

LEAGUE OF WOMEN VOTERS OF MISSISSIPPI BYLAWS

REVISED 2021

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. Nonpartisan Policy. The League shall not support or oppose any political party or any candidate. LWVMS will ensure that any statement made is in concert with established positions of the League.

Sec. 3. Diversity, Equity, and Inclusion Policy. LWVMS shall apply the policy of Diversity, Equity, and Inclusion as the lens through which all actions are taken.

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 be 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 and Member-at-Large Units

Sec. 1. Local Leagues

Local leagues are those Leagues within the state of Mississippi that have been so recognized by the LWVUS. 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.

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 All funds held by a local League from which recognition has been withdrawn shall be paid to the LWVMS after the national per member payment and other obligations have been met.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. Member-at-Large Units.

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.

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 for voter services, a second vice-president for member services, 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 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; provide a current financial report at each board meeting; arrange for an annual audit of the books; and, at the direction of the state board, maintain deposits in authorized financial institutions. The treasurer shall perform such other duties as the president and state board shall direct.

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. Local Leagues. All local League presidents not holding a state office or state directorship shall be voting members of the board. Local Leagues with co-presidents shall have one vote between them.

Sec. 3. 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, 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. 4. 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. 5. 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. 6. Absences. More than two (2) unexcused absences by a board member shall constitute a resignation from the office or board position held.

Sec. 7. Quorum. A majority 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 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. The presidents of the local Leagues and MAL Units or an alternate in the event the president is unable to attend;
- B. Each local League shall be entitled to at least two delegates elected by membership; Leagues having more than 15 voting members shall be entitled to one additional delegate for each additional 15 voting members or major fraction thereof. The official membership count shall be determined by state office records as of January 31 of the year in which the convention is held;
- C. Each MAL Unit shall be entitled to one delegate for each 15 voting members;
- D. The Members-at-Large throughout the state shall be entitled to elect, by ballot, one voting delegate to the convention for each 15 voting member-at-large or major fraction thereof; 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. A majority of the LWVMS board of directors and the delegates registered 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. A formal call shall be issued by the president to the local Leagues and MAL Units at least eight weeks before a council meeting. Special meetings may be called in the event of extreme emergency.

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;
- C. The chairperson of the Member-at-Large Unit or an alternate in the event the chairperson is unable to attend;
- D. One delegate chosen by the board of each Member-at-Large Unit; and
- E. Members of the state board.

Sec. 3. Powers. The council shall give guidance to the state board on program and methods of work.

A. In the event of an emergency, the council may modify the program using the following procedure:

- (1) notice of proposed changes shall have been sent to the local Leagues and MAL units at least eight weeks in advance of the meeting of the council; and
- (2) The change is adopted by two-thirds (2/3) vote.

B. 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 by publishing a request on state and local League websites and social media one (1) quarter prior to the nomination deadline, by advising of the offices to be filled and how to submit suggestions.

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, 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 formulate 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 consider each program recommendation properly before it. To then properly adopt a program, a quorum must be present and a majority of the convention delegates

then voting must vote affirmatively to adopt.

D. A program is properly before the convention for consideration if Sections 2A) and 2B) are met. In the alternative, if after the convention is convened, a motion is made from the floor to suspend Sections 2A) and 2B) of the bylaws to consider a specific program proposal, and the motion to suspend is adopted by three-fourths (3/4) of the voting delegates in attendance, then said program may come before the convention for consideration. Said program then is properly before the convention, and Section 2C) is controlling.

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.

Sec. 4. The Budget. The state board shall send to the presidents of local Leagues and to the chairs of Member-at-Large Units, 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

Sec. 5. Financial Reports. A current financial report will be submitted at every state board meeting. An audit of all accounts will be conducted annually and submitted to the Convention/Council for approval. The audit may be conducted by an accountant or by a committee of at least two members.

Article XII

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 XIII

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 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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