

# **Bylaws of the League of Women Voters of Saratoga County**

## **ARTICLE I**

### **Name**

#### **Section 1. Name**

The name of this organization shall be The League of Women Voters of Saratoga County. This local league is an integral part of the League of Women Voters of the United States and of the League of Women Voters of New York State.

## **ARTICLE II**

### **Purposes and Policies**

#### **Section 1. Purposes**

The purposes of the League of Women Voters of the United States are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

#### **Section 2. Policies**

The policies of the League of Women Voters are

- a. **Political Policy.** The League shall not support or oppose any political party or any candidate.
- b. **Diversity, Equity and 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**

#### **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 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 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.

## ARTICLE IV Board of Directors

### Section 1. Number, Manner of Selection and Terms of Office

The board of directors shall consist of one of the following configurations:

- a. A president or co-presidents, a first vice president, a second vice president, a secretary and a treasurer, plus no more than six elected directors and no more than six appointed directors, all of whom shall be voting members. All officers and directors are voting members of the board.
- OR
- b. A steering committee of no more than four members, a secretary and a treasurer, plus no more than six elected directors and no more than six appointed directors, all of whom shall be voting members. All officers and directors are

voting members of the board.

Three directors shall be elected by the general membership at each annual meeting and shall serve a term of two years, or until their successors have been elected. The elected members shall appoint up to six additional directors as they deem necessary to carry on the work of the League. The terms of office of the appointed directors shall be one year and shall expire at the conclusion of the next annual meeting. All officers and directors are voting members of the board.

#### Section 2. Qualifications

All elected or appointed officers and directors must be voting members of the League of Women Voters of Saratoga County.

#### 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 only after consultation with the nominating committee.

Any board member incurring three consecutive unexcused absences or a total of four meetings within a fiscal year shall be considered to have resigned from the board and that position may be declared vacant by a majority vote of the remaining board members.

#### 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 convention, the state convention, and the 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 or Steering Committee may call a special meeting of the Board of Directors and shall call special meetings of the Board of Directors upon the documented request of five members of the board.

### Section 6. Quorum

A majority of the members of the Board of Directors shall constitute a quorum and a majority of the members in attendance at any board meeting shall, in the presence of a quorum, decide its action.

### Section 7. Conflict of Interest Policy

Immediately following the annual meeting, all officers and board members shall sign the conflict of interest form provided by the secretary.

## ARTICLE V Officers

### Section 1. Enumeration and Election of Officers

The officers of the League of Women Voters of the Saratoga County shall be either:

A president/ 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 an annual meeting and take office immediately. The president(s), the first vice-president and the secretary shall be elected in odd years. The second vice-president and the treasurer shall be elected in even years.

OR

A steering committee of no more than four members, a secretary and a treasurer who shall be elected for terms of two years by the general membership at an annual meeting and take office

immediately. Elections will be held so that half will be in even years and half in odd years. Not more than two of the steering committee members and either the secretary or the treasurer shall be elected in alternating years.

## Section 2. Duties of the Officers

### a. The President(s)

The president shall preside at all meetings of the organization 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 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 may pertain to the office of the president and perform such other duties as may be designated by the board.

### The Vice-Presidents

The first and second vice presidents, in the order of their rank, shall, in event of absence, disability, resignation or death of the president, possess all the powers and perform all the duties of that office, until such time as the board of directors shall elect one of its members to fill the vacancy. The vice-presidents shall perform other duties as the president and board may designate.

### b. The Steering Committee

The steering committee shall determine the division of tasks and the leadership roles its members handle. A chair of the steering committee will be designated at all times. If the steering committee chair who is functioning as chair is absent because of disability or death, the steering committee shall designate that person's replacement to carry out all of the predecessor's duties.

The steering committee shall be ex-officio, a member of all committees except the nominating committee. The steering committee shall have such usual powers of supervision and

- management as may pertain to the office of the steering committee and perform such other duties as may be designated by the board.
- c.* The Secretary  
The secretary shall keep minutes of meetings of the League and of all the meetings of the board of directors, annual meeting and consensus and/or concurrence meeting. The secretary shall notify all officers and directors of their election. The secretary shall maintain the conflict of interest policy and forms. The secretary shall ensure that each officer and board member sign the conflict of interest forms and shall retain them until the next following annual meeting when they may be destroyed.
- d.* The Treasurer  
The treasurer shall collect and receive all monies due. The treasurer shall be the custodian of these monies, 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 present statements to the board at their regular meetings and an annual report to the annual meeting. The treasurer shall sign contracts and other instruments when so authorized by the board.

## ARTICLE VI Financial Administration

### Section 1. Fiscal Year

The fiscal year of the League of Women Voters of Saratoga County shall commence on the first day of July each year.

### Section 2. Dues

Proposed annual dues will be presented to the membership at least one month prior to the annual meeting. Annual dues will be set by a majority vote of the membership present at each year's annual meeting.

### Section 3. 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 not serve as the chair of the budget committee.

### Section 4. 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.

### Section 5. Annual Financial Report.

The general membership, at the annual meeting, shall, upon the recommendation of the Board of Directors, approve the appointment of someone who is not a member of the Board to examine the revenues, expenses and balances of the financial statements. This person may not serve more than two years in succession. The findings in the Report shall be presented to the Board of Directors no later than the October meeting of the same year.

### Section 6. Withdrawal of Recognition.

In the event of Dissolution. Upon withdrawal of recognition, leagues shall follow local, state and federal law to close out. Any remaining funds shall be distributed to the State LWV, LWVUS, or LWVEF as appropriate.

## ARTICLE VII Meetings

### Section 1. Membership Meetings

There shall be at least six meetings of the membership each year. Time and place shall be determined by the board of directors.

### Section 2. Annual Meeting.

- a. An annual meeting shall be held during May or June, the exact date to be determined by the board of directors.
- b. The annual meeting shall:
  - (1) adopt a local program for the ensuing year;
  - (2) elect officers and directors;
  - (3) elect three non-board members of the nominating committee;
  - (4) adopt an adequate budget;
  - (5) transact such other business as may properly come before it;
  - (6) appoint someone to examine the treasurer's financial statements.
- c. Quorum: Ten percent (10%) of the membership of the League of Women Voters of Saratoga County shall constitute a quorum for the annual meeting.

### Section 3. Consensus and/or Concurrence Meeting

Consensus and/or concurrence meetings are held to determine positions or changes to existing positions. Only League members may participate. These meetings shall be held at the direction of the board of directors as needed.

## ARTICLE VIII

### Nominations and Elections

#### Section 1. Nominating Committee

The nominating committee shall consist of no more than five members, two of whom shall be members of the board of directors. Three members, including the chair, shall not be members of the board and shall be elected at the annual meeting. Nominations for these three non-board nominating committee members shall be made by the current nominating committee. The board members of the nominating committee shall be appointed by the board of directors at the next regularly scheduled meeting following the



annual meeting. Any vacancy on the nominating committee shall be filled by the board of directors. Suggestions for nominations for officers and directors may be sent to the nominating committee by any voting member.

### Section 2. Report of the Nominating Committee and Nominations from the Floor

The report of the nominating committee of its nominations for officers, directors and the off-board 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 elections shall be by voice vote or ballot. When there is but one nominee for each office, the secretary may be instructed to cast the ballot for every nominee. A majority vote of those qualified to vote and voting, including absentee voting, shall constitute an election. 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 program.

### Section 2. Program

The program of the League of Women Voters of Saratoga County shall consist of:

- a. action to implement the principles of the Leagues of Women Voters of the United States and of New York State, and
- b. those local governmental issues chosen for concerted study and action.

### 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 formulate the proposed program with consideration of recommendations from members made two months prior to the annual meeting.
- b. The proposed program shall be sent to all members one month before the annual meeting.
- c. Proposals for programs submitted two months before the annual meeting but not included in the board's proposed program may be voted consideration at the annual meeting by a majority vote.
- d. The program shall be adopted by an affirmative vote of the majority of members present at the annual meeting.

### Section 4. Changes in Program

In the case of altered conditions, program changes may be proposed by the board of directors and submitted to members at least two weeks prior to a membership meeting at which the change will be discussed. At the succeeding meeting for membership action, a quorum of ten percent (10%) of the membership is required to accept the program change.

### Section 5. Member Action

Members may act in the name of the League of Women Voters only when authorized to do so by the appropriate board of directors. They may act only in conformity with, and not contrary to, a position taken by the League of Women Voters of Saratoga

County, the League of Women Voters of New York State, and the League of Women Voters of the United States.

## ARTICLE X

### National Convention, State Convention and State Council

#### Section 1. National Convention

The board at a meeting shall select delegates to that convention in the number allotted to the League of Women Voters of Saratoga County.

#### Section 2. State Convention

The board at a meeting shall select delegates to that convention in the number allotted to the League of Women Voters of Saratoga County.

#### Section 3. State Council

The board at a meeting shall select delegates to that council in the number allotted to the League of Women Voters of Saratoga County.

## ARTICLE XI

### Parliamentary Authority Section

#### Section 1. Parliamentary Authority

The rules contained in the current edition of *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 other special meeting, provided that amendments were submitted to the membership in writing at least one month in advance of the

meeting.

Revised March 2022; Approved April 2022.

Revised March 2021; Approved June 2021

Revised: April 2017; Approved: June 2017

Revised: March 2015; Approved: June 2015

Revised: April 2011; Approved: June 2011

Revised: February 2007; Approved: June 2007

Revised: April 2000; Approved: May 2000

## History of Bylaws Revisions

2000:

The changes to the bylaws of the Saratoga County League of Women Voters were prepared by the Bylaws Committee: Libby Smith, Anne Magnussen, Susan Zappen and Gretchen Zeh. The purpose of the changes is to make consistent the bylaws of the two merged LWVs, that of the Saratoga Springs Area and of Southern Saratoga County (formerly, the Shenendehowa LWV), as approved by the membership at the September, 1999 meeting. We took as our basis the bylaws of the Saratoga Springs Area LWV, as they seemed to be the most current, although in some cases the wording of the Southern Saratoga's bylaws seemed preferable. They both follow the template of bylaws for the state and national Leagues.

Revised: April 2000; Approved: May 2000

2007:

The changes to the bylaws of the Saratoga County League of Women Voters were prepared by the Bylaws Committee: Chris Alexander, Mary Lou Classen, Kim Copenhaver, Kelly Reidy, and Pat Reed. The purpose of the changes are to integrate recent changes in the LWVUS bylaws and clarify local league bylaws. They both follow the template of bylaws for the state and national Leagues.

Revised: February 2007; Approved: June 2007

2011:

The changes to the bylaws of Saratoga County League of Women Voters were prepared by the Bylaws Committee: Pat Reed and Susan Stewart. The purposes of these changes were to further clarify local league bylaws. They follow the template of bylaws for the state and national Leagues.

Revised: April 2011; Approved: June 2011

2015:

The changes to the bylaws of the Saratoga County League of Women Voters were prepared by the Bylaws Committee: Terry Lowenthal, Mary Lou Classen, Josie Pasciullo, and Libby Smith Holmes. The purposes of the changes are to clarify local league bylaws and to integrate recent changes in New York State Council of Nonprofits regulations. All bylaws conform to the template of bylaws for the state and national Leagues.

Revised: March 2015; Approved: June 2015

2016:

Changes made to Article III, Section 2 of these bylaws following the 2016 LWVUS National Convention, where delegates approved amendments pertaining to Types of Membership. Voting membership is now open to non-citizens and to individuals 16 years of age or older. As League policy requires “consistency” in the first three articles of the bylaws of all Leagues, local League boards are required to amend their own bylaws to reflect those of LWVUS.

Approved by LWV Saratoga County Board June 22, 2016

2017:

The changes to the bylaws of the Saratoga County League of Women Voters were prepared by the Bylaws Committee Chair, Terry Lowenthal. The purpose of the changes are to recognize the Steering Committee structure we are currently using.

Revised: April 2017; Approved: June 2017.

2021:

Changes to the bylaws include amendments from LWVUS and clarity of LWV Saratoga County board processes. Bylaws Committee, chair – Cherie Grey, Linda Gush, Deb Peck Kelleher, Terry Lowenthal and Mary Estelle Ryckman. Revised March 2021; Approved June 2021.

2022: The changes to the bylaws of the League of Women Voters of Saratoga County were prepared by the Bylaws Committee: Christine Alexander, Ann Marie Pendergast and Ann Kril. The purposes of the amendments are to reduce the number of mandated board meetings, reduce the quorum requirement for annual meetings and program change meetings, and to eliminate the requirement for

review of bylaws every two years. Approved at a special membership meeting on April 11, 2022.