

## **LEAGUE OF WOMEN VOTERS OF ST. PAUL**

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### **BY-LAWS**

Adopted - May 1972

Amended May 1973 – May 1976 – May 1981 - May 1982 -

May 1985 – May 1986 – May 1994 – May 2000 – May 2001 -

May 2003 - May 2004 – May 2007 – May 2012 – May 2014 – August 2016

### **ARTICLE I**

Section 1 – The name of this organization shall be the League of Women Voters of St. Paul. This local League is an integral part of the League of Women Voters of the United States, the League of Women Voters of Minnesota, and the Council of Metropolitan Area Leagues.

### **ARTICLE II**

#### **Purposes and Policy**

Section 1 – Purposes. The purposes of the League of Women Voters of St. Paul 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 Political Policy and to the Purposes of the League shall be eligible for membership. Such person may become a member upon payment of membership dues as prescribed in the Articles of Incorporation and these By-Laws. Any member who fails to pay dues within three months after they become payable shall be dropped from membership rolls.

Section 2 – Types of Membership. The membership of the League shall be composed of voting members and associate members.

- a) Voting members shall be those persons at least 16 years of age who are enrolled in the St. Paul League of Women Voters.
- b) Members who have been enrolled in the League for 50 years or more shall be life members and shall not be required to pay annual dues. All privileges will be retained as a voting member.
- c) All others who enroll in the League shall be associate members.

## **ARTICLE IV Board of Directors**

Section 1 – Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the officers of the League, six elected directors, and not more than six appointed directors. The three directors shall be elected by the general membership at each annual meeting and shall serve for a term of two years, or until their successors have been elected and qualified. Two individuals may be elected to share one position. The elected directors shall appoint such additional directors, not exceeding six, as they deem necessary to carry on the work of the League. The appointed directors shall serve for a term of one year. If necessary, due to election timing or qualifications verification, the term of the elected and appointed directors may be extended, subject to board approval.

Section 2 - Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless this person is a voting member of the League of Women Voters of St. Paul.

Section 3 – Vacancies. Any vacancy occurring in the Board of Directors by reason of resignation, death or disqualification of an officer or elected member may be filled, until the next annual meeting, by a majority vote of the remaining members of the Board of Directors. Three consecutive absences from a board meeting without a valid reason shall be deemed a resignation.

Section 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; but may, at the discretion of the Board of Directors, refer any matter to the general membership for decision. It shall plan and direct the work necessary to carry out the program as adopted by the National, State and Metropolitan area conventions, and the annual meeting. The board shall create and designate such special committees, as it may deem necessary. The board may approve the Minutes of the Annual Meeting if so instructed by the membership present at the annual meeting. It may approve an audit of the League's book if such audit has not been completed by the time of the annual meeting.

Section 5 – Executive Committee. The Executive committee shall be made up of the officers of the League. The Past President will serve as an *ex officio* member of the Executive Committee. The Executive Committee shall transact business between board meetings, provided that nothing shall be done contrary to League policy or board action. (See Robert’s Rules of Order, Revised, Art. IX, Sec. 50.)

Section 6 – Meetings. There shall be at least one regular meeting of the Board of Directors annually. The President may call special meetings of the Board of Directors and shall call a special meeting upon written request of five members of the board. Board meetings shall be open to all members of the League.

Section 7 – Quorum. A majority of the board members shall constitute a quorum.

## **ARTICLE V**

### **Officers**

Section 1 – Enumeration and Election of Officers. The officers of the League of Women Voters of St. Paul shall be President, a President-elect, a Secretary and a Treasurer. The office of President may be filled by one or more individuals. If more than one individual serves, they shall be known as co-presidents and the term “president” shall mean the office of president filled by one or more individuals. The President-elect shall become the President in the ensuing year, and the President will become the Past President. The Secretary and Treasurer shall be elected for staggered two-year terms. All officers shall be elected at the annual meeting by the general membership and take office July 1. They shall hold office until the conclusion of their term as specified above or until their successors have been elected and qualified. The same person may hold two offices, except that the President may not hold another office.

Section 2 – The President. The President shall preside at all meetings of the organization and of the Board of Directors. The President shall be an *ex officio* member of all committees except the nominating committee and 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.

Section 3 – The President-Elect. The President-elect shall in the absence, disability, resignation, or death of the President, possess all the powers and perform all the duties of that office. In the event that the President-elect is unable to serve in this capacity, the Board of Directors shall elect one of their members to fill the vacancy. The President-elect shall perform such other duties as the President and the board may designate.

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

Section 5 – The Treasurer. The Treasurer shall present periodic statements to the board at its regular meetings and an annual report to the annual meeting. The Board of Directors shall prescribe a procedure that adequately safeguards the payment of money from the treasury of the League. Disbursements of funds shall be at the discretion of the President and the Treasurer, subject to board approval. (*Checks, drafts or notes may be signed or endorsed by the President or the Treasurer*).

## **ARTICLE VI**

### **Financial Administration**

Section 1 – Fiscal Year. The fiscal year of the League of Women Voters of St. Paul shall begin on the first day of July in each year.

Section 2 – Dues. Annual dues shall be payable on the first of September. Regular dues shall be determined by vote of the membership at the annual meeting. The amount shall cover the Per-Member-Payment due to both the State and National League of Women Voters, plus any additional amount to be determined necessary for operation of the League of Women Voters of St. Paul. Full-time students and senior citizens may pay a reduced rate determined by the Board of Directors, payable on the first of September. If payment of dues is a hardship, the individual may apply to the local League board for adjustment.

Section 3 – Budget. A budget for the following 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.

Section 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 Treasurer shall not be eligible to serve as chairperson of the budget committee. The proposed budget shall be made available to all members prior to the annual meeting. (Bulletin printing sufficient.)

Section 5 – Commemorative Funds. Non-tax-deductible commemorative gifts made to the League of Women Voters of St. Paul shall be known as the "Commemorative Fund." This fund shall be invested or deposited in a bank as designated by the Board of Directors. The Board of Directors shall have the authority to decide on the use of this fund and the interest, using criteria approved by the membership at an annual meeting. A record with the individual names of contributors to these funds shall be kept at the LWVSP office.

Section 6 – Financial Review of Books. An independent financial review of the Treasurer's books shall be done at the close of the fiscal year.

## **ARTICLE VII Meetings**

Section 1 – Annual Meeting. An annual meeting shall be held between April 15 and May 31, the exact date to be determined by the Board of Directors. The annual meeting shall:

- a) Adopt a local program for the following year, for study or action; action in conformity with local program may be determined at any general membership meeting thereafter.
- b) Elect officers and directors and members of the nominating committee.
- c) Transact such other business as may properly come before it.

Section 2 – Quorum. Five percent (5%) of the membership shall constitute a quorum at all general meetings of the League of Women Voters of St. Paul.

## **ARTICLE VIII Nominations and Elections**

Section 1 – Nominating Committee. The nominating committee shall consist of three members, one of whom shall be a member of the Board of Directors. 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 of Directors immediately following the annual meeting. Suggestions for nominations for officers and directors may be sent to this committee by any voting member. Any vacancy on the nominating committee shall be filled by appointment by the Board of Directors.

Section 2 – Report of the Nominating Committee and Nominations from the Floor. The report of the nominating committee of its nominations for officers, directors, and members of the succeeding nominating committee shall be sent to all members before the date of the annual meeting (Bulletin printing sufficient). The report of the nominating committee shall be presented to the annual meeting. Immediately following the presentation of this report, nominations may be made from the floor by any voting member providing consent of the nominee has been secured.

Section 3 – Elections. The election shall be by ballot. If there is just one nominee for each office, the election shall be by voice vote. A majority of those qualified to vote and voting shall constitute an election. Absentee or proxy voting shall not be permitted.

## **ARTICLE IX**

### **Program**

Section 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.

Section 2 – Program. The program of the League of Women Voters of St. Paul shall consist of:

- a) Action to implement the principles of the League of Women Voters of the United States, and
- b) Those local governmental issues chosen for concerted study and action.

Section 3 – Procedures.

- a) The Board of Directors shall consider the recommendations from 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 two weeks before the annual meeting, bulletin printing sufficient. No county item shall be included unless it has been proposed by the county inter-League organization.
- c) A majority 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.
- d) Recommendations for program submitted in writing by voting members two months prior to the annual meeting, but not recommended by the Board of Directors, may be considered at 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.

Section 4 – Changes. Changes in the 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 shall be discussed and voted upon.

Section 5 – Member Action. Members may act in the name of the League of Women Voters only when authorized to do so by the proper Board of Directors.

## **ARTICLE X**

### **National and State Convention**

Section 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 that convention under provisions of Art. IX, Section 4 of the By-Laws of the League of Women Voters of the United States.

Section 2 – State Convention. 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 convention as provided by the By-Laws of the League of Women Voters of Minnesota.

Section 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 St. Paul under the provisions of the By-Laws of the League of Women Voters of Minnesota.

Section 4 – Metropolitan Area Convention. The voting delegates at the Council of Metropolitan Area Leagues convention shall be the regularly designated delegates or alternates to CMAL in the number allotted by the CMAL Board of Directors.

## **ARTICLE XI Parliamentary Authority**

Section 1 – Parliamentary Authority. The rules contained in *Roberts Rules of order (Revised)* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

## **ARTICLE XII Amendments**

Section 1 – Amendments. These By-Laws may be amended by a two-thirds vote of the present and voting members at the annual meetings, provided the amendments were submitted to the membership in writing in advance of these meetings. (Bulletin printing sufficient.)