

BYLAWS OF THE
LEAGUE OF WOMEN VOTERS OF THE FREDERICKSBURG AREA

ARTICLE I

Name

The name of this organization shall be League of Women Voters of the Fredericksburg Area hereinafter referred to in these bylaws as LWVFRA or as the League. The LWVFRA encompasses Fredericksburg and the counties of Stafford, Spotsylvania, Caroline and King George. 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 Virginia.

ARTICLE II

Purposes and Policy

Sec. 1. **Purposes.** The purposes of the LWVFRA 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 League of Women Voters shall be eligible for membership.

Sec. 2. **Types of Membership.**

Voting Members. Persons at least 16 years of age who join the LWVFRA shall be voting members of the local and state Leagues of their place of joining and of the LWVUS. Those who have been members of the League for 50 years or more shall be Honorary Life Members, excused from the payment of dues. The first 100 members to pay an additional \$50 establishment contribution shall be known as Founding Members.

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

ARTICLE IV

Officers

Sec. 1. **Election, Qualifications and Term.** The officers of the LWVFRA shall be a president, a first vice-president, a second vice-president, a secretary and a treasurer. When circumstances dictate, an alternative structure may be allowed if approved by the Board and confirmed by the membership. The officers shall be elected for a term of two years by the general membership at an Annual Meeting and shall take office July 1. They shall be voting members of the League and

shall serve for a term of two years or until their successors have been elected or appointed and qualified. The president, the first vice president and the secretary shall be elected in the even-numbered years. The second vice-president and the treasurer shall be elected in the odd-numbered years.

Sec. 2. **The President.** The President 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 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 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 no vice-president is able to serve as president, the 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 board shall direct.

Sec. 4. **The Secretary.** The secretary shall keep minutes of the meetings of the membership and of the board. The secretary shall maintain archives of the League at a designated location such as the library. 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 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 board, maintain deposits in authorized financial institutions.

ARTICLE V

Board of Directors

Sec. 1. **Selection, Qualifications and Term.** The board of directors shall consist of the officers of the LWVFRA and four directors elected by the annual meeting. Two directors shall be elected in the even-numbered years, and two directors shall be elected in the odd-numbered years. All directors' successors have been elected or appointed and qualified. Vacancies other than the presidency may be filled by vote of the remaining members of the board.

Sec. 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 LWVFRA.

Sec. 3. **Powers.** The board shall manage and supervise the business, affairs, and activities of the LWVFRA, subject to the instructions of the annual meeting. It shall select delegates to state convention and council and to national convention. It shall accept responsibility for such other matters as the national or state 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 board may appoint an executive committee consisting of no fewer than members of the board, officers plus 1 or 2 members. The executive committee shall exercise such power and authority as may be delegated to it by the board and shall report to the board on all actions taken by it between regular meetings of the board.

Sec. 5. **Meetings.** At least five (5) regular meetings of the board shall be held annually. The president may call special meetings and shall call a special meeting upon the written request of two (2) members of the board. Three consecutive absences from regular board meetings without excuse shall constitute a resignation.

Sec. 6. **Quorum.** A majority of the members of the board of the LWVFRA shall constitute a quorum at the Board of Director meetings. Any one or more members of the board may participate in a meeting by means of conference telephone or other similar 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 VI

Meetings

Sec. 1. **Membership Meetings.** There shall be at least five (5) meetings of the membership each year. The time and place shall be determined by the board. Special meetings of the members may be called by the president, the board of directors or upon written request of ten percent of the voting members.

Sec. 2. **Annual Meeting.** An annual meeting shall be held prior to the end of the fiscal year, June 30, the exact date to be determined by the Board of Directors. The Annual Meeting shall:

- a. Adopt a local program for the ensuing year;
- b. Elect officers, directors, and the Chair of the Nominating Committee;
- c. Adopt a budget; and
- d. Transact such other business as may properly come before it.

Absentee or proxy voting shall not be permitted.

Sec. 3. **Quorum.** Ten (10) percent of the voting members shall constitute a quorum at all business meetings of the LWVFRA, provided written notice of the meeting is sent to the membership at least one week in advance.

ARTICLE VII

Nominations and Elections

Sec. 1. **Nominating Committee.** The nominating committee shall consist of three (3) members. The chair and two (2) members, who shall not be members of the board, shall be elected by the annual meeting. Immediately following the annual meeting, the board shall appoint two

(2) of its members to the committee. The term of office for the chair and members of the nominating committee shall be one year. Vacancies shall be filled by appointment by the board to the end of vacated term.

Sec. 2. Report of the Nominating Committee. The report of the nominating committee, containing its nominations for officers and directors and the chair and two members of the next nominating committee shall be sent to the members one month before the annual meeting. The report of the nominating committee shall be presented to the annual meeting. Nominations may be made from the floor immediately thereafter, provided the consent of the nominee has been obtained.

Sec. 3. Election. 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 election.

ARTICLE VIII

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 League of Women Voters of the Fredericksburg Area shall consist of:

- a. Action to implement the Principles of the League;
- b. Those governmental issues chosen for concerted study (with consensus or concurrence) and action at the local, regional, state and national levels.

Sec. 3. Procedures. The Annual Meeting shall act upon the program using the following procedures:

- a. The Board of Directors shall consider recommendations sent in by the voting members two months prior to the Annual Meeting and shall formulate a proposed program.
- b. The Proposed Program shall be sent to all members one month before the Annual meeting
- c. A majority vote of voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the proposed program as presented to the Annual Meeting by the Board of Directors. Studies should last not more than two years.
- d. Recommendations for Program submitted by voting members two months prior to the Annual Meeting but not recommended by the Board of Directors may be considered by the Annual Meeting provided that:

- the Annual Meeting shall order consideration by a majority vote, and
- the Annual Meeting shall adopt the item by a three-fifths vote.

Sec. 4. **Change in Program.** Changes in Program, in the case of altered conditions, may be made provided that information concerning the changes, as proposed by the Board, be sent to all members at least two weeks prior to the general meeting at which the changes are to be discussed, and final adoption shall be by a majority of those members present and voting.

Sec. 5. **Program Action.** Members may speak or act in the name of the League of Women Voters only when authorized to do so by the President (or president or president's designee). Action shall conform with, and not be contrary to, positions adopted by the LWVFRA, the LWV-VA and the LWVUS.

ARTICLE IX

Financial Administration

Sec. 1. **Fiscal Year.** The fiscal year of the LWVFRA shall commence on the first of July each year.

Sec. 2. **Dues.** Annual dues shall be payable on the first day of the anniversary month of the member joining the League. The Membership Chair shall notify the member on their League anniversary. Any member who fails to pay dues within three months after they become payable shall be dropped from the membership rolls.

Sec. 3. **Budget Committee.** The budget shall be prepared by a committee that shall be appointed for that purpose at least two (2) months before the annual meeting. The treasurer shall be, ex officio, a member of the budget committee but shall not be eligible to serve as chair. The board shall consider the proposed budget and recommend a budget, which shall be sent to the members at least one (1) month before the annual meeting.

Sec. 4. **Distribution of Funds on Dissolution.** In the event of the dissolution of the LWVFRA, all moneys and securities which may at the time be owned by or under the control of the LWVFRA shall be paid to the LWV-VA after the state and national per member payments and other obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed that may at the time be owned or under the control of the LWVFRA 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.

ARTICLE X

Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and not inconsistent with these bylaws.

ARTICLE XI
Amendments

These bylaws may be amended by a two-thirds vote of the voting members at the annual meeting, provided that the proposed amendments were submitted to the membership in writing at least one month (1) in advance of the meeting.

Adopted May 15, 2017

League of Women Voters of Fredericksburg Area
May 2017