

THE LEAGUE OF WOMEN VOTERS OF NEBRASKA, INC., BYLAWS

As adopted by the Convention, 1948 and as amended by the

Convention, May, 1950	Convention, May, 1983
Convention, April, 1953	Convention, May, 1985
Convention, May, 1955	Convention, May, 1987
Convention, May, 1956	Convention, May, 1989
Convention, April, 1957	Convention, May, 1991
Convention, May, 1963	Convention, May, 1992
Convention, April, 1967	Convention, May, 1995
Convention, April, 1971	Convention, May, 1997
Convention, April, 1973	Convention, May, 2001
Convention, May, 1975	Convention, April, 2003
Convention, May, 1977	Convention, April, 2005
Convention, May, 1979	Convention, April, 2007
Convention, May, 1981	

ARTICLE I NAME

Section 1. Name. The name of this corporation shall be the League of Women Voters of Nebraska, Inc., hereinafter referred to in these bylaws as LWVNE or as the State League. The 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 PURPOSE AND POLICY

Section 1. Purpose. The purposes of the LWVNE 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 purpose and policy of the LWVUS shall be eligible for membership.

Section 2. Types of Membership.

a) Voting Members. Citizens at least 18 years of age residing within the United States, a territory or an associated commonwealth, who join the League shall be voting members of the local Leagues, state Leagues and of the LWVUS;

(1) those who reside outside the area of any local League may join a local League or shall be members-at-large;

(2) 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 OFFICERS

Section 1. Officers. The officers of the League of Women Voters of Nebraska shall be a president, vice-presidents, a secretary and a treasurer.

Section 2. Election and Term of Office. The officers shall be elected by the Convention, shall assume their duties at the close of the regular biennial Convention, and serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

Section 3. Co-Officers. In the event that an elected office or appointed office cannot be filled by one member, the office may be filled by two members serving as co-officers.

Section 4. Vacancies. A vacancy in the office of president shall be filled by a vice-president. In the event that no vice-president is able to serve in this capacity, the Board of Directors shall elect one of its members to fill the vacancy. The resulting vacancy or any other elected office vacancy shall be filled by the Board of Directors.

Section 5. Duties of Officers. The elected officers shall perform the duties given in this section and such other duties as are prescribed by these Bylaws, by the Board of Directors, by the President and by *Robert's Rules of Order Newly Revised*.

- a) **The President** The President shall preside at all meetings of the corporation and of the Board of Directors unless someone else has been designated by the President to preside. The President may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes; 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.
- b) **The Vice-Presidents** The Vice-Presidents shall perform such duties as the President and Board of Directors may designate.
- c) **The Secretary** The Secretary shall keep minutes of Convention, State Councils and of meetings of the Board of Directors. The Secretary 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; and shall perform such other functions as may be incident to the office.
- d) **The Treasurer** The Treasurer, or a duly appointed assistant, shall collect and receive all moneys due. The Treasurer shall be the custodian of these moneys, shall deposit them in a bank or banks designated by the Board of Directors and shall disburse them upon the order of the Board of Directors. The Treasurer shall present periodic statements to the Board at its regular meeting and an annual report to the Convention or State Council. The books of the Treasurer shall be audited annually at the end of the fiscal year and at such other times as necessary.

ARTICLE V BOARD OF DIRECTORS

Section 1. Composition. The Board of Directors shall consist of the officers of the State League, local League and recognized Member-at-Large (MAL) Unit selected liaisons, a minimum of four elected directors, and four appointed directors.

Section 2. Manner of Selection and Term of Office. Each local League president and recognized Member-at-Large Unit chair shall appoint one liaison to the Board of Directors immediately following the

State Convention. The elected members of the Board of Directors shall appoint a minimum of four additional directors as they deem necessary to carry on the work of the League. The term of office of the appointed directors shall begin upon appointment and continue to the close of the next convention to coincide with the term of office of the elected officers.

Section 3. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this corporation unless that person is a member of the League of Women Voters in the state of Nebraska.

Section 4. Vacancies. Any appointed office vacancy may be filled, until the next Convention, by the body making the initial appointment. The absence of any member from two consecutive regular board meetings may warrant a review of intent to serve.

Section 5. Powers and Duties. The Board of Directors shall have full charge of the property and business of the corporation with full power and authority to manage and conduct the same, subject to the instructions of the Convention. The Board shall plan and direct the work necessary to carry out the Program on state governmental matters as adopted by the Convention. It shall accept responsibility delegated to it by the Board of Directors of the League of Women Voters of the United States for the Organization and development of local Leagues, for the carrying out of Program, and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds toward the support of an adequate national budget. The Board shall appoint members to the Education Fund Board as specified in the Education Fund Bylaws. The Board shall create and designate such special committees as it may deem necessary.

Section 6. Regular Meetings. There shall be at least four regular meetings of the Board of Directors annually. The President shall notify each member of the Board of Directors of the time and place of all regular meetings. No action taken at any regular Board meeting attended by three-fourths of the members of the Board shall be invalidated because of the failure of any member or members of the Board to receive any notice properly sent or because of any irregularity in any notice actually received.

Section 7. Special Meetings. 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. Members of the Board shall be notified of the time and place of special meetings by telephone, e-mail, or fax at least six days prior to such meeting, provided, however, that during a Convention the President may, or upon the request of five members of the Board shall, call a special meeting of the Board by notifying the members of the Board (a written notice) of the time and place of said meeting.

Section 8. Quorum. The quorum for a meeting of the Board of Directors shall be five including at least two of the elected officers.

Section 9. Voting. The Board of Directors shall be authorized to vote by mail, defined as surface mail, email or fax, when it is deemed necessary or by phone in an emergency. Emails shall use a reply back verification for documentation that all members received the email. If a quorum shall vote on a question sent to all members of the Board, the vote shall be counted and shall have the same effect as if cast at a meeting of the Board. The vote shall be made a part of the minutes at the next meeting of the Board.

**ARTICLE VI
RECOGNITION OF LOCAL LEAGUES AND MAL UNITS**

Section 1. Local Leagues.

- a) Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.
- b) The Board of Directors shall recommend to the national Board that the national Board recognize as a local League any group of members of the League of Women Voters of the United States in any community within the state, provided the group meets recognition standards for local Leagues as adopted by the national Convention.
- c) In the event of recurring failure of a local League to meet recognition standards, the Board of Directors shall recommend to the national Board that the national Board withdraw recognition from the local League. All funds held by a local League from which recognition has been withdrawn shall be paid to the League of Women Voters of Nebraska.

Section 2. Members-at-large. All members of the League of Women Voters of Nebraska not enrolled in a local League or Member-at-Large (MAL) unit shall be members-at-large.

Section 3. Member-at-Large (MAL) Units.

- a) Member-at-Large (MAL) units are those groups of Members-at-Large which have been so recognized by the League of Women Voters of Nebraska.
- b) The Board of Directors has responsibility for the establishment of new MAL units. For this purpose, the Board may organize a group of Members-at-Large in a community in which no local League exists and shall recognize the group as a MAL unit when it meets the guideline standards adopted by the Board of Directors.
- c) The Board of Directors shall withdraw recognition from a MAL unit for recurring failure to meet guidelines. All funds held by a MAL unit from which recognition has been withdrawn shall be paid to the League of Women Voters of Nebraska. Members of MAL units from which recognition has been withdrawn shall then be considered members-at-large.

**ARTICLE VII
FINANCIAL ADMINISTRATION**

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Nebraska shall commence on the first of April of each year.

Section 2. Budget. The Board shall submit to the Convention or State Council for adoption, a budget for the ensuing year. This budget shall provide for the support of the State League based on a per member payment from the local Leagues. Members-at-large shall pay dues to the State League which shall include a per member payment to the League of Women Voters of the United States. A copy of the budget shall be sent to each local League president and each member-at-large at least two months in advance of the Convention or State Council.

Section 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months in advance of the convention or State Council. The Treasurer shall be an ex-officio member of the Budget Committee but shall not be eligible to serve as chair.

Section 4. Distribution of Funds on Dissolution. In the event of a dissolution, for any cause, of the League of Women Voters of Nebraska, all moneys and securities which may at the time be owned by or under the absolute control of the League of Women Voters of Nebraska shall be paid to the League of

Women Voters of the United States after all debts have been paid. All other property of whatsoever nature, whether real, personal, or mixed, which may at the time be owned by or under the control of the League of Women Voters of Nebraska shall be disposed of by any officer or employee of the corporation having possession of same to such person, organization, or corporation for such public, charitable, or educational uses or purposes as may be designated by the then Board of Directors of the League of Women Voters of Nebraska.

ARTICLE VIII CONVENTION

Section 1. Place, Date and Call. A convention of the League of Women Voters of Nebraska shall be held biennially at a time and place to be determined by the Board of Directors. The President shall send a first call for Convention to the presidents of the local Leagues and chairs of Member-at-Large (MAL) units not less than four months prior to the opening date of the Convention fixed in said call. Thereafter, the Board of Directors may advance or postpone the opening date of the Convention by not more than two weeks. A final call for the Convention shall be sent to the presidents of the local Leagues and chairs of MAL units at least two months before Convention. Additionally, the President shall send one invitation to each member-at-large of the League of Women Voters of Nebraska to attend as observers.

Section 2. Composition. The Convention shall consist of the delegates chosen by the members through the local Leagues and Member-at-Large (MAL) units in the number provided in Section 4 of this Article, the presidents of the local Leagues and chairs of MAL units or an alternate in the event the president or chair is unable to attend, and the members of the Board of Directors of the League of Women Voters of Nebraska.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member enrolled in a recognized local League or recognized Member-at-Large (MAL) unit in the state of Nebraska. Each delegate shall be entitled to one vote only at the Convention even though the delegate may be attending in two or more capacities. Absentee or proxy voting shall not be permitted. The Convention shall be sole judge of whether a delegate is qualified to vote.

Section 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues or recognized Member-at-Large (MAL) units in the state of Nebraska shall be entitled to voting representation in the Convention as follows: The members in each local League and MAL unit shall be entitled to three delegates for the first fifteen members and to one additional delegate for each additional ten members, or major fraction thereof, belonging to said local League or MAL unit on February 1 of said year. Each local League and recognized MAL Unit is responsible for determining its respective membership count.

Section 5. Powers. The Convention shall consider and authorize for action a Program, shall elect officers, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented.

Section 6. Quorum. A majority of voting members in attendance shall constitute a quorum for the transaction of the business of the Convention, with representation from local Leagues and MAL units.

Section 7. Reporting. It shall be the responsibility of the President of the League of Women Voters of Nebraska to report to the members, in the next consecutive *Voter* following State Convention, all action taken at the State Convention.

**ARTICLE IX
STATE COUNCIL**

Section 1. Place, Date and Call. A meeting of the State Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention, at a time and place to be determined by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues and chairs of Member-at-Large (MAL) units at least two months before a State Council. The President shall extend an invitation to all members of the League of Women Voters of Nebraska to attend the State Council as observers. Special meetings may be called in event of extreme emergency.

Section 2. Composition. The State Council shall be composed of the presidents of the local Leagues and chairs of MAL units or an alternate in the event the president or chair is unable to attend, the officers and the on-board and off-board directors of the Board of Directors of the League of Women Voters of Nebraska, and two delegates as appointed by each local League president or MAL unit chair.

Section 3. Powers. The State Council shall give guidance to the Board on Program and methods of work.

- a) The State Council is authorized to change the Program to provide an opportunity to update a League program or to expand League positions in order to be able to take action provided:
 - (1) Notice of proposed changes shall have been sent to the presidents of local Leagues and members-at-large at least two months in advance of the State Council; and
 - (2) The change is adopted by a two-thirds vote.
- b) The State Council shall adopt a budget for the current fiscal year and shall transact such other business as shall be presented by the State President.

Section 4. Quorum. A majority of voting members in attendance shall constitute a quorum for the transaction of business at the State Council.

Section 5. Reporting. It shall be the responsibility of the President of the League of Women Voters of Nebraska to report to the members, in the next consecutive *VOTER* following State Council all action taken at the State Council.

**ARTICLE X
NOMINATIONS AND ELECTIONS**

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chair and two members, who shall not be members of the Board of Directors, shall be elected by the Convention.

Nominations for these three positions shall be made by the current Nominating Committee. The other two members of the Committee shall be appointed by the Board of Directors immediately after Convention.

Any vacancy occurring in the Nominating Committee shall be filled by the Board of Directors. The President of the League of Women Voters of Nebraska shall send the name and address of the chair of the Nominating Committee to the president of each recognized local League and chairs of Member-at-Large (MAL) units.

Section 2. Suggestions for Nominations. The chair of the Nominating Committee shall request, through the president of each local League, the chair of each recognized Member-at-Large (MAL) Unit and other members-at-large, suggestions for nominations. Suggestions for nominations shall be sent to

the chair of the Nominating Committee at least three months before the Convention. Any member may send suggestions to the chair of the Nominating Committee.

Section 3. Report of Nominating Committee and Nominations from Floor at Convention. The report of the Nominating Committee of its nominations for officers and the chair and two members of the succeeding Nominating Committee shall be sent to local Leagues and members-at-large no later than one month before the date of the Convention. Immediately following the presentation of the Nominating Committee report, nominations may be made from the floor provided that the consent of the nominee shall have been secured.

Section 4. Election at Convention. The election shall be in the charge of an Election Committee appointed by the President at the beginning of the Convention. The election shall be by ballot, except that when there is but one nominee for each office, the vote may be viva voice. A majority vote shall constitute an election.

ARTICLE XI PROGRAM

Section 1. Principles. 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 Nebraska shall consist of:

- a) Action to protect the right to vote of every citizen.
- b) Those state governmental issues chosen for concerted study and action.

Section 3. Convention Action. The Convention shall act upon the Program using the following procedures:

- a) Local League boards and Member-at-Large (MAL) unit committees may make recommendations for a Program to the Board of directors at least three months prior to the Convention.
- b) The Board of Directors shall consider the recommendations and shall formulate a proposed Program of recommended and nonrecommended proposals, which shall be submitted to the local League Boards and members-at-large at least two months prior to the Convention.
- c) Recommendations for changes submitted in writing by local League Boards and MAL unit committees and received by the Board of Directors at least three months before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may change the proposed program. Such changes may be voted on by the Convention on the same day on which they are proposed.
- d) A majority vote shall be required for the adoption of the Program proposed by the Board of Directors.
- e) Any recommendation for the Program submitted to the Board of Directors at least three months before the Convention, but not recommended by the Board, may be adopted by the Convention provided consideration is ordered by a majority vote and the proposal for adoption receives a majority vote.

Section 4. State Council Action. The State Council may change the Program as provided in Article IX.

Section 5. Member Action. Members may act in the name of the League of Women Voters of Nebraska only when authorized to do so by the elected officers of the League of Women Voters of Nebraska.

Section 6. Local Leagues or Member-at-Large (MAL) Unit Action. Local Leagues or MAL units may take action on state governmental matters only when authorized to do so by the elected officers of the League of Women Voters of Nebraska. Local Leagues or MAL units may act only in conformity with, or not contrary to, the positions taken by the League of Women Voters of Nebraska.

ARTICLE XII NATIONAL CONVENTION AND COUNCIL

Section 1. National Convention. The Board of Directors, at a meeting before the date on which names of delegates must be sent to the National office, shall elect delegates to that Convention in the number allowed the League of Women Voters of Nebraska under the provisions of the Bylaws of the League of Women Voters of the United States.

Section 2. National Council. The Board of Directors, at its meeting preceding the meeting of the Council of the League of Women Voters of the United States, shall elect delegates to such council in the number allowed the League of Women Voters of Nebraska under the provisions of the Bylaws of the League of Women Voters of the United States.

ARTICLE XIII PARLIAMENTARY AUTHORITY

Parliamentary Authority. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XIV AMENDMENTS

Section 1. Amendments. These Bylaws may be amended by a two-thirds vote at any Convention, using the following procedures:

- a) Proposals for change shall be submitted by any local League Board, chair of Member-at-Large (MAL) unit, or committee appointed by the President to the Board of Directors at least three months prior to Convention.
- b) All such proposed amendments together with the recommendations of the Board shall be sent to the presidents of local Leagues and chairs of Member-at-Large (MAL) units at least two months prior to Convention.
- c) The presidents of local Leagues and chairs of Member-at-Large (MAL) units shall notify the members of their respective Leagues or MAL units of the proposed amendments. Failure of a local League president or MAL unit chair to give such notice or failure of any member to receive such notice or failure of any member to receive such notice shall not invalidate amendments to the Bylaws.