

League of Women Voters of Kitsap Bylaws

As amended 5/19/21

ARTICLE I – NAME

Section 1 – Name: The name of this organization shall be the League of Women Voters of Kitsap, hereinafter referred to as the LWVKitsap. This local League is an integral part of the League of Women Voters of the United States and the League of Women Voters of Washington.

ARTICLE II – PURPOSES AND POLICY

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

Section 2 The policies of the LWVKitsap are:

1. Political Policy. The League shall not support or oppose any political party or any candidate.
2. Diversity, Equity & Inclusion Policy. The League is fully committed to ensure compliance – in principle and in practice – with LWVUS’ Diversity, Equity & Inclusion Policy.

ARTICLE III – MEMBERSHIP

Section 1 - Eligibility: Any person who subscribes to the purposes and policy of the League 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;

[4] Those who are students are defined as individuals enrolled either as full or part time with an accredited institution.

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

ARTICLE IV – OFFICERS

Section 1 - Enumeration and Election of Officers: The officers of the LWVKitsap shall be a President or co-Presidents, 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. When needed, a Third Vice-President may be elected for a one-year term at the Annual Meeting. A President-elect may be designated. The President(s), 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 even-numbered years.

Section 2 - The President(s): The President(s) shall preside at all meetings of the organization and of the Board of Directors. The President(s) may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. The President(s) shall be, ex-officio, a member of all committees except the Nominating Committee. The President(s) shall have such usual power 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. In the case of co-Presidents either or both may perform any duty of the office.

Section 3 - The Vice-Presidents: The Vice Presidents, in order of their rank, shall, in the event of absence, disability, resignation 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 select one of its members to fill the vacancy. The Vice-Presidents shall perform such duties as the President and 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. 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 the office.

Section 5 - The Treasurer: The Treasurer shall collect and receive all moneys due. The Treasurer 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.

ARTICLE V – 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 (6) elected Directors and such appointed Directors as the Officers and elected Directors deem necessary to carry on the work of the League, but not to exceed the number of elected Directors. The elected Directors shall be elected by the general membership at the Annual Meeting and shall serve for a term of two years, or until their successors have been elected and qualified according to LWVK Policies. The Directors for positions one, three and five shall be elected in odd-numbered years, and the Directors for positions two, four and six shall be elected in even-numbered years. The terms of office of the appointed Directors shall be one year and shall terminate at the conclusion of the next Annual Meeting.

Section 2 - Executive Committee: An Executive Committee consisting of the elected Officers and two of the six elected Directors of the organization may meet to decide routine administrative and financial detail and may act for the Board in an emergency situation, providing appropriate chairs have been included if program items are being considered. Four members of the Executive Committee shall constitute a quorum. Actions must be presented at the following Board Meeting. The two elected Directors to serve on the Executive Committee shall be selected annually by the elected members of the Board. When the office of President is not filled by nomination and election at the Annual Meeting, the Executive Committee shall serve as a Steering Committee and assume all powers of the office of the President.

Section 3 - Qualifications: Only a voting member of the LWVKitsap shall be eligible to be elected or appointed or continue to serve as an Officer or Director of this organization.

Section 4 – Vacancies: Any vacancy occurring in the Board of Directors by reason of the 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 of any member without a valid reason shall be deemed a resignation.

Section 5 – 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 and state Conventions and at the Annual Meeting of LWVKitsap. The Board shall create and designate such special committees as it may deem necessary.

- a) Delegates to National Convention: The Board of Directors shall select a slate of delegates to the Convention in the number allotted to the LWVKitsap under the provisions of the Bylaws of the League of Women Voters of the United States.

- b) Delegates to the State Convention and State Council: The Board of Directors shall select a slate of delegates to the Convention or Council in the number allotted to the LWVKitsap under the provisions of the Bylaws of the League of Women Voters of Washington.

Section 6 – Meetings: There shall be at least nine regular meetings of the Board of Directors annually.

- a) 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.
- b) Emergency meetings may be held by electronic means providing all board members are notified before the meeting. Minutes of electronic meetings will be recorded by the Secretary as per Article IV, Section 4. Any action required or permitted to be taken at a meeting of the Board of Directors or its committees may be taken by electronic transmission without a meeting. Each matter to be voted upon must be agreed to and participated in by all of the Directors entitled to vote. The vote must be unanimous, recorded as such, and confirmed at the next board meeting.

Section 7 – Quorum: A majority of the members of the Board of Directors shall constitute a quorum.

Section 8 -- Consent to Electronic Communication: Each Board Member shall at the start of his/her term provide consent to receive notification and transmission electronically and shall advise the president and other members of any e-mail address change. If a board member's e-mail address becomes invalid and a valid one is not provided or if a board member is unable to communicate via e-mail, communications shall be made via regular mail, or by telephone with memorialization via regular mail.

ARTICLE VI – FINANCIAL ADMINISTRATION

Section 1 – Fiscal Year: The fiscal year of LWVKitsap shall commence on the first of July each year.

Section 2 – Dues: Dues shall be payable annually.

Section 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.

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 serve as a member of the Budget Committee, but may not serve as Budget Committee Chair. The proposed budget shall be sent to all members not less than two weeks before the Annual Meeting.

Section 5 – Financial Review or Audit: An annual financial review or audit shall be conducted no later than sixty (60) days following each fiscal year by a person or persons appointed by the Board of Directors.

Section 6 – Distribution of Funds on Dissolution: In the event of the dissolution of the LWVKitsap, all moneys and securities which may at the time be owned or under the control of the LWVKitsap shall be paid to the League of Women Voters of Washington after all obligations have been met. All other property of whatsoever nature that may be owned or under the control of the LWVKitsap shall be disposed of to such person, organization or corporation for such public, charitable or educational use and purposes as the board in its absolute discretion may designate.

ARTICLE VII – MEETINGS

Section 1 – Membership Meetings: There shall be at least two meetings of the general membership each year, one of which shall be the Annual Meeting. Time and place shall be determined by the Board of Directors.

Section 2 – Annual Meeting: An Annual Meeting shall be held between April 15 and June 1, the exact date to be determined by the Board of Directors. The Annual Meeting may be held by electronic means providing all League members are notified 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 an adequate budget and d) transact such other business as may properly come before it.

Section 3 – Quorum: Fifteen percent of the voting members (rounded down in case of a fraction) shall constitute a quorum at all business meetings of the LWVKitsap.

ARTICLE VIII – NOMINATIONS AND ELECTIONS

Section 1 – Nominating Committee: The Nominating Committee shall consist of five voting 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, 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 following the Annual Meeting. Any vacancy on the Nominated 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 members of the succeeding Nominating Committee shall be sent to all members not less than two weeks before the date of the Annual Meeting. The report of the Nominating Committee shall be presented at 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 elections 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 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 a Program.

Section 2 – Program: The Program of LWVKitsap 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 – Program Adoption: Members present at the Annual Meeting shall adopt a Local 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 not less than two weeks 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 at 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 as Proposed Program by the Board of Directors may be adopted at the Annual Meeting, provided that:
 1. Members present at the Annual Meeting obtain consideration by a majority vote, and

2. Members present at the Annual Meeting adopt the item by a two-thirds vote.
- e) In the event an item in the Proposed Program, or a non-recommended program item voted for consideration, is limited to a local governmental jurisdiction within Kitsap County, the following procedure shall govern its adoption:
1. The members residing within the local governmental jurisdiction shall adopt the item by a two-thirds vote of those members present and voting, and
 2. The members residing outside the local governmental jurisdiction shall concur in the adoption by a majority of those present and voting.
- f) Changes in the Program may be made provided that:
1. 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
 2. The final action by the membership is taken at this general meeting.

Section 4 – Member Action: Members may act in the name of the League of Women Voters only when authorized to do so by the appropriate Board of Directors of the League. They may act only in conformity with, and not contrary to, a position taken by the League of Women Voters of Kitsap, the League of Women Voters of Washington and the League of Women Voters of the United States.

ARTICLE X – 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.

ARTICLE XI – AMENDMENTS

Section 1 – Amendments: These Bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided the proposed amendments were submitted to the membership in writing at least two weeks in advance of the meeting.