

Revised May 1969
 May 1978
 April 1982
 April 1983
 April 1986
 May 1991
 June 2003
 June 2006
 June 2010

BYLAWS
LEAGUE OF WOMEN VOTERS OF LITCHFIELD COUNTY, INC.

ARTICLE I

Sec. 1. Name/Affiliation. The name of this organization shall be the League of Women Voters of Litchfield County, Inc. This local League is an integral part of the League of Women Voters of the United States and of the League of Woman Voters of Connecticut.

ARTICLE II
Purpose and Policy

Sec. 1 Purpose. The purpose of the League of Women Voters of Litchfield County, Inc. shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League of Women Voters of Litchfield County, Inc. may take action on local governmental measures and policies in the public interest in conformity with the Principles of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III
Membership

Sec. 1. Eligibility. The membership of the League of Women Voters of Litchfield County, Inc. shall be composed of voting members, associate members and honorary members. Any person who subscribes to the purpose and policy of the League shall be eligible for membership.

Sec. 2. Types of Membership.

- a) Voting members shall be citizens of voting age.
- b) Associate members shall be all other members, including persons under voting age and non-citizens.
- c) Honorary members shall be those who have been granted Honorary Membership Status by the League of Women Voters of the United States.

ARTICLE IV
Board of Directors

Sec. 1. Number. The Board of Directors shall consist of the officers, co-officers and a minimum of five other directorships to a maximum of twelve, as fixed by resolution of the Board of Directors. The number of directorships may be increased or decreased within the above limits by resolution of the Board of Directors.

Sec. 2. Qualifications. Only a voting members of the League of Women Voters of Litchfield County, Inc. shall be elected or appointed or shall continue to serve as an officer or director of this organization.

Sec. 3. Vacancies. Any vacancy occurring on the Board of Directors by reason of resignation, death or disqualification may be filled until the next Annual Meeting, by a majority vote of the remaining members of the Board of Directors. Repeated unexcused absences from a Board meeting of any member without a valid reason may be deemed a resignation.

Sec. 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 such special committees as it may deem necessary.

Sec. 5. Election of Directors. The Directors shall be elected at the Annual Meeting and shall take office immediately upon election. The term of office shall be two years or until successors have been elected.

Sec. 6. Meetings. There shall be at least nine regular meetings of the Board of Directors annually. The President may call special meetings of the Board of Directors and shall call a special meeting upon the written request of five members of the Board.

Sec. 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum. Any one or more members of the Board may participate in a meeting by means of 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.

Sec.8. Directors' Consent without a Meeting: If all the Directors severally or collectively consent in writing, whether conveyed by U.S. mail, facsimile or electronic transmission or comparable method, to any action(s) to be taken by the Board, such action(s) shall be valid corporate action(s) as though it or they had been authorized at a meeting of the Board of Directors. The Secretary shall file such consents with the minutes of the meetings of the Board of Directors.

ARTICLE V
Officers

Sec. 1. Enumeration and Election of Officers. The Officers and Co-Officers of the League shall be: President, one or more Vice-Presidents, Secretary and Treasurer. The Officers shall be elected at the Annual Meeting for the term of two years or until successors have been elected.

Sec. 2. The President. The President shall preside at all meetings of the League and of the Board of Directors. The President may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes and 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 of Directors.

Sec. 3 The Vice President(s). The Vice President(s), in order of their rank, shall in the event of disability 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 President(s) shall perform such other duties as the Board of Directors may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all meetings of the League and of all meetings of the Board of Directors, shall notify all Officers and Directors of their election, shall sign with the President all contracts and other instruments when so authorized by the Board of Directors and shall perform such other functions as may be incident to the office.

Sec. 5. The Treasurer. The Treasurer shall collect and receive all monies due, be the custodian of these monies, deposit them in a bank designated by the Board of Directors and shall disburse the same as authorized by the budget and/or under the direction of the Board of Directors. The Treasurer shall submit statements to the Board of Directors at their regular meetings and present an annual report to the Annual Meeting.

ARTICLE VI Financial Administration

Sec. 1. Fiscal Year. The fiscal year of the League of Women Voters of Litchfield County, Inc. shall commence on the first day of July in each year.

Sec. 2. Dues. Annual dues shall be set at each Annual Meeting and shall be payable on July 1st of each year. Any member in arrears as of January 31 will be dropped. Those persons joining the League of Women Voters of Litchfield County, Inc. after January 31st will pay 50% of annual dues.

Sec. 3. 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.

Sec. 4. 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 be eligible to serve as chairman of the Budget Committee.

Section 5. Annual Review. The Treasurer shall be responsible for having the treasurer's books reviewed annually in a manner determined by the Board. The report shall be presented at the first regular Board meeting following the Annual Meeting.

Section 6. Distribution of Funds upon Dissolution.

- a) **Procedures:**
Consistent with the bylaws, rules and procedures of the League of Women Voters of the United States and the League of Women Voters of Connecticut, the League of Women Voters of Litchfield County, Inc. may be dissolved at any time by the vote of not less than 2/3 of its members.
- b) **Distribution of Assets:**
Upon dissolution of the League of Women Voters of Litchfield County, Inc., the Board will, after paying or making provision for the payment of all of the liabilities and obligations of the League of Women Voters of the Litchfield County, Inc. dispose of all of the assets of the League of Women Voters of Litchfield County, Inc. in such manner as the Board will resolve, to the League of Women Voters of Connecticut, provided that the League of Women Voters of Connecticut qualifies at the time of the League of Women Voters of Litchfield County, Inc.'s dissolution as an exempt organization under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax law), and provided further that the League of Women Voters of Connecticut is at that time an eligible recipient under the bylaws, rules and procedures of the League of Women Voters of the United States. If the League of Women Voters of Connecticut is at that time not qualified as exempt, the League of Women Voters of Litchfield County, Inc. will dispose of its assets in accordance with all then applicable state and federal laws, rules and regulations and any then applicable bylaws, rules and procedures of the League of Women Voters of the United States.

ARTICLE VII Meetings

Sec. 1. Membership Meetings. There shall be at least three meetings of the membership each year. The time and place shall be determined by the Board of Directors.

Sec. 2. Annual Meeting. An Annual Meeting shall be held between April first and June 30th. The date shall be determined by the Board of Directors. Notice of this meeting shall be sent to all members at least one month before the meeting. The Annual Meeting shall:

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

Sec. 3. Quorum. Fifteen (15) members shall constitute a quorum at all meetings of the League of Women Voters of Litchfield County, Inc.

ARTICLE VIII Nominations and Elections

Sec. 1. Nominating Committee. The Nominating Committee shall consist of three members, at least one of whom shall be a member of the Board of Directors. The Chairman shall be elected at the Annual Meeting. The other members shall be appointed by the Board of Directors. Nominations for these offices shall be made by the current Nominating Committee. Any vacancy on the Nominating

Committee shall be filled by the Board of Directors. Nominations for Officers and Directors may be sent to this Committee by any voting member.

Sec. 2. Report of Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for Officers, Directorships and the members of the succeeding Nominating Committee shall be sent to all members one month before the date of the Annual Meeting. In the report, the Chairman of the Nominating Committee shall inform the general membership of their rights to nominations from the floor. Immediately following the presentation of the report at the Annual Meeting, nominations may be made from the floor by any voting member provided the consent of the nominee shall have been secured.

Sec. 3. Elections. The election shall be by ballot, except that 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 shall constitute an election. Absentee or proxy voting shall not be permitted.

ARTICLE IX Program

Sec. 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.

Sec. 2. Program. The Program shall consist of those national, state and local issues and policies on which the League of Women Voters of Litchfield County, Inc. has chosen to study and take action.

Sec. 3. Local Programs. The Local Program shall be limited to such public issues as the membership at the Annual Meeting shall choose for action in the following manner:

- a) The Board of Directors shall consider the recommendation sent in by the voting members two months prior to the Annual Meeting and shall formulate a Proposed Local Program.
- b) The Proposed Local Program shall be sent to all members one month before the Annual Meeting and shall include a copy of Article IX, Sec. 3 of the Bylaws.
- c) A majority of those voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the Proposed Local Program as presented to the Annual Meeting by the Board of Directors.
- d) Recommendations for Local 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:
 - 1) The Annual Meeting shall order consideration by a majority vote and
 - 2) The Annual Meeting shall adopt the item by a two-thirds vote.
- e) Changes in the Local Program, or consideration of a new program, in the case of altered conditions, may be made provided that information concerning the proposed changes has been sent to all members at least two weeks prior to a general membership meeting at which the change is to be discussed and adopted.

Sec. 4. Continuing Responsibilities. Continuing Responsibilities shall be those positions on local public issues to which the League of Women Voters of Litchfield County, Inc. has given sustained attention, and on which it may continue to act.

- a) The Continuing Responsibilities may be amended by a two-thirds vote of any Annual

- Meeting provided notice of the proposed changes shall have been sent by the Board of Directors to all members one month before the Annual Meeting.
- b) The Annual Meeting may act upon any change proposed by a member if such change has been sent to the Board of Directors two months prior to the Annual Meeting but has not been recommended by the Board of Directors, provided that:
 - 1) The Annual Meeting shall order consideration by a majority vote, and
 - 2) The Annual Meeting shall adopt the item by a two-thirds vote.
 - c) Every six years the Board shall review the Continuing Responsibilities and submit to the members its recommendations for keeping the Continuing Responsibilities current, using the regular procedure outlined in (a) and (b) of this section.

Sec. 5. Member Action. Members may act in the name of the League of Women Voters of Litchfield County, Inc. only when authorized to do so by the Board of Directors. They may act only in conformity with and not contrary to a position taken by the League of Women Voters of Litchfield County, Inc., the League of Women Voters of Connecticut and/or the League of Women Voters of the United States.

ARTICLE X

National Convention, State Convention, and Council

Sec. 1. National Convention. The Board of Directors at a meeting before the date on which the names of delegates must be sent to the national office shall select delegates to the Convention in the number allotted the League of Women Voters of Litchfield County, Inc. under the provisions of the Bylaws of the League of Women Voters of the United States.

Sec. 2. State Convention. The Board of Directors at a meeting before the date on which the names of the delegates must be sent to the State office shall select delegates to that Convention in the number allotted the League of Women Voters of Litchfield County, Inc. under the provisions of the Bylaws of the League of Women Voters of Connecticut.

Sec. 3. State Council. The Board of Directors at a meeting before the date on which the names of delegates must be sent to the State office, shall select delegates to that Council in the number allotted the League of Women Voters of Litchfield County, Inc. under the provisions of the Bylaws of the League of Women Voters of Connecticut.

ARTICLE XI

Parliamentary Authority

Sec. 1. Parliamentary Authority. The Rules contained in 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

Sec. 1. Amendments. These Bylaws may be amended by a two-thirds vote of the voting members present at the Annual Meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.