

**BYLAWS OF LEAGUE OF WOMEN VOTERS OF
LOS ALAMOS, NEW MEXICO**

Last amended April 18, 2017

ARTICLE I. NAME

The name of the Corporation is League of Women Voters of Los Alamos, New Mexico, hereinafter referred to in these Articles as LWV/LA. This local League is an integral part of the League of Women Voters of the United States and of the League of Women Voters of New Mexico, Incorporated.

ARTICLE II. DURATION

The period of duration is in perpetuity.

ARTICLE III. PURPOSE AND POLICY

Section 1. PURPOSE

The purpose for which LWV/LA is organized is to promote political responsibility through informed and active participation in government.

LWV/LA is organized and operated exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, LWV/LA shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the activities of LWV/LA shall be attempting to influence legislation.

Section 2. POLICY

LWV/LA 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 IV. MEMBERSHIP

Section 1. ELIGIBILITY

Section 2. TYPES OF MEMBERSHIP

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

The membership of LWV/LA shall be composed of Voting Members and Associate Members.

A. Voting members shall be persons at least 16 years of age.

B. Associate Members shall be all other members.

ARTICLE V. BOARD OF DIRECTORS

Section 1. NUMBER, MANNER OF SELECTION, AND TERMS OF OFFICE

The Board of Directors shall consist of the officers of the League and not more than eight directors to be elected by the general membership at the annual meeting. Directors shall take office at the beginning of the fiscal year and shall serve one year or until their successors shall have been elected and qualified.

Section 2. QUALIFICATIONS

No person shall be elected or appointed, or shall continue to serve as an officer or director of this organization unless that person is a voting member in LWV/LA.

Section 3. VACANCIES

Any vacancy existing 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. Any officer who misses three consecutive board meetings may be removed by a majority vote of the Board.

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. It 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 a majority of the Board. When an urgent decision must be made by the Board between regular meetings, the President may call and/or e-mail the members of the Board. Board members must be given full information about the issue to be decided and sufficient time to share opinions before the final decision is given. A quorum of the Board must respond. The emergency decision must be presented to the next regular meeting for ratification.

Section 6. QUORUM

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

ARTICLE VI. OFFICERS

Section 1. ENUMERATION AND ELECTION OF OFFICERS

The officers of LWV/LA shall be a President or Co-Presidents, a First Vice President/President-Elect, a Second Vice President, a Secretary, and a Treasurer.

The office of President shall be filled by the advancement of the First Vice-President/President-Elect at the beginning of the fiscal year. The other officers: First Vice President/President-Elect, Second Vice-President, the Secretary and the Treasurer shall be elected for terms of one year at the annual meeting. They shall take office at the beginning of the fiscal year and shall serve one year until their successors shall have been

elected and qualified. In the absence or disability of the President, the Executive Committee shall possess all the powers and perform the duties of that office until that office is filled.

Section 2. THE PRESIDENT

The President shall preside at all meetings of the corporation and of the Board of Directors. 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. The President shall have such usual powers of supervision and management as may pertain to the office of President and perform such other duties as may be designated by the Board.

Section 3. THE VICE-PRESIDENTS

The Vice Presidents shall perform such duties as the President and Board may designate. The two Vice Presidents, in the order of their rank, shall in the event of absence, disability or death of the President possess all of the powers and perform all the duties of the presidency until such time as the Board of Directors shall select one of its members or a former President to fill the vacancy in the office of President. In the event of the resignation, disability or death of the First Vice President/President-Elect, the vacancy shall be filled by a majority vote of the remaining members of the Board. Before the office holder may succeed to the presidency at the next annual meeting, that name shall be submitted, with those of the other nominees for office, to the membership for vote.

Section 4. THE SECRETARY

The Secretary shall keep minutes of all meetings of the Board of Directors; shall sign, with the President, all contracts and other instruments when so authorized by the Board and shall perform other such functions as may be incident to the office.

Section 5. THE TREASURER

The Treasurer shall collect and receive all money due; shall be custodian of the moneys, shall deposit them in financial institutions designated by the Board of Directors, and shall disburse the same in accordance with the budget. The Treasurer shall present statements to the Board at their regular meetings and an annual report at Annual Meeting.

Section 6. THE EXECUTIVE COMMITTEE

The Executive Committee shall be composed of five members of the Board designated by the board. Three members shall constitute a quorum.

ARTICLE VII. FINANCIAL ADMINISTRATION

Section 1. FISCAL YEAR

The fiscal year of LWV/LA shall be from May 1 to April 30 of the following year.

Section 2. DUES

Annual dues shall be determined by a majority vote of the voting members present and voting at Annual Meeting or other membership meeting, provided notification of the proposed dues was given to the membership in writing at least one month prior to the meeting.

Dues shall be collected during April for the upcoming fiscal year and are delinquent on September 30. No one whose payment is delinquent will be carried on the membership rolls.

The initial payment may be made at any time. New members who join after September 30 will not be required to pay dues for the following fiscal year.

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 proposed budget shall be sent to all members one month before the Annual Meeting. The Treasurer shall not be eligible to serve as chairman of the committee.

ARTICLE VIII. MEETINGS

Section 1. MEMBERSHIP MEETINGS

There shall be at least three meetings of the membership each year. Time and place shall be determined by the Board of Directors.

Section 2. ANNUAL MEETING

The exact date of the Annual Meeting shall be determined by the Board of Directors. The Annual Meeting shall:

- A. Adopt a Local Program for the ensuing year
- B. Elect officers, directors, and a member of the Nominating Committee
- C. Adopt an adequate budget
- D. Transact such other business as may properly come before it.

Section 3. QUORUM

Fifteen percent of the membership shall constitute a quorum at all membership meetings of LWV/LA.

ARTICLE IX. NOMINATIONS AND ELECTIONS

Section 1. NOMINATING COMMITTEE

The Nominating Committee shall consist of at least two members, one of whom shall be a member of the Board of Directors. Nominations for these offices shall be made by the current Nominating Committee. Any vacancy in 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.

Section 2. REPORT OF 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 one month before the date of the Annual Meeting. The report of the Nominating Committee shall be presented to the Annual Meeting. Immediately following 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, except that when there is but one nominee for each office, a voice vote will suffice. A majority of those present qualified to vote and voting shall constitute an election.

ARTICLE X. PROGRAM

Section 1. AUTHORIZATION

The governmental principles adopted by the National Convention, and supported by the League as a whole, constitute the authorization for adoption of a program.

Section 2. PROGRAM

The Program of LWV/LA shall consist of:

- A. Action to promote the League's positions, and
- B. Those local government issues chosen for study and action, and
- C. Education of the public.

Section 3. ACTION BY THE ANNUAL MEETING

The Annual Meeting shall determine the program using the following procedures:

- A. The Board of Directors shall consider the suggestions sent in by the voting members two months prior to the Annual Meeting and shall formulate a recommended program. A suggestion not included in the recommended program shall be recorded as a non-recommended item.
- B. The recommended 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 recommended program as presented to the members at the Annual Meeting by the Board of Directors.
- D. Voting members at the annual meeting may order consideration of non-recommended items by a majority vote. The annual meeting shall adopt such items by a two-thirds vote.

Section 4. EMERGENCY PROGRAM CHANGES

If, during the course of the year, the Board determines that a program item needs to be added, changed, or deleted, that may be done using the following procedures:

- A. The Board of Directors shall formulate the necessary change at a regular meeting of the Board. A motion to adopt the change shall require a 2/3 vote of the Board members present.

- B. Notice of the proposed change shall be sent to all members by e-mail or surface mail.
- C. At least 20% of the members must respond within one month, and a two-thirds vote of those members shall be required for adoption of the proposed program change.

Section 5. 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.

Section 6. LOCAL LEAGUE ACTION

LWV/LA may act only in conformity with, or not contrary to, the position taken by the League of Women Voters of the United States as stated in its program and principles and with the position of the League of Women Voters of New Mexico, Inc.

ARTICLE XI. NATIONAL CONVENTION, STATE CONVENTION, AND STATE COUNCIL

Section 1. NATIONAL CONVENTION

The Board of Directors shall select delegates to the Convention in the number allotted the LWV/LA under the provisions of the bylaws of the League of Women Voters of the United States. These delegates must be selected at a meeting before the date on which names of delegates must be sent to the national office.

Section 2. STATE CONVENTION

The membership shall be asked to recommend candidates for the convention delegates to the Board of Directors in each convention year. The Board, in a meeting before the date on which the names of delegates must be sent to the state office, shall select delegates to that convention in the number allotted the LWV/LA under the provisions of the bylaws of the League of Women Voters of New Mexico, Inc.

Section 3. STATE COUNCIL

The membership shall be asked to recommend candidates for the council delegates to the Board of Directors in each council year. The Board, in 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 LWV/LA under the provisions of the bylaws of the League of Women Voters of New Mexico, Inc.

ARTICLE XV. PARLIAMENTARY AUTHORITY

Section 1. PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, revised, shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII. 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 or other membership meeting, provided the amendments were submitted to the membership in writing at least one month in advance of the meeting.

ARTICLE XIII. DISSOLUTION

In the event of the merger or dissolution of LWV/LA for any reason, all money and securities or other property of whatsoever nature which at the time be owned or under the absolute control of LWV/LA shall be distributed at the discretion of the board, or such other persons as shall be charged by law with the liquidation or winding up of LWV/LA and its affairs, to any member organization of the League of Women Voters national organization which is exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code; or if none of these organizations which is exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code; or if none of these organizations are then in existence or exempt under those tax provisions, then, at the discretion of the board, to another organization which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under such designated tax provisions.