

LEAGUE OF WOMEN VOTERS OF MISSISSIPPI

BYLAWS

REVISED 2007

Article I

Name

The name of this corporation shall be League of Women Voters of Mississippi, Inc., hereinafter referred to in these bylaws as LWVMS, or as the state League. This state League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS.

Article II

Purposes and Policy

Sec. 1. Purposes. The purposes of the LWVMS are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Sec. 2. Political Policy. The League shall not support or oppose any political party or any candidate.

Article III

Membership

Sec. 1. Eligibility. Any person who subscribes to the purposes and policy of the LWVMS shall be eligible for membership.

Sec. 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, the 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 by honorary life members excused from the payment of dues.

B. Associate Members. All others who join the League shall be associate members.

Article IV
Local Leagues, Inter-League Organizations and Member-at-Large Units

Sec. 1. Local Leagues

- a. Local leagues are those Leagues within the state of Mississippi that have been so recognized by the LWVUS.
- b. The board of directors, hereinafter referred to as the state board, shall recommend to the board of the LWVUS, hereinafter referred to as the national board, that it recognize as a local League any group of members of the League in any community within the state provided the group fulfills both state and national requirements.
- c. In the event of recurrent failure of a local League to fulfill these requirements, the board of the LWVMS shall recommend to the national board that it withdraw recognition from such local League. All funds held by a local League from which recognition has been withdrawn shall be paid to the LWVMS after the national per member payment and other obligations have been met.

Sec. 2. Inter-League Organizations.

- a. Members enrolled in local Leagues may organize inter-League organizations, hereinafter referred to as ILOs, in order to promote the purposes of the League and to take action on county, metropolitan or regional governmental matters.
- b. The state League shall recommend to the national board that it recognize as an ILO any group of local Leagues within the state of Mississippi provided that the group fulfills both state and national requirements.
- c. In the event of recurrent failure to adhere to guidelines for ILOs or to operate within the limitations established by the LWVUS, the state board may withdraw approval of the ILO. All funds held by an ILO from which approval has been withdrawn shall be divided equally among the local Leagues that made up the ILO.

Sec. 3. Member-at-Large Units.

- a. The state board may authorize the establishment of member-at-large units in communities in which the establishment of a recognized local League is not feasible. Member-at-Large units shall operate within guidelines adopted by the state board.
- b. In the event of recurrent failure to adhere to guidelines for member-at-large units established by the state board, the state board may withdraw approval of the member-at-large unit. All funds held by a member-at-large unit from which approval has been withdrawn shall be paid to the state League.

Article V Officers

Sec. 1. Election, Qualifications and Term. The officers of the LWVMS shall be a president or co-presidents, a first vice-president, a second vice-president, a secretary, and a treasurer. They shall be voting members of the LWVMS and shall be elected by the convention to hold office until the close of the next odd-numbered fiscal year or until their successors have been elected and qualified. No person shall be elected to more than two successive terms in the same office.

Sec. 2. The President or Co-Presidents. 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 state board or designate another person to do so; 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; and shall perform such other duties as the state board may direct.

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 neither vice-president is able to serve as president, the state board shall fill the vacancy from among the elected directors.

Sec. 3. The Vice-Presidents. The vice-presidents shall perform such duties as the president and state board shall direct.

Sec. 4. The Secretary. The secretary shall keep or cause to be kept minutes of convention, council and meetings of the state board. The secretary shall notify all officers and directors of their election and shall sign with the president all contracts and other instruments when so authorized by the board, and shall perform such other duties as the president and state board shall direct.

Sec. 5. The Treasurer. The treasurer shall perform such duties as customarily pertain to the office; arrange for an annual audit of the books; and, at the direction of the state board, maintain deposits in authorized financial institutions.

Article VI Board of Directors

Sec. 1. Selection, Qualifications and Term. The board of directors shall consist of the officers of the LWVMS, four (4) directors elected by the convention, and not more than four (4) directors appointed by the elected members of the board. All directors shall be voting members of the LWVMS. The four (4) elected directors shall serve until the close of the next convention or until their successors have been elected and qualified. The four (4) appointed directors shall serve for

one (1) year. Vacancies other than the presidency may be filled by vote of the remaining members of the board. No elected director shall serve more than two successive terms.

Sec. 2. Powers. The state board shall manage and supervise the business, affairs and activities of the LWVMS subject to the instruction of the convention. It shall accept responsibility for the organization and development of local Leagues, ILOs, and Member-at-Large Units, the promotion of League program, financial development and such other matters as the national board may from time to time delegate to it. It shall have the power to create such special committees as it deems necessary and shall perform such other duties as are specified in these bylaws.

Sec. 3. Executive Committee. The state board may appoint an executive committee consisting of the officers and one member elected from the board of directors. The executive committee shall exercise such power and authority as may be delegated to it by the state board and shall report to the state board on all actions taken by it between regular meetings of the board.

Sec. 4. Meetings. At least four (4) regular meetings shall be held annually at such time and place as the board may determine. The president may call special meetings, and, upon written request of six (6) members of the board, shall call a special meeting. Notice of all regular meetings shall be given by mail, e-mail, or fax at least two (2) weeks before the meeting and notice of all special meetings shall be so given at least six (6) days before the meeting. During a convention or council meeting, the president may, or upon written request of six (6) members, shall, call a special meeting by giving written notice to each member of the board attending the convention or council.

Sec. 5. Absences. More than two (2) unexcused absences by a board member shall constitute a resignation from the office or board position held.

Sec. 6. Quorum. Thirty percent (30 %) of the members of the board of the LWVMS shall constitute a quorum. Any one or more members of the board may participate in a meeting by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Article VII

Convention

Sec. 1. Place, Date, and Call. A convention of the LWVMS shall be held biennially in the odd-numbered years at a time and place determined by the state board. A first call to convention shall be sent to the presidents of local Leagues, and to the chairs of Member-at-Large Units and ILOs at least four (4) months before the date fixed in said call. Thereafter, the state board may

advance or postpone this date by not more than two weeks. A final call, giving the exact time and place of the convention shall be issued at least six (6) weeks before its opening session.

Sec. 2. Composition. The convention shall consist of:

- a. Delegates chosen by the members of local Leagues; each League shall be entitled delegates, one being the president of the local League or an alternate in the event the president is unable to attend, and other delegates elected by membership; determined by fifteen percent (15%) of the official membership count of January 1 of the year in which the convention is held; and
- b. Delegates chosen by the members of Member-at-Large Units; each unit shall be entitled delegates, one being the chairperson of the Unit or an alternate in the event the chairperson is unable to attend and other delegates elected by membership; determined by 15% of the official membership count of January 1 of the year in which the convention is held; and
- c. Delegates from ILOs: each organization shall be entitled to one delegate, that being the chairperson of the organization or an alternate in the event the chairperson is unable to attend; and
- d. Delegates chosen by Members-at-Large throughout the state; determined by fifteen percent (15%) of those attending the state convention; election preceding the convening of the convention; and
- e. The members of the state board.

Sec. 3. Delegates' Qualifications and Voting. All delegates shall be voting members of the LWVMS. Each delegate representing a local League shall be entitled to vote only if that League has met its per member payment responsibilities. The state board may make an exception in the case of proven hardship. No delegate shall be entitled to more than one (1) vote and absentee or proxy voting shall not be permitted. The convention shall be the sole judge of whether a delegate is qualified to vote.

Sec. 4. Powers. The convention shall adopt a program; elect officers and directors, the chair and one (1) member of the nominating committee, adopt a budget and transact such other business as may properly come before it.

Sec. 5. Quorum. Twenty percent (20%) of the possible number of voting delegates other than members of the state board shall constitute a quorum provided that a majority of local Leagues are represented.

Article VIII

Council

Sec. 1. Place, Date, and Call. A meeting of the council shall be held biennially approximately twelve (12) months after each convention at a time and place determined by the state board. In the event of an emergency, the state board may also call a special council meeting. A formal call shall be issued to the Local League presidents at least thirty (30) days before a council meeting. Notice of the council meeting shall be sent to the chairs of the ember-at-Large Units and ILOs at the same time.

Sec. 2. Composition. The council shall consist of:

- a. The presidents of the local Leagues or an alternate in the event the president is unable to attend;
- b. One delegate chosen by the board of each local League; and
- c. The chairperson of the Member-at-Large Unit or an alternate in the event the chairperson is unable to attend; and
- d. One delegate chosen by the board of each Member-at-Large Unit; and
- e. The chairperson of each ILO or an alternate in the event the chairperson is unable to attend; and
- f. Members of the state board.

Sec. 3. Powers. The council shall give guidance to the state board on program and methods of work. In the event of an emergency, the council may change the program upon recommendation of the state board, local League, ILO or Member-at-Large Unit using the following procedure: (1) At least eight (8) weeks before council meeting any local League, Member-at-Large Unit or ILO proposing a change shall submit it to the state board which shall decide whether to recommend it. (2) At least six (6) weeks before the council meeting, the state board shall send to the presidents of the local Leagues, Chairpersons of ember-at-Large Units, ad Chairpersons of ILOs all proposed changes. (3) Any change proposed by a local League, ILO or Member-at-Large Unit and not recommended by the state board shall first: Require a majority vote of the council for consideration. (4) A two-thirds vote shall be required to adopt any change.

The council shall adopt a budget and shall transact such other business as may properly come before it.

Sec. 4. Quorum. Twenty percent (20%) of the possible number of voting delegates other than members of the state board shall constitute a quorum provided a majority of local Leagues are represented.

Article IX

Nominations and Elections

Sec. 1. Nominating Committee. The nominating committee shall consist of three (3) members. The chair and one (1) member, who shall not be a member of the state board, shall be elected by the convention. Immediately after convention, the state board shall appoint one (one) of its members, excepting the president, to the committee.

Sec. 2. Suggestions for Nominations. The chair of the nominating committee shall request suggestions for nominations through the president of each local League, the chairs of the Member-at-Large Units and ILOs and by publishing a request in the state Voter one (1) quarter prior to the nomination deadline, by advising of the offices to be filled and the address to which suggestions are to be sent. Members may submit suggestions to the committee.

Sec. 3. Report of the Nominating Committee. The report of the nominating committee containing its nominations for officers and directors and the chair and two (2) members of the nominating committee, shall be sent to the presidents of local Leagues and to the chairs of Member-at-Large Units and ILOs at least six (6) weeks before convention. The report of the nominating committee shall be presented to the convention at its first session. Nominations may be made from the floor immediately thereafter provided the consent of the nominee has been obtained.

Sec. 4. Election. The election shall be the responsibility of the nominating committee. 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 shall constitute an election.

Article X

Principles and Program

Sec. 1. Principles. The Principles are concepts of government adopted by the national convention and supported by the League as a whole. They are the authorization for the adoption of national, state and local program.

Sec. 2. Program. The program of the LWVMS shall consist of action to implement the Principles and those state governmental issues chosen by the convention for concerted study and action as follows:

- a. Local League boards, ILOs, Member-at-Large Units and Members-at-Large may make recommendations for state program to the state board at least three (3) months before convention.

- b. The state board shall consider these recommendations and formulae a proposed program which shall be sent to the presidents of local Leagues and to the chairs of Member-at-Large Units and ILOs at least six (6) weeks before convention.
- c. The convention shall adopt a program by majority vote on each subject presented to it. Program recommendations submitted to the state board at least three (3) months before the convention but not proposed by the board may be adopted by the convention provided consideration is ordered by a majority vote and adoption is voted on later in the convention.

Sec. 3. Program Action. Local Leagues may act on program only in conformity with positions taken by the LWVUS or the LWVMS. Members may act in the name of the LWVMS only when authorized to do so by the state president and the state action director.

Article XI

Financial Administration

Sec. 1. Fiscal Year. The fiscal year of the LWVMS shall be from July 1 to June 30 of each year.

Sec. 2. Financial Support. Each local League shall make an annual per member payment to the LWVMS in an amount to be determined by a three-fifths vote at each convention. When two (2) or more members reside at the same address in a common household, the payment determined by the convention shall be made for the first member; a payment equal to one half the per member payment shall be paid for each other member. A local League shall be excused from making a per member payment for honorary life members. Each Member-at-Large shall pay annual dues to the LWVMS in an amount set by the board.

Sec. 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least three (3) months before convention or council. The treasurer shall be, ex officio, a member of the budget committee but shall not be eligible to serve as chair.

Sect 4. The Budget. The state board shall send to the presidents of local Leagues and to the chairs of Member-at-Large Units and IOs, at least six (6) weeks before the convention or council meetings, a proposed budget for the next fiscal year. A budget shall be adopted by a majority vote except that the per member payment shall be approved as provided in Section 2 of this Article

Article XIII

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 are not inconsistent with these bylaws.

Article XIV

Amendments

These bylaws may be amended at any convention by a two-thirds vote provided that the proposed amendment was submitted to the state board at least three (3) months before convention by a local board or has been proposed by the state board. The state board shall send all such proposed amendments to the presidents of local Leagues and to the chairs of Member-at-Large units and ILOs at least six (6) weeks before convention. Local League presidents shall notify members of their respective Leagues of the proposed amendments but failure to give such notice shall not invalidate the subsequent adoption of the amendment by convention.

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