

LEAGUE OF WOMEN VOTERS OF GREATER TUCSON BYLAWS

ARTICLE I – NAME

Section 1. Name. The name of this organization shall be the League of Women Voters of Greater Tucson, hereinafter referred to in these Bylaws as LWVGT, or as the League. This League is an integral part of the League of Women Voters of the United States, hereinafter referred to as the LWVUS, and of the League of Women Voters of Arizona, hereinafter referred to as the LWVAZ.

ARTICLE II – PURPOSES AND POLICY

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

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

ARTICLE III – MEMBERSHIP

Section 1. Eligibility. Any person who subscribes to the purposes and policy of the League of Women Voters 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 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 life members excused from the payment of dues.

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

ARTICLE IV -- OFFICERS

Section 1. Qualifications, Election and Term of Officers. The officers of the LWVGT shall be voting members and, when possible, shall be President, President-Elect, Membership Officer, Program Officer, Voter Service Officer, Secretary and Treasurer.

President-Elect. The President-Elect shall be elected by the membership at the Annual Meeting, take office at the close of that meeting, and hold office for one year.

President. The President-Elect shall become President at the close of the next Annual Meeting and serve as President for one year.

Other Officers. All other officers shall be elected by the membership at the Annual Meeting, take office at the close of that meeting and hold office for two years. The Program Officer and the Secretary shall be elected in even-numbered years. The Membership Officer, Voter Service

Officer and Treasurer shall be elected in odd-numbered years. In special circumstances, with Board approval, an officer who has already served at least one full term can be elected for a term of one additional year.

Section 2. Co-officers. The Nominating Committee may nominate Co-officers for any office, as long as one of the officers is willing to be designated as the “[Officer title] of Record”. Each shared office will have one vote.

Section 3. The President. The President shall preside at all meetings of the organization, the Executive Committee, and the Board of Directors, unless the President designates someone else to preside instead, and shall prepare the President-Elect to serve as President the following year. 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, shall have such usual powers of supervision and management as may pertain to the office of President, and shall perform such other duties as may be designated by the Board of Directors.

Section 4. President-Elect. The President-Elect shall assist the President and perform such other duties as the President may assign and shall, in the event of absence, resignation, disability, or death of the President, serve as President.

Section 5. Membership, Program and Voter Service Officers. In addition to taking leadership for the responsibilities indicated by their respective titles, Membership, Program and Voter Service Officers shall perform such other duties as the President and Board of Directors may designate. In the event of absence, resignation, disability, or death of the President, if the President-Elect cannot assume the duties of President, the Board of Directors shall fill the vacancy from among the elected directors.

Section 6. The Secretary. The Secretary shall keep minutes of the Annual Meeting, all meetings of the Board of Directors, and other meetings as directed by the Board of Directors. The Secretary shall notify all officers and directors of their election, sign with the President all contracts and other instruments when so authorized by the Board of Directors, and perform such other duties as required by the President and the Board of Directors.

Section 7. 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 of Directors, maintain deposits in authorized financial institutions. The Treasurer shall present statements to the Board of Directors at its regular meetings and an annual report to the Annual Meeting.

ARTICLE V -- BOARD OF DIRECTORS

Section 1. Qualifications, Election, and Term of Directors. The Board of Directors of the LWVGT, hereinafter referred to as the Board, shall be voting members of the League and shall consist of the officers, six elected directors, and not more than six directors appointed by the Board. Three directors shall be elected by the membership at each Annual Meeting and shall serve for a term of two years. The elected members of the Board shall appoint such additional directors, not exceeding six, 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. In special circumstances, with Board approval, a director who has already served at least one full term can be elected for an additional term of one year.

Section 2. Co-Directors. The Nominating Committee may nominate co- directors for any elected directorship as long as one of the directors is willing to be designated as the “Director of Record”. Each shared directorship will have one vote.

Section 3. Vacancies/Absences. Any vacancy occurring on the Board, other than the President, may be filled until term completion by a majority vote of the remaining members of the Board. The Board may declare vacant the office of a director due to resignation, death, disability or removal for cause. Three absences from board meetings of any member in one fiscal year without valid reason shall be deemed a resignation.

Section 4. Powers and Duties. The Board shall have full power and authority to manage the property and business of LWVGT, subject to the instructions of the membership. It shall plan and direct the work necessary to carry out the program as adopted by LWVUS and LWVAZ and at the Annual Meetings of LWVGT. The Board shall form committees as it may deem necessary. The Board shall have the authority to appoint an auditor or an auditing committee to review the Financial Books and Records of the LWVGT. This procedure will be done annually.

Section 5. Regular Meetings. There shall be at least nine regular meetings of the Board annually.

Section 6. Special Meetings. The President may call special meetings of the Board and shall call a special meeting upon the written or electronically-transmitted request of five members of the Board. The President may use electronic means to contact Board members between meetings when necessary. The Secretary shall keep a written record of topics discussed and any vote taken at a special meeting. All notices of special meetings shall state the questions to be considered. The use of electronic meetings shall be reserved for those issues needing a decision before the next scheduled board meeting.

Section 7. Quorum. A majority of the members of the Board shall constitute a quorum. In the absence of a quorum, a vote may be taken electronically. The Secretary will send to each member of the Board an electronically-transmitted communication stating the motion along with a request for approval or disapproval. An affirmative response from the majority of the Board shall constitute approval of the motion.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1. Number and Manner of Selection. The Executive Committee shall be composed of the President, the President-Elect, two elected officers and two elected directors as determined by the President and confirmed by the Board at their first meeting following the Annual Meeting.

Section 2. Powers. 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 between regular meetings of the Board. This Committee shall make no policy decisions. Meetings shall be held at the call of the President or any three members of the Executive Committee. In lieu of a meeting, the President may communicate by electronic means. Four members of the Executive Committee shall constitute a quorum.

ARTICLE VII -- FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of the LWVGT shall run from July 1st through June 30th.

Section 2. Dues.

A. League members, except for life members, shall pay annual dues to the LWVGT. Annual dues shall be payable on the first day of April. Any member who fails to pay dues within three months after they become payable shall be dropped from the membership rolls. Dues for new members joining at other times of the year shall be pro-rated, depending on the month membership begins.

B. When two or more members reside at the same address in a common household, dues for members other than the first member shall be reduced by one-half the per member payments to the National and State Leagues or such other amount as shall be established by either League.

C. The dues for a student shall be a lesser amount than the amount of regular dues. A student is defined as an individual under the age of 25, enrolled either full or part-time in an accredited institution.

D. The minimum dues payable by members-at-large shall equal the combined state and national per member payment.

E. Any change in the amount of dues will be recommended to the membership in the "Call" thirty (30) days prior to the Annual Meeting. A 2/3 vote will be required for ratification.

Section 3. Budget Committee. A Budget Committee, including at least two non-board members, shall be appointed by the Board at least 4 months prior to the Annual Meeting. The Treasurer shall be, ex-officio, a member but shall not be eligible to serve as chair of the Budget Committee. This committee shall prepare and submit to the Board a recommended budget for the ensuing year at least two months prior to the Annual Meeting, and this proposed budget will be sent to all members one month before the Annual Meeting. The budget shall provide support for the work of the League as a whole and shall concur with the fiscal year.

Section 4. Distribution of Funds on Dissolution. In the event of the dissolution of the LWVGT, all monies and securities which may at the time be owned by or under the control of the LWVGT shall be paid to the League of Women Voters of Arizona 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 which may at the time be owned or under the control of the LWVGT shall be disposed of to such person, organization, or corporation for such public, charitable or educational uses and purposes as the Board in its discretion may designate in accord with applicable law.

ARTICLE VIII – MEETINGS

Section 1. Membership Meetings. There shall be at least four meetings of the membership each year. The Board shall determine the time and place. The Board may call a special membership

meeting at the request of five (5%) percent of the membership or upon the request of 5 members of the Board.

Section 2. Annual Meeting. An Annual Meeting shall be held at a time and place to be determined by the Board. The President will send a "Call" no later than thirty days prior to the Annual Meeting. The Annual Meeting shall:
Adopt a local Program for the ensuing year.
Elect officers, directors, a chair and two non-board members of the Nominating Committee.
Adopt an adequate budget.
Establish per member payments for the next year if necessary or advised.
Review the Bylaws if necessary or advised.
Transact such other business as may properly come before it.

Section 3. Quorum. Ten percent (10%) of the voting members shall constitute a quorum at all business meetings of the LWVGT.

ARTICLE IX -- NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board. The chair and two members, who shall not be members of the Board, shall be elected at the Annual Meeting. Nominations for these offices shall be made by the current Nominating Committee. The other members shall be appointed by the Board at their first meeting following the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by the Board. Suggestions for nominations for officers and directors may be sent to this committee by any voting member. Nominating Committee members shall hold office for a term of one year, their term ending with the election of a new Nominating Committee at the Annual Meeting.

Section 2. Report of Nominating Committee. The report of the Nominating Committee, containing its nominations for officers and directors, the chair and two members of the next Nominating Committee, will be sent to the members thirty days before the Annual Meeting. Nominations may be made from the floor of the Annual Meeting provided the consent of the nominee has been obtained.

Section 3. Elections. The election shall be by ballot, unless there is but one nominee for each office when there shall be a voice vote. A majority vote of those present, qualified to vote and voting shall constitute an election. All voting shall be done in person; absentee or proxy voting shall not be permitted.

ARTICLE X – PRINCIPLES AND PROGRAM

Section 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 programs.

Section 2. Program. The Program of the League of Women Voters of Greater Tucson shall consist of the following:

A. Action approved by the Board to support and implement public policy positions adopted by the LWVUS, LWVAZ or LWVGT;

B. Those local governmental issues chosen at the Annual Meeting for concerted study, concurrence and action.

Section 3. Program Selection. In selecting local governmental issues for concerted study, the Annual Meeting shall use the following procedures: Members may make recommendations to the Board at least two months prior to the Annual Meeting. The Board shall consider those recommendations, any of their own and any from State and/or National. The Board shall then formulate a proposed program which will be sent to all members at least thirty days before the Annual Meeting. Any recommendations for program submitted to the Board at least two months prior to the Annual Meeting, but not recommended by the Board, may be adopted at the Annual Meeting provided that the item receives a majority vote for consideration and a two-thirds (2/3) vote of members present, qualified and voting for adoption. If a proposed position of another League is submitted to LWVGT for concurrence, that League shall send background information, including pros and cons on the issue and an explanation of the rationale for using this form of member agreement to the League at least two months prior to the Annual Meeting or to a membership meeting wherein the issue will be discussed. A two-thirds (2/3) vote is required to adopt a League position by concurrence. Changes in the program, in the case of altered conditions, may be made provided that: (1) information concerning the proposed changes has been sent to all members at least one week prior to a membership meeting at which the change is to be discussed, and (2) final action by the membership at that meeting shall be approved by the Board.

Section 4. Member Action. LWVGT members may act in the name of the LWVGT only when authorized to do so by the Board. They may act only in conformity with, and not contrary to, positions taken by the LWVGT, the LWVAZ and/or the LWVUS.

ARTICLE XI -- NATIONAL CONVENTION, STATE CONVENTION AND COUNCIL

Section 1. National Convention. The Board shall select delegates to the National Convention in the number allotted the LWVGT under the provisions of the Bylaws of the LWVUS. The President shall have the power to fill any vacancy which may occur in the delegation.

Section 2. State Convention. The Board shall select delegates to the State Convention in the number allotted the LWVGT under the provisions of the Bylaws of the LWVAZ. The President shall have the power to fill any vacancy which may occur in the delegation.

Section 3. State Council. The Board of Directors shall select delegates to the State Council in the number allotted the LWVGT under the provisions of the Bylaws of the LWVAZ. The President shall have the power to fill any vacancy which may occur in the delegation.

ARTICLE XII – AMENDMENTS

Section 1. Bylaws Committee. A Bylaws Committee shall be appointed by the Board at least four months prior to the Annual Meeting in order to review the Bylaws and recommend any amendments or other needed changes. The Chair of the Committee shall not be a member of

the Board. Proposals for change shall be submitted by any League member to the Board at least three months prior to the Annual Meeting.

Section 2. Amendments. These Bylaws may be amended by a two-thirds (2/3) vote of the voting members present and voting at the Annual Meeting provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.

Section 3. Conflict with Laws or National or State League Action. In the event that the Board of Directors determines that any provision of these Bylaws is inconsistent with current law or National or State League action, the Board may, by majority vote, amend the Bylaws to address the inconsistency, provided that:

The President shall make a good faith effort to notify members promptly of the change and the reason for the change. Notice may be by any means, written, electronic or oral, calculated to reach as many members as reasonably possible.

Except for changes to these Bylaws required by LWVUS to conform to National Bylaws, Board-approved changes shall be effective only until the next Annual Meeting, at which time, the membership shall determine whether the amendment shall be permanently incorporated into the Bylaws or shall be eliminated or modified in some other manner.

ARTICLE XIII -- PARLIAMENTARY AUTHORITY

Section 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.

ADOPTED: April 14, 1948. AMENDED: April 13, 1949, April 11, 1951, April 15, 1953, April 21, 1954, April 15, 1955, April 16, 1957, April 18, 1961, April 12, 1969, April 10, 1976, April 28, 1979, April 14, 1984, April 27, 1985, April 27, 1996, April 28, 2001, April 20, 2007 April 8, 2011, March 18, 1958, April 20, 1971, April 19, 1980, April 26, 1986, April 20, 2002, March 17, 1959, April 19, 1972, April 11, 1981, April 24, 1993, April 24, 2003, March 21, 1960, April 12, 1974, April 16, 1983, April 22, 1995, April 29, 2004, April 20, 2012, April 15, 2016, April 17, 2015, April 15, 2016, April 20, 2017.