elections

Section 1. Nominating Committee. The nominating committee shall consist of five members. The chair and two members, who shall not be members of the Board, shall be elected by the Annual Meeting. Immediately after the Annual Meeting the Board shall appoint two of its members to the committee. Vacancies shall be filled by appointment by the Board. This committee shall serve for one year and shall make suggestions to the Board for filling vacancies when necessary. Suggestions for nominations for officers, Board members, and at-large Budget Committee members may be sent to this committee by any voting member. Nominating committee members may not serve more than two consecutive terms.

Section 2. Report of Nominating Committee. The Report of the Nominating Committee shall include officers, directors, three at-large budget committee members and the following year's Nominating

Committee chair and two members. The report shall be sent to the members one month before the Annual Meeting either electronically or in writing. The report of the Nominating Committee shall be presented to the Annual Meeting. Nominations may be made from the floor immediately thereafter by any voting member, provided the consent of the nominee has been obtained.

Section 3. Election. Election shall be by ballot except if there is only one nominee for an office it shall be by voice vote. A majority vote shall constitute an election.

Article VIII Principles, Study Program, and Action

Section 1. Principles. The Principles are concepts of government adopted by LWV US Convention and supported by the League as a whole. They are the authorization for the adoption of national, state, and local study programs.

Section 2. Study Program and Action. The Study Program of the LWV Appleton-Fox Cities shall comport with consistent action to implement the League Principles and those local government issues chosen by the Annual Meeting for concerted study and action as follows:

A. Voting members may make recommendations to the Board at least two months before the Annual Meeting.

B. The Board shall consider these recommendations and formulate a proposed Study Program which shall be sent to the members at least one month before the Annual Meeting.

C. The Annual Meeting shall adopt a Study Program by a majority vote. Study Program recommendations submitted to the Board at least two months before the Annual Meeting but not proposed by the Board may be considered by the Annual Meeting, provided that the Annual Meeting shall order consideration by a majority vote and shall adopt the item by a two-thirds vote.

D. A Study Program may culminate in new or revised local support positions which can be used to take action.

Section 3. Changes in Study Program. Changes in the Study Program, in the case of altered conditions, changes in the Study Program may be made provided that information concerning the proposed changes has been sent to all members at least two weeks before a general membership meeting at which the change is to be discussed, and that final action by the membership is taken at a succeeding meeting.

Section 4. Study Program Action. As an organization, LWV Appleton-Fox Cities may act only in conformity with, and not contrary to, a position taken by LWV Appleton-Fox Cities, LWVWI, and LWVUS. Members may act in the name of the LWV Appleton-Fox Cities only when authorized to do so by the Board.

Article IX Financial Administration

Section 1. Fiscal Year. The fiscal year of LWV Appleton-Fox Cities shall be from July 1 to June 30 of each year.

Section 2. Dues. Annual dues approved by the membership as part of the budget shall be payable the first day of October. Any member who fails to pay the dues by January 15 may be dropped from the membership rolls.

Section 3. Budget. The budget shall include support for all financial obligations approved by the Board of Directors and assumed by the local League for the ensuing fiscal year.

Section 4. Budget Committee. The Budget Committee shall conduct a review annually to ensure the integrity of the finances. Based on that review, the committee shall prepare a budget for the next fiscal year. The President (may vote), the Treasurer, and three other at-large members from the membership shall serve on the committee. The three at-large members of the Budget Committee shall be selected by the Nominating Committee and elected at the Annual meeting. The Treasurer may not chair the committee. A budget shall be prepared at least two months prior to the Annual meeting. The proposed budget shall be approved by the Board of Directors, and shall be sent to all members one month before the Annual meeting.

Section 5. Distribution of Funds on Dissolution. In the event of the dissolution of LWV Appleton-Fox Cities all moneys and securities which may at the time be owned by or under the control of LWV Appleton-Fox Cities shall be paid to the LWV Wisconsin, Inc. after the state and national per member payments and other obligations have been met. All other properties of whatsoever nature, whether real, personal, or mixed which may at the time be owned or under the control of LWV Appleton-Fox Cities shall be disposed of to such person, organization, or corporation for such public, charitable or educational use and purposes as the board in its absolute discretion may designate.

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