

LEAGUE OF WOMEN VOTERS OF MORRISTOWN BYLAWS
Amended and Restated August 2024

ARTICLE I: NAME

Name: The name of this organization shall be the League of Women Voters of Morristown (“LWV Morristown” or this “local League”). It is incorporated as a 501c(4) corporation with the Internal Revenue Service. This local League is an integral part of the League of Women Voters of the United States (“LWVUS”) and the League of Women Voters of New Jersey (“LWVNJ”) (collectively, the “League”).

ARTICLE II: PURPOSE AND POLICIES

2.1 Purpose: The purpose of the LWV Morris Area shall be to promote political responsibility through informed and active participation in government and to act on selected government issues.

2.2 Policies:

A. Non-Partisan Political Policy: The LWV Morristown may take action on local governmental measures and policies in the public interest and in conformity with the principles of the LWVUS and of the LWVNJ. It “shall not support or oppose any political party or any candidate.”

B. Diversity, Equity, and Inclusion Policy. The LWV Morristown is fully committed to ensuring compliance in principle and practice with the LWVUS Diversity, Equity, and Inclusion Policy as stated on its website:

www.lwv.org/league-management/diversity-equity-inclusion/diversity-equity-and-inclusion-policy.

ARTICLE III: MEMBERSHIP

3.1 Eligibility: Any person who subscribes to the purposes and policies of the League shall be eligible for membership.

3.2 Types of Membership:

A. Voting members: **Persons at least 16 years of age** who join the League. All voting members may serve on the Board or program committees.

i. Voting members of the LWV Morristown shall be voting members of this local League, the LWVNJ, and the LWVUS.

ii. Individuals who live within an area of a local League may join that League or any other local League;

League or shall be state members-at-large; and

iv. Those who have been members of the LWVUS, LWVNJ, or any local League combined for fifty (50) years or more shall be honorary life members excused from the payment of dues to all levels of League.

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

ARTICLE IV: BOARD OF DIRECTORS

4.1 Number, Manner of Selection and Term of Office: The Board of Directors shall consist of the officers of the League and directors, elected by the general membership at each Annual Meeting (as defined in Article IX). The total serving elected officers and directors shall serve for a term of two (2) years or until their successors have been elected and qualified.

Notwithstanding the foregoing, **effective as of the 2023 annual meeting**, the Board of Directors shall consist of the officers of the LWV Morristown (as defined in Article V below) and at least nine (9), but no more than fifteen (15), directors. The officers and directors shall collectively be referred to herein as the “Board” or the “Board of Directors.” The voting members shall elect the officers at every other annual meeting (as outlined in Article V below) and at least five (5) directors at each annual meeting. Each elected director shall serve for a term of two (2) membership cycles (i.e., July 1 – June 30) or until their successors have been elected and qualified. The Board may appoint directors, by a majority vote of the Board and in accordance with the League’s procedures, to fill vacancies (as set forth below) or as the Board deems necessary to carry out the League’s work. Appointed directors shall serve until the following annual meeting. The elected directors shall constitute at least sixty percent (60%) of the Board. The officers, elected directors, and appointed directors shall each be referred to herein as a “Director” or a “Board Member.”

4.2 Qualifications: Only voting members of the LWV Morristown shall be elected or appointed or shall continue to serve as Directors.

4.3 Vacancies: Any vacancy occurring on the Board of Directors by reason of resignation, death, or disqualification may be filled, until the next annual meeting, by a majority vote of the remaining members of the Board of Directors. If such an appointment is made in the first year of a two (2)-year term, the Nominating Committee shall, at the next Annual Meeting, include on the slate of officers and directors the name of a candidate to serve the remaining one (1)-year portion of the term. Three (3) consecutive absences from a Board meeting of any member without a valid reason shall be deemed a resignation.

4.4 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 the same, subject to the instructions of the general membership and the direction of the LWVUS and the LWVNJ. It shall plan, direct, and finance the work necessary to carry out the program as adopted by the National Convention, the State Convention, and the Annual Meeting. Each Director must serve on at least one (1) committee of the director's choosing including, among other things, as chair of the selected committee. The Board shall create and designate such

special committees as it may deem necessary.

4.5 Meetings: There shall be at least nine (9) regular meetings of the Board of Directors annually. The (Co-)President(s) may call special meetings of the Board of Directors and shall call special meetings upon the written request of five (5) Board members. Board members may participate in Board meetings by conference call or any other electronic method of communication, provided all persons participating in the meeting are able to communicate with each other.

4.6 Quorum: One half (1/2) of the total Board of Directors plus one (1) shall constitute a quorum.

ARTICLE V: OFFICERS AND DUTIES OF OFFICERS

5.1 Enumeration and Election of Officers: The officers of the LWV Morristown shall be a President or Co-Presidents, a Secretary, and a Treasurer, who shall be elected for terms of two (2) years by the general membership at the Annual Meeting. In the event of the resignation, absence, disability, or death of the President, the Co-President shall possess all the powers and perform all the duties of the office of the President. If there is no Co-President, the Secretary shall fill this position until such time as the Board of Directors shall elect one (1) of its members to fill the vacancy.

5.2 The President or Co-Presidents: The (Co-)President(s) shall preside at all meetings of the organization and of the Board. The (Co-)President(s) may, in the absence or disability of the Treasurer, sign or endorse checks. The (Co-)President(s) shall be, ex-officio, a member of all committees except the Nominating Committee and may nominate the chairs and members of other committees established by the Board, subject to Board approval.

5.3 The Secretary: The Secretary shall keep minutes of all meetings of the Board of Directors, give notice of the time and place of Board meetings, and perform such other duties as may be designated by the Board.

5.4 The Treasurer: The Treasurer shall collect and receive all monies due. The Treasurer shall be the custodian of these monies, and shall deposit them in a bank designated by the Board of Directors, shall disburse the same only upon the order of the Board, shall present monthly statements to the Board at their regular meetings, and an annual report at the Annual Meeting.

ARTICLE VI: COMMITTEES

6.1 Rules of Committees: League work is carried out by committees. Each committee shall fix its own rules governing the conduct of its activities (provided such rules are not inconsistent with the rules promulgated by the Board) and shall provide reports to the Board of its activities upon the Board's request or as required by law. Additional committees may be created with approval from the Board.

6.2 Chairs: Except as outlined in the Special Committees article below, one chair from each

Committee must be a Director. The Chair position may consist of a single chair or co-chairs, which the Board appoints for a term of two (2) years or the remainder of such Director's term.

6.3 *Approved Committees:* Board-approved committees are enumerated below. Additional committees may be created upon Board approval.

- A. Membership
- B. Equity and Social Justice
- C. Voter Services
- D. Communications
- E. Government Issues
- F. Education
- G. Natural Resources and Environment
- H. Women, Gender, and Family Issues
- I. Youth Outreach

ARTICLE VII SPECIAL COMMITTEES

7.1 *Special Committees:* Special committees, as enumerated below, shall be created. The Chairs of the Nominating and Budget Committees shall not be Directors. The Chair of the Bylaws Committee may be either a Director or a non-Director. These committees will be assigned responsibilities by, and shall report to, the Board of Directors on their actions. A. Bylaws

- B. Nominating
- C. Budget

7.2 *Duties of the Special Committees:*

- A. Bylaws Committee
 - i. The Bylaws Committee shall be composed of two (2) or three (3) members selected annually by the Board of Directors at the annual meeting.
 - ii. The Bylaws Committee is responsible for regularly reviewing the LWV Morris Area Bylaws to make certain that meetings and activities are conducted in consonance with the spirit and intent of the Bylaws and to recommend amendments when necessary.
- B. Budget Committee
 - i. The Board of Directors shall appoint a Budget Committee at least one (1) month before the annual meeting. The Budget Committee will be composed of the LWV Morristown (Co) President(s), Treasurer, and any additional voting members. The Treasurer and the officers of the Board shall assist in the preparation of the budget.
 - ii. The Budget Committee shall prepare a proposed budget for the upcoming annual year composed of anticipated revenues and expenditures.
 - iii. The Budget Committee report shall be presented to the officers at least three (3) weeks prior to the scheduled annual meeting and, after approval by the officers, shall be distributed to the membership two (2) weeks prior to the annual meeting.

C. The Nominating Committee shall consist of three (3) members who shall be elected at the annual meeting; one (1) shall be a Director and two (2) non-Directors. The term of office shall be one (1) year. Vacancies shall be filled by appointment by the Board.

ARTICLE VIII: FINANCIAL ADMINISTRATION

8.1 Fiscal Year: The fiscal year of the LWV Morristown shall commence on the first day of July of each year.

8.2 Dues: All members shall pay membership dues except those exempted from paying dues in Article III. Net revenue collected through membership dues will be shared by LWVUS, the member's state League and, if applicable, the member's local League or member-at-large unit. Allocation to LWVUS shall not exceed one-third.

8.3 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.

8.4 Use of Monies: All League monies shall be devoted exclusively to League activities, organization, and education.

8.5 Distribution of Funds on Dissolution: In the event of the dissolution of the LWV Morristown for any cause, all monies and securities, which at the time are owned by or under the absolute control of the LWV Morristown shall be paid to the LWV NJ. 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 LWV Morristown, shall be disposed of to such person, organization, or corporation for such public, charitable, or educational uses and purposes as may be designated by the then Board of Directors of the LWV Morristown.

ARTICLE IX: MEETINGS

9.1 Membership Meetings: There shall be at least two (2) meetings of the membership each year. Time and place shall be determined by the Board of Directors.

9.2 Annual Meeting: The annual meeting of the LWV Morris Area shall be held between April 15 and June 15, the exact date to be determined by the Board of Directors. The Board of Directors may determine if the meeting will be held in person, by conference call, or by any other electronic method of communication, provided all persons participating in the meeting are able to communicate with each other. At the annual meeting, voting members shall:

- A. Approve minutes of the previous annual meeting.

- B. Adopt a local program for the coming year.

- C. Elect officers, directors, and members of the Nominating Committee.

- D. Adopt a budget that will support the program of the LWV Morris Area.

E. Transact such other business as may properly come before it.

9.2 Notice: Written notice of the annual meeting shall be mailed or distributed by the Board of Directors to all members at least two (2) weeks before the date of the meeting and shall include the following:

- A. Minutes of the previous annual meeting.
- B. Proposed local programs.
- C. Proposed Bylaws changes, if any.
- D. Annual reports as directed by the Board.
- E. Nominating Committee report.

9.3 Quorum: Twenty percent (20%) of the then-current membership shall constitute a quorum at all annual meetings.

ARTICLE X: NOMINATIONS AND ELECTIONS

10.1 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 presented to the Board and sent to all members at least two weeks before the annual meeting. When this report is presented at the annual meeting, nominations may be made from the floor by any voting member, provided that the consent of the nominee shall have been secured.

10.2 Elections: Election shall be by ballot, electronic if necessary. When there is a single slate and no nominations from the floor, the Secretary may be instructed to cast a single ballot for the slate. A majority vote of those qualified to vote and voting shall constitute an election. Absentee proxy voting shall not be permitted.

ARTICLE XI: PROGRAM

11.1 Authorization: The Principles adopted by the National Convention of the LWVUS and supported by the League as a whole shall constitute the authorization for the adoption of the Local Program of the LWV Morris Area.

11.2 Program: The program of the LWV Morris Area shall consist of:

- A. Action to implement the principles of the LWVUS;
- B. Action to implement the principles of the LWVNJ; and
- C. Those local governmental issues chosen for concerted study and action.

11.3 Local Program Selection: The membership, at its annual meeting, shall select the program for the following year using the following procedures:

A. The Board of Directors shall consider any recommendations for local programs submitted by the membership at least one (1) month before the annual meeting. B. The proposed program shall be sent to all members at least two (2) weeks before the annual meeting.

C. A majority vote of the voting members present and voting shall be required for the adoption of the proposed program as presented to the annual meeting by the Board of Directors. Recommendations for program items submitted by voting members at least one (1) month prior to the annual meeting but not recommended by the Board of Directors may be considered at the annual meeting, provided that:

- i. The membership at the annual meeting, by a majority vote of those voting members present and voting shall approve consideration of the item, and
- ii. By a majority vote of those voting members present and voting, the proposed program item shall be adopted.

D. changes in the program necessitated by the altered condition may be considered, provided that:

- i. Approval is received from the Board of Directors,
- ii. Information concerning proposed changes has been sent to all members at least two (2) weeks prior to a general meeting at which the proposed change is to be considered, and
- iii. The proposed program change is approved by a majority vote of those voting members present and voting.

11.4 Program Action: Members may act in the name of the LWV Morris Area only when authorized to do so by the Board of Directors of the LWV Morris Area. They may act only in conformity with, and not contrary to, a position taken by the LWV Morris Area, the LWV NJ, and the LWV US.

ARTICLE XII: NATIONAL, STATE, and COUNTY CONVENTIONS

12.1 National Conventions: The Board of Directors shall select delegates to the Convention of the LWV US as provided by the LWV US.

12.2 State Convention and/or Council: The Board of Directors shall select delegates to the Convention and/or Council of the LWV NJ as provided by the LWV NJ.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Parliamentary Authority: the rules contained in the most recent edition of *Roberts' Rules of Order* shall govern the organization in all cases to which they are applicable and when they are not inconsistent with these bylaws.

ARTICLE XIV: AMENDMENTS

14.1 Amendments: These Bylaws may be amended and or/ amended and restated by a two-thirds (2/3) vote of the members present and voting at the annual meeting, provided the amendments were submitted to the membership in writing at least two (2) weeks in advance of the meeting.

14.2 History of Amendments: Ratified amendments shall be enumerated below. The following are ratified amendments:

AUGUST 2024:

4.1 Deletion: *these positions may be filled by a single person and/or by two (2) co-officers and co-directors.* This is presented in more detail in 4.1 Paragraph 2.

4.4 Addition: *Except as outlined in the Special Committees article below, one chair from each Committee must be a Director.*

5.1 Deletion: that officers shall be elected in odd or even years.

5.3 Deletion: *including filling the President's position as enumerated in section 5.1.* This is already stated in section 5.1

6.2 Addition: *...one chair from each Committee must be a Director (Board clarified in by-laws that when there are Co-Chairs of a Committee, only one must be a Director.)*

MAY 2024: Membership and dues clauses were adjusted to match the LWVUS new League pay-what-you-can membership model. Dues are collected by LWVUS with portions distributed to state and local Leagues. Per Member Payments are no longer required.

MAY 2023: The maximum number of Board directors was raised to 15. Directors can be at-large and no longer have to serve as a Committee chair; however, they must serve on a Committee. Description of Committees were removed and are to be considered policies rather than bylaws. The list of Board committees was changed slightly: the Government and Area Planning committees were merged into one committee and a new committee, Youth Outreach, was added.

Non-Board committees were incorrectly stated as Ad Hoc and Standing committees. They are now more accurately called "Special Committees," and include Bylaws and Budget. Nominating was redefined as a Standing Committee as it operates throughout the year. Fair Districts, VOTE411, Community Outreach, and Book Group were removed from the bylaws as they are

non-working committees.

A section was added to Amendments to include a historical record of amendments.

JUNE 2021: DEI clause was added exactly matching the description in the LWVUS bylaws.

Number of Board directors was raised from a maximum of 8 to 9.

Equity and Social Justice Committee was added with a description. Women and Family Issues Committee was retitled as Women, Gender and Family Issues.

Dues table with a list of different membership levels was added. Bridge Membership level was added - members paying dues the 2nd half of the year pay ½ annual dues.

AUGUST 2024: Board clarified in by-laws that when there are Co-Chairs of a Committee, only one must be a Director. (section 6.2)