

Adopted May 1978

BY-LAWS
OF
LEAGUE OF WOMEN VOTERS OF WINSTON-SALEM
AND FORSYTH COUNTY, N. C., INC.

ARTICLE I.

Section 1. The name of this organization shall be the League of Women Voters of Winston-Salem and Forsyth County, N. C., Inc. (League). This local League is an integral part of the League of Women Voters of this United States and of the League of Women Voters of North Carolina, Inc.

ARTICLE II.

Section 1. Purpose. The Purpose of the League shall be to promote political responsibility through informed and active participation of citizens in government.

Section 2. Policy. The League 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 any candidate.

ARTICLE III.
MEMBERSHIP

Section 1. Eligibility. Any person who subscribes to the purpose and policy of the League shall be eligible for membership.

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

- (a) Voting members shall be citizens of voting age.
- (b) Associate members shall be all other members.

ARTICLE IV.
BOARD OF DIRECTORS

Section 1. Number, Manner of Selection, and Term of Office. The Board of Directors shall consist of the President, First Vice President, Second Vice President, Secretary, and the Treasurer as officers of the League, eight (8) elected Directors, and not more than eight (8) appointed Directors. One-half of elected Directors (4) 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. The elected members shall approve the appointment of such additional Directors as proposed by the President, not exceeding eight (8), as they deem necessary to carry out 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.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this organization who is not a voting member of the League of Women Voters of the United States.

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. At the next annual meeting a director shall be elected to fill the unexpired term. Three consecutive absences from a Board meeting of any member 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 corporation, with full power and authority to manage and conduct same, subject to the instructions of the general membership. The Board 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 and designate such special committees as it may deem necessary.

Section 5. 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.

Section 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum.

ARTICLE V. OFFICERS

Section 1. Enumeration and Election of Officers. The Officers of the League shall be a President, a first Vice President, a second Vice President, a Secretary, and a Treasurer who shall be elected for terms of two years by the general membership at an Annual Meeting and take office immediately. The President, the first Vice President and the Secretary shall be elected in odd-numbered years. The second Vice President and the Treasurer shall be elected in the even-numbered years. Vacancies among the several offices shall be filled in the manner prescribed for Directors.

Section 2. The President. The President shall preside at all meetings of the organization and Board of Directors, and 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. He or she 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 Vice Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of the absence, resignation, 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 Presidents shall perform such other functions as the President and the Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all 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 other functions as may be incident to this office.

Section 5. The Treasurer. The Treasurer shall collect and receive all moneys due. He or she shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board. The Treasurer shall present statements to the Board at their regular meetings and an annual report to the Annual Meeting. The books of the Treasurer shall be audited annually.

ARTICLE VI. FINANCIAL ADMINISTRATION

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

Section 2. Dues. Annual dues for voting and associate members of \$15.00 shall be payable on the member's anniversary date. The anniversary date is defined as: the 1st day of the month determined by the month of the first year's payment of dues after adoption of this resolution. Members will receive notice in writing when annual dues become payable. The date of the notice is the member's anniversary date. Any member who fails to pay dues sixty days after anniversary date shall be dropped from the membership.

Section 3. Budget Committee. Six months prior to the Annual Meeting, the President shall appoint two persons from the general membership, one of whom shall be Chairman, to serve with the Finance Chairman and Treasurer as a Budget Committee.

- (a) The tentative Budget for the ensuing year shall be presented by the Budget Committee to the Board of Directors two months prior to the Annual Meeting.
- (b) The recommended Budget adopted by the Board of Directors for the ensuing year shall be sent to all members one month prior to the Annual Meeting.

Section 4. Budget. A budget for the ensuing year shall be submitted by the Board of Directors to the Annual Meeting for adoption. An adequate budget shall reflect the cost of the total League Program.

ARTICLE VII. MEETINGS

Section 1. Membership Meetings. There shall be at least four meetings of

the membership each year. Time and place shall be determined by the Board of Directors.

Section 2. Annual Meeting. An Annual Meeting shall be held between May 1 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 ensuing year,
- (b) elect officers and directors, members of the Nominating Committee,
- (c) adopt an adequate budget, and
- (d) transact such other business as may properly come before it.

Section 3. Quorum. Ten percent (10%) of total membership shall constitute a quorum at all meetings of the League of Women Voters of Winston-Salem and Forsyth County, N. C., Inc.

ARTICLE VIII. 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 Chairman 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 of Directors immediately following the Annual Meeting. Any vacancy on the Nominating Committee shall be filled by the Board of Directors. Suggestions for nominations for Officers and Directors may be sent to this Committee by any voting member.

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 the members of the succeeding Nominating Committee shall be sent to all members one month before the date of the Annual Meeting. 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 provided the consent of the nominee shall have been secured.

Section 3. Elections. The election shall be by ballot, provided 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 voting members present 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 Winston-Salem

and Forsyth County, N. C., Inc., shall consist of those local governmental issues chosen for concerted study and action.

Section 3. Action by the Annual Meeting. The Annual Meeting shall act upon the Program using the following procedures:

- (a) The Board of Directors shall consider the 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.
- (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:
(1) the Annual Meeting shall order consideration by a majority vote and (2) the Annual Meeting shall adopt the item by a majority vote.

Section 4. Changes in the Program. In the case of altered conditions, changes in the program may be made provided that: (1) information concerning the proposed change 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 (2) final action by the membership is taken at a succeeding meeting.

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 CONVENTION, STATE CONVENTION AND COUNCIL

Section 1. National Convention. The Board at a meeting before the date on which the names of delegates must be sent to the national office shall name delegates to that Convention. Delegates shall be allotted under the provisions of the By-Laws of the League of Women Voters of the United States.

Section 2. State Convention. The Board at a meeting before the date on which the names of delegates shall be sent to the state office shall name delegates to that Convention. Delegates shall be allotted under the provisions of the By-Laws of the League of Women Voters of North Carolina, Inc.

Section 3. State Council. The Board at a meeting before the date on which the names of the delegates must be sent to the state office shall name delegates to the Council. Delegates shall be allotted under the provisions of the By-Laws of the League of Women Voters of North Carolina, Inc.

ARTICLE XI.

PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority. The Rules contained in the current revision of Roberts Rules of Order 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 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 2. By-Laws. The By-Laws shall be reviewed by the Board of Directors at least every two years, and appropriate amendments proposed to the membership.