

# **LEAGUE OF WOMEN VOTERS OF SAINT LOUIS PARK**

## **BYLAWS**

**As adopted by the 2014 Convention.  
Amended 2016 per the direction of LWVUS**

### **ARTICLE I: SUBSIDIARY ORGANIZATION**

The name of this organization shall be the League of Women Voters of St. Louis Park, LLC, hereinafter referred to in these bylaws as the Local League. This local League is a wholly-owned subsidiary of League of Women Voters of Minnesota Education fund, a Minnesota nonprofit corporation described in Section 501(c)(3) of the Internal Revenue Code, d/b/a League of Women Voters of Minnesota.

### **ARTICLE II: PURPOSES AND POLICY**

Section 2.1 Purposes. The purpose of the League of Women Voters of St. Louis Park, LLC are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2.2 Political Policy. The League shall not support or oppose any political party or any candidate.

### **ARTICLE III: LOCAL MEMBERSHIP**

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

Section 2.1 Local Membership. Local Members shall not be deemed to be "Members" within the meaning of the Minnesota Limited Liability Company Act, but shall have all of the rights and privileges set forth in these Bylaws.

#### Section 2. Types of Membership

- a. Voting Members. Persons of 16 years of age who join the League shall be voting Members of local Leagues, state Leagues and of the LWVUS; (1) individuals 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 honorary life Members excused from the payment of dues.
- b. Associate Members. All others who join the League shall be associate Members.

Section 3.3 Rights of Members. Voting Members shall have the right to attend, participate in and vote at all meetings of the Local Members. Voting Members are also eligible to serve on the Board of this Local League, officers of this Local League and as delegates to the Convention, Council and similar meetings of the League of Women Voters of Minnesota.

Section 3.4 Term of Membership. The term of membership shall be one year.

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Section 3.5 Resignation. A Member may resign at any time. The resignation of a Member does not relieve the Member from any obligations the Members may have to this Local League for membership dues, assessments, etc.

Section 3.6 Termination of Membership. The Board may terminate the membership of any person who fails to comply with the conditions of membership as established by the Board.

Section 3.7 Acceptance of Membership. A person shall not be deemed to be a Member of the Local League unless and until the person has been accepted as a Member in accordance with policies and procedures established by the Board.

### **ARTICLE IV. MEETINGS OF LOCAL MEMBERS**

Section 4.1 Annual Meetings. The Board shall cause a meeting of the Members to be held on an annual basis for the transaction of such business as may come before the meeting. The President and Treasurer shall also report at the annual meeting on the activities and financial condition of this Local League. Such annual meeting shall be held on a date, time and place agreed to by the Board and convenient to the Members of the Local League.

Section 4.2 Special Meetings. Special meetings of the Members may be called for any purpose or purposes at any time by: the President, the Board, or ten percent (10%) of the Members. Special meetings shall be held on the date and at a place convenient to the Members of the Local League, fixed by the President or the Board.

Section 4.3 Notice. Notice of all meetings of Members shall be given to every Member, except where the meeting is an adjourned meetings and the date, time and place of the meeting were announced at the time of adjournment. The notice shall contain the date, time and place of the meeting and be given at least ten (10) days before the date of the meeting and not more than ninety (90) days before the date of the meeting. In the case of a special meeting, the notice shall contain a statement of the purposes of the meeting. The notice may also contain any other information deemed necessary or desirable by the Board or by any other person or persons calling the meeting. Notice may be sent by United States Mail or by a form of electronic communication consented to by the Member to whom the notice is given.

Section 4.4 Quorum. The presence of ten percent (10%) of the Members shall constitute a quorum for the transaction of business at any meeting of the Members.

Section 4.5 Manner of Acting. The Members shall take action by the affirmative vote of a majority of the Members present. Proxy voting is not allowed.

Section 4.6 Voting Rights. Each Members shall have one (1) vote on each matter to be voted on by the Members.

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## **ARTICLE V: BOARD**

Section 5.1 General Powers. The affairs of the Local League shall be governed by or under the direction of its Board.

Section 5.2 Number, Manner of Selection, Term of Office. The Board of Directors shall consist of the officers of the League, elected Directors and not more than the same number of appointed Directors. One half of elected Directors 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 appoint the additional Directors, as they deem necessary. The terms of office of the appointed Directors shall be one year and shall expire at the conclusion of the next Annual Meeting.

Section 3. Qualifications. 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 League of Women Voters of St. Louis Park.

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 of the 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 convention, and state convention, and the Annual Meeting. The Board shall create and designate such special committees as it may deem necessary.

Section 5.6 Compensation. No person shall receive compensation for serving on the Board. In addition, a Member of the Board may be reimbursed for reasonable out-of-pocket expenses incurred by the Member in rendering services to this Local League, as the Board from time to time.

Section 5.7 Committees of the Board. The Board may establish committees of the Board and determine the number and the identity of the persons to serve on such committees. Committee members must be natural person, but need not be members of the Board. Unless otherwise determined by the Board, all committees shall make recommendations to the Board and shall not have the authority to act on behalf of the Board.

## **ARTICLE VI: MEETINGS OF THE BOARD**

Section 6.1 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.

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Section 6.2 Quorum. A quorum of the members of the Board of Directors shall constitute a quorum.

### **ARTICLE VII: AMENDMENTS**

Section 7.1. Amendments. These Bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided that the amendments were submitted to the membership in writing at least one month in advance of the meeting. Any proposed amendment of these Bylaws also requires the approval of the Board of the League of Women Voters Minnesota.

Section 7.2. Bylaws Committee. A Bylaws Committee shall be appointed by the Board of Directors at least 2 months prior to the Annual Meeting to review and recommend changes in the Bylaws. A Bylaws Committee shall be appointed no less than once every two years. The Committee will consist of 3 members, one of whom shall be a member of the Board. The board member shall not serve as chair.

### **HISTORICAL NOTE**

Previous Bylaws were approved on the following schedule.

As adopted by the 1954 Convention and as amended by the 1958, 1960, 1961, 1966-67, 1968, 1969, 1971, 1972, 1973, 1975, 1979, 1980, 1982, 1984, 1985, 1987, 1988, 1990, 1991, 1995, 1996, 1998, 2000, 2002, 2003, 2006, 2008, 2010, 2012, 2016 conventions.