

# LEAGUE OF WOMEN VOTERS OF TOPEKA-SHAWNEE COUNTY, KANSAS

## BYLAWS

### ARTICLE I

#### Name

##### Sec. 1. Name

The name of this organization shall be the League of Women Voters of Topeka-Shawnee County, Kansas (LWVTSC).

The LWVTSC is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Women Voters of Kansas (LWVK).

### ARTICLE II

#### Purpose and Political Policy

##### Sec. 1. Purposes

The League of Women Voters, a nonpartisan political organization, encourages the informed and active participation of citizens in government, works to increase understanding of major policy issues, and influences public policy through education and advocacy. The League of Women Voters does not support or oppose any political party or candidate. However, the League of Women Voters acts on selected governmental issues.

Through its voter services, the League of Women Voters provides nonpartisan information on the structure and functions of government and the political parties and on voting procedures, election issues, and candidates.

##### Sec. 2. Political Policy

The League of Women Voters shall not support or oppose any political party or any candidate.

### ARTICLE III

#### Membership

##### Sec. 1. Eligibility

Any individual who subscribes to the purposes and political policy of the LWVTSC shall be eligible for membership.

##### Sec. 2. Types of Membership

**(a) Voting Members. (1)** Individuals at least 16 years of age who join the LWVTSC shall be voting members of the LWVTSC, the LWVK and the LWVUS.

(2) (A) Individuals who reside within Shawnee County may join LWVTSC or any other local league; (B) individuals who reside outside of Shawnee County may join the LWVTSC or any other local League or shall be state members-at-large; (C) individuals who have been members of the League for 50 years or more shall be life members excused from the payment of dues.

**(b) Associate Members.** All other individuals who join the LWVTSC shall be associate members.

## **ARTICLE IV**

### **Board of Directors**

#### **Sec. 1. Number, Manner of Selection and Term of Office**

(a) The Board of Directors shall consist of the officers of the LWVTSC, six elected directors and not more than six appointed directors.

(b) Three of the elected directors shall be elected at the Annual Meeting of every odd-numbered year and three of the elected directors shall be elected at the Annual Meeting of every even-numbered year. Elected directors shall serve for a term of two years, and until their successors have been elected and qualified.

(c) The elected directors may appoint additional directors, not exceeding six, as deemed necessary by the Board to carry on the work of the LWVTSC. Terms of office of appointed directors shall expire at the conclusion of the Annual Meeting following their appointment.

#### **Sec. 2. Qualifications**

(a) No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless the person is a voting member of the LWVTSC.

(b) The Board of Directors may adopt a policy prohibiting certain members of the Board of Directors from actively engaging in partisan politics. The phrase "actively engaging in partisan politics" shall be defined in such policy.

#### **Sec. 3. 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 by any member without valid reason shall be deemed a resignation.

#### **Sec. 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, subject to the instructions of the general membership. The Board of Directors shall plan and direct the work it deems necessary to carry out the program as adopted by the National Convention, the State Convention, and the Annual Meeting. The Board of Directors shall have the power to adopt written policies it deems necessary to carry out the program as adopted by the National Convention, the State Convention, and the Annual Meeting, and to execute the powers and duties of the board. The Board of Directors shall create and designate such special committees it deems necessary.

#### **Sec. 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.

#### **Sec. 6. Quorum**

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

## **ARTICLE V Officers**

### **Sec. 1. Enumeration and Election of Officers**

The officers of the LWVTSC shall be a: President, President-Elect, Vice-President, Secretary and Treasurer. Such officers shall be elected at the Annual Meeting and shall take office immediately. Such officers shall serve a term of two years. The President-Elect shall succeed to the office of President upon the expiration of the term of the preceding President.

### **Sec. 2. The President**

The President shall:

- (a) Have the usual powers of supervision and management as may pertain to the office of the President;
- (b) preside at all meetings of the LWVTSC and of the Board of Directors;
- (c) sign all contracts and other instruments authorized by the Board of Directors;
- (d) sign or endorse checks, drafts, and notes in the absence or disability of the Treasurer;
- (e) create and designate committees as deemed necessary by the President or when directed to do so by the Board of Directors. Except as provided in Article VIII for the Nominating Committee, the President shall fill any vacancy on any committee, including committees required by the Bylaws;
- (f) be, ex officio, a member of all committees, except the Nominating Committee;
- (g) notify all officers and directors of their election or appointment; and
- (h) perform such other duties as may be designated by the Board of Directors.

### **Sec. 3. The President-Elect and the Vice-President**

(a) The President-Elect and Vice-President shall perform such duties as the President or the Board may designate.

(b) In the event of the absence, resignation, disability, or death of the President, the President-Elect shall possess all the powers and perform all the duties of the office of the President. In the event of the absence, resignation, disability, or death of the President and the President-Elect, the Vice-President, shall possess all the powers and perform all the duties of the office of the President.

(c) If the office of President becomes vacant and neither the President-Elect nor the Vice-President is able to serve in that capacity, a President shall be elected in accordance to Article IV, Sec. 3.

### **Sec. 4. The Secretary**

The Secretary shall keep minutes of all meetings of the membership of the LWVTSC at which business is conducted and of all meetings of the Board of Directors.

### **Sec. 5. The Treasurer**

The Treasurer shall:

- (a) Perform such duties as customarily pertain to the office;
- (b) arrange for an annual audit of the books;
- (c) maintain deposits in authorized financial institutions, as directed by the Board of Directors;

- (d) serve as a member of the Budget Committee; and
- (e) present statements to the Board of Directors at its regular meetings and an annual report at the Annual Meeting.

**ARTICLE VI**  
**Financial Administration**

**Sec. 1. Fiscal Year**

The fiscal year of the LWVTSC shall commence on the first day of April of each year.

**Sec. 2. Annual Dues**

(a) Except as provided by this section, the Board of Directors shall have the power to determine all matters relating to the payment and collection of dues.

(b) Subject to the provisions of subsection (c), the amount of the annual dues shall be determined by the membership at the Annual Meeting in conjunction with the adoption of an adequate budget.

(c) The amount of the annual dues shall increase automatically by the same amount of, and on the effective date of, any increase in the national and/or state per member payment. Such increase shall be effective without any action of the membership of the LWVTSC. Nothing in this subsection shall preclude the membership from voting to nullify the increase in the amount of dues authorized by this subsection.

(d) Subject to the provisions of Article III, any individual who has been a voting member of the LWVUS for 50 years or more shall be a life member excused from the payment of annual dues.

**Sec. 3. Budget**

The President shall appoint a Budget Committee to prepare a proposed budget for the ensuing year. The Treasurer shall be a member of the Budget Committee, but shall not be eligible to serve as the chairperson of the Budget Committee. The Budget Committee shall submit a proposed budget to the Board of Directors at the regular meeting of the Board held in March of each year, or at a special meeting called for the purpose of approving the budget. The Board shall approve and adopt, or amend and adopt, the proposed budget submitted by the Budget Committee. A copy of the budget, which has been adopted by the Board, shall be provided to the membership at least 10 days prior to the Annual Meeting.

**ARTICLE VII**  
**Meetings**

**Sec. 1. Membership Meetings**

There shall be at least four meetings of the membership each year. The time and place of such meetings shall be determined by the Board of Directors.

**Sec. 2. Annual Meeting**

An Annual Meeting shall be held in April of each year, the exact date of which shall be determined by the Board of Directors. The Annual Meeting shall:

- (a) Consider any proposed local program and may adopt a such local program for

the ensuing year;

- (b) elect officers and directors, and members of the Nominating Committee;
- (c) adopt an adequate budget; and
- (d) transact such other business as properly comes before it.

**Sec. 3. Quorum**

Twenty percent of the membership shall constitute a quorum at the Annual Meeting and any other business meeting of the membership. A business meeting is any meeting of the membership at which a vote of the membership is required.

**ARTICLE VIII  
Nominations and Elections**

**Sec. 1. Nominating Committee**

The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairperson and two members, who shall not be members of the Board, shall be elected at the Annual Meeting. Nominations for elected members of the Nominating Committee shall be made by the current Nominating Committee. The other members of the Nominating Committee 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.

Any voting member of the LWVTSC may send to the Nominating Committee suggestions for nominations for officers, directors and members of the Nominating Committee.

**Sec. 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 presented in writing to the membership of the LWVTSC at least 10 days 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 the Nominating Committee's report, nominations may be made from the floor by any voting member provided the consent of the nominee shall have been secured.

**Sec. 3. Elections**

Unless otherwise requested, voting shall be by a show of hands. 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**

**Sec. 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 the Program of the LWVTSC.

## **Sec. 2 Program**

The Program of the LWVTSC shall consist of:

- (a) Action to implement the principles of the LWVUS;
- (b) action to implement the principles of the LWVK;
- (c) action to initiate a study of local governmental issues;
- (d) action to implement those local governmental issues that have been studied and chosen for action and positions resulting from such study, or previously adopted study; and
- (e) other actions that are consistent with League policy and principles.

## **Sec. 3 Procedure for Adoption and Amending a Program**

(a)(1)(A) The Board of Directors shall consider the written recommendations submitted by voting members two months prior to the Annual Meeting and shall formulate in writing a Proposed Program.

(B) The Proposed Program shall be sent to all members at least 10 days prior to the Annual Meeting. A notice of those items submitted to the Board of Directors, but not recommended for inclusion in the Proposed Program also shall be sent to all members at least 10 days prior to the Annual Meeting; and

(C) A majority vote of voting members present and voting at the Annual Meeting shall be required for adoption of items in the Proposed Program as presented to the membership at the Annual Meeting by the Board of Directors. Any new item adopted as a study is subject to subsection (b).

(2) Written Recommendations for the Proposed Program submitted by voting members two months prior to the Annual Meeting but not recommended by the Board of Directors may be considered and adopted at the Annual Meeting provided that:

(A) A majority of the voting members present and voting at the Annual Meeting vote in favor of considering such written recommendations; and

(B) a majority of the voting members present and voting at the Annual Meeting vote in favor of adopting such written recommendations.

(b) Amendments in the Program, which previously has been adopted by the membership, may be made provided that:

(1) Written information concerning the proposed amendments has been sent to all members at least 10 days 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.

## **Sec. 4. Member Action**

Members may act in the name of the LWVTSC only when authorized to do so by the Board of Directors of the LWVTSC.

# **ARTICLE X**

## **National Convention and Council, State Convention and Council**

### **Sec. 1. National Convention and Council**

At a meeting before the date on which the names of delegates must be sent to the national office, the Board of Directors shall select delegates to the Convention or Council in the number allotted the LWVTSC under the provisions of the Bylaws of the LWVUS.

**Sec. 2. State Convention and Council**

At a meeting before the date on which the names of delegates must be sent to the state office, the Board of Directors shall select delegates to the Convention or Council in the number allotted the LWVTSC under the provisions of the Bylaws of the LWVK.

**ARTICLE XI  
Parliamentary Authority**

**Sec. 1. Parliamentary Authority**

The rules contained in Robert's Rules of Order Newly Revised shall govern the LWVTSC in all cases to which they are applicable and in which they are not inconsistent with the Bylaws.

**ARTICLE XII  
Corporate Status**

**Sec. 1. Corporate Status**

The LWVTSC is a 501(c)(3) Corporation. The LWVTSC is organized and operated as a corporation exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Sec. 2. Limitation of Activities**

Notwithstanding any other provision of the bylaws, the LWVTSC shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of the Internal Revenue Code. No substantial part of the activities of the LWVTSC shall be attempting to influence legislation.

**ARTICLE XIII  
Dissolution**

**Sec. 1. Disposition of Assets Upon Dissolution**

In the event of the merger or dissolution of the LWVTSC for any reason, all money, securities and other property owned or under the absolute control of the LWVTSC shall be distributed at the discretion of the board, or such other person as shall be charged by law with the liquidation or winding up of the LWVTSC 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 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.

**ARTICLE XIV  
Amendments**

**Sec. 1. Amendments**

(a) (1) Except as provided by subsection (b), these Bylaws 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 10 days prior to the meeting.

(2) Amendments shall be effective upon adoption as required by subsection (a).

(b) Nothing in subsection (a) precludes the making of editorial changes to the Bylaws that are technical in nature such as corrections of misspellings and grammatical errors or clarifications, which do not change the substance of the provision.

**History:** Adopted March 1956; Amended: 1967, 1968, 1969, 1972, 1973, 1974 (National Convention), 1975, 1978, 1980, 1982, 1987, 1990, 1995, 2002, 2014, 2015, 2016, 2017, 2018.