

# Restated Bylaws of LWVMpls, Inc. (Education)

May, 2020

**Resources:** LWVUS, LWVMN and LWVMpls Advocacy Fund Bylaws.

Amendments previously adopted: Inserted Annual Meeting for City Convention (LWVMpls June 4, 2013) Membership eligibility: 16 years old, removed "citizen" (LWVUS June 16, 2016 ).

## **ARTICLE I, II**

No changes

## **ARTICLE III**

Section 2 Types of Membership

- a. Voting members. Moved Household members to Policies and Procedures.  
Added Voting members also voting members of LWVMN and LWVUS.

## **ARTICLE IV**

Section 5 Meetings

Special Meetings. Added electronic request.

- a. Remote participation. If a member of the Board cannot attend a meeting in person, the Board may permit such members to participate in the meeting by telephone or other electronic means. Any Board members participating in a meeting by telephone or other electronic means will be counted in determining whether a quorum is present for transacting business.

Section 8 Paid Staff. Paid staff may be hired by the Board and serves at the will of the Board; and may be tasked for day-to-day management of the financial, administrative and program operations of LWVMpls under the direction of the Board; and perform such other duties as the Board may prescribe. Paid staff shall be ex officio, non-voting members of the Board and all LWVMpls committees upon which they are invited to serve.

*(Executive Director eliminated.)*

Section 9 Committees. Committees, standing or special, will be established by the Board of Directors as deemed necessary. Persons who are not members of LWVMpls and who can provide expertise needed by the committee may be appointed to any committee by the President or by a majority vote of the Board. The nonmember serving on a committee has the right to vote on the committee only.

Moved Personnel Committee members to Policies and Procedures.

Section 10 Conflict of Interest. The Conflict of Interest Policy shall be reviewed at the first meeting of the duly elected Board of Directors. Each Board Member shall submit a signed Disclosure of Interest Statement to declare wither having none or disclosing any relationship, interest, or situations involving them or a family member that might result in, or appear to be, an actual or potential conflict of interest with the work of LWVMpls.

## **ARTICLE V**

Officers. ...a Secretary and a Treasurer each of whom shall be elected for a term of two years. *(Staggered terms eliminated.)*

Section 4 Secretary....and shall perform such other functions as may be incident to the office. ...shall have a copy of these Bylaws and the Policies and Procedures available at all meetings. The Secretary will prepare and present to the Board such reports as the Board may request.

Section 5 Treasurer. Treasurer oversees financial processes, performed by duly appointed staff representatives, for receipt, custodianship, deposit and approved disbursement of funds. The President, Treasurer, and one other person (*Executive Director eliminated*) shall be authorized to make withdrawals from the accounts residing at the bank designated by the Board.

## **ARTICLE VI**

### Financial Administration

Section 1 Fiscal Year and Membership Year. Both the fiscal year and membership year of the LWVMpls begin on July 1 and end on June 30 of each year.

Section 3 (*Replacing Sec. 4 Dues*) Financial Support. Financial support to LWVMpls through contributions, grants and dues provides for the per member payment (PMP) assessments from LWVMN and LWVUS in addition to the budgeting needs of LWVMpls. The membership year is from July 1 to June 30. Dues categories shall be determined by the Board of Directors upon recommendation of the Membership Committee and approval by the Board.

Section 4 Budget. The Chair of the Budget Committee or their designate shall submit the budget to the Annual Meeting for approval by three-fifths of the voting members for adoption.

Section 5 The Distribution of Funds on Dissolution. In the event of dissolution of LWVMpls, all moneys, securities, and property, real, personal or mixed, which LWVMpls has acquired by gift, bequest or otherwise, as well as all unexpended income from said moneys and property, and any other funds that may be owned or under the control or LWVMpls, shall be disposed of to such person, organization, or corporation for such public, charitable or educational uses and purposes as the Board in its absolute discretion may designate. (*Transferred from LWVMpls Advocacy Bylaws*)

## **ARTICLE VII**

### Membership Meetings

Section 1 All meetings of voting members may be held on a day and time as the Board shall determine. If the Board deems it necessary or prudent, the Board may determine that such meetings may be held solely by means of remote or electronic platforms.

Section 4 Quorum. Ten percent (10%) of the total voting membership shall constitute a quorum at all membership meetings of LWVMpls. (*Replaces five percent.*)

## **ARTICLE VIII**

### Nominations and Elections

Section 1 b. The name and contact information of the chair of the Nominating Committee will be sent to all members by electronic means so as to request from the members suggestions for nominations for offices to be filled.

Section 3 The election shall be by ballot or voice vote (*added*).

**ARTICLE IX**

Program

Section 3 Procedures

The Board of Directors shall consider, prior to the Annual Meeting (*deleted two month*) recommendations sent in by the voting members and shall formulate a Proposed Program.

a. Voting shall be as follows:

- 1. Those proposals that have been considered by the Board and recommended prior to the Annual Meeting may be approved by a majority of members voting at the Annual Meeting.
- 2. Those proposals that have not been recommended by the Board prior to the Annual Meeting shall require a three-fifths vote for approval.
- 3. Those proposals that are presented from the floor without prior consideration by the Board at the Annual Meeting shall require a three-fifths vote for approval.

b. Adjustments to Program

- 1. Changes to the Program adopted at the Annual Meeting may be made by the Board of Directors after being presented at one Board Meeting, disseminated to the membership for comment, and approved by majority vote at a following Board Meeting.
- 2. The Board of Directors may in special circumstances initiate by majority vote for a new study or update for members consensus or concurrence in order to formulate a timely Position on which to act, provided such action is presented at one Board Meeting disseminated to the membership for comment and approved by majority vote at a subsequent Board Meeting.
- 3. If the Board determines that a Position needs revision before the next Annual Meeting, the Board may vote to approve a new or revised Position. The membership will then be notified and provided with the background information and will vote to accept or reject the concurrence statement. A minimum of three weeks notice is required between member notice and final vote, which may be electronic or written.
- 4. Quorum. A quorum for consensus or concurrence decisions shall be determined by a two-thirds affirmative vote of a minimum of ten percent of the current membership.

**ARTICLE X**

Delegates (*Transferred from LWVMpls Advocacy Bylaws*)

**ARTICLE XI**

Indemnification and Insurance (*Transferred from LWVMpls Advocacy Bylaws*)

A copy of the original bylaws: Restated Bylaws of League of Women Voters of Minneapolis, Inc. can be found at.....