

**The LEAGUE OF WOMEN VOTERS
OF SOUTH HAMPTON ROADS
BYLAWS**

ARTICLE I. Name. The name of this organization shall be the League of Women Voters of South Hampton Roads, hereinafter referred to in these bylaws as LWVSHR or as the League. The local League is an integral part of the League of Women Voters of the United States (LWVUS) and of the League of Women Voters of Virginia (LWV-VA).

ARTICLE II. Purposes and Policies.

Section 1. Purposes. The purposes of the LWVSHR shall be to promote political responsibility through informed and active participation in government, and to act on selected governmental issues.

Section 2. Policies.

- A. **Political Policy.** The League shall not support or oppose any political party or candidate.
- B. **Diversity, Equity, and Inclusion Policy.** The League is fully committed to ensure compliance – in principle and in practice – with the Diversity, Equity, and Inclusion Policy of LWVUS.

ARTICLE III. Membership.

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

Section 2. Types of Membership. The membership of the LWVSHR shall be composed of voting members and associate members.

- A. Voting members. Persons at least 16 years of age who join the League shall be voting members of local Leagues, state Leagues, and the national League;
 - 1) Those 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; and
 - 3) Those who have been members of the League for 50 years or more shall be life members excused from the payment of dues, while retaining all rights and duties of voting members.
 - 4) Those who are students are defined as individuals enrolled either as full or part time with an accredited institution
- B. Associate members. All other members.

ARTICLE IV. Officers.

Section 1. Enumeration and Election of Officers. The Officers of the LWVSHR shall be a president or co-presidents, a first vice-president, a second vice-president, a secretary, and a treasurer, who shall be elected by the general membership at the annual meeting for

terms of two years or until their successors are elected. Any reference to president in these bylaws also includes co-presidents whenever co-presidents are elected. The term of office shall begin on July 1. The president and first vice-president shall be elected in odd-numbered years. The second vice-president, secretary, and treasurer shall be elected in even-numbered years.

Section 2. President. The president shall preside at all meetings of the organization 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 an ex-officio member of all committees except the nominating committee and 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 of Directors.

Section 3. Vice-Presidents. The vice-presidents shall perform such duties as the president and the board may designate. In the event of the absence, disability, resignation, or death of the president, the two vice-presidents, in the order of their rank, shall succeed to the office of president.

Section 4. Secretary. The secretary shall keep minutes of all business meetings of the League and of all meetings of the Board of Directors. The secretary shall sign, with the president all contracts and other instruments when so authorized by the board and shall perform such other functions as may be incident to the office.

Section 5. Treasurer. The treasurer shall collect and receive all monies due. The treasurer shall be the custodian of these monies, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the board. The treasurer shall present statements to the board at their regular meetings and an annual report to the annual meeting. The treasurer shall also timely perform all legal and fiscal obligations. The books of the treasurer shall be reviewed annually by three members designated by the board; and the review shall be presented to the board at a regular meeting for approval of the membership no later than the winter general meeting.

ARTICLE V. Board of Directors.

Section 1. Number, Function, and Manner of Selection.

- A. The board of directors shall function as a Leadership Team consisting of the officers of the League, six elected directors, and not more than six appointed directors. Three 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. The term of office shall begin on July 1.
- B. The elected members shall appoint such additional directors, not exceeding six, as they deem necessary to carry on the work of the League. The term of office of the appointed directors shall be one year and shall expire at the conclusion of the next fiscal year.
- C. Each standing committee shall be chaired by an officer or director.
- D. Absence without valid reason from three consecutive meetings of the board of

directors shall be deemed a resignation from the board of directors.

Section 2. Qualification. No person shall be elected or appointed as an officer or director, or shall continue in office, unless that person is an active member of the LWVSHR.

Section 3. Vacancies.

- A. A vacancy occurring in the board of directors by reason of the resignation, death or disqualification of an officer or an elected member of the board of directors may be filled, until the next annual meeting, by a majority vote of the remaining members of the board of directors. A vacancy occurring by similar reason of an appointed member of the board of directors may be filled by a majority vote of the remaining members of the board of directors.
- B. At that annual meeting, the nominating committee shall submit a nomination to fill the unexpired term of the vacancy of the officer or elected director.

Section 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. 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 standing and special committees as it may deem necessary. The consent of the board of directors and the signatures of two officers designated by the board, one of whom should be the treasurer, shall be necessary to endorse, transfer, and deliver any certificate of stock, bond, or certificate of deposit in the name of the LWVSHR.

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 five members of the board. All meetings of the board are open to all members of the LWVSHR.

Section 6. Quorum. A majority of the members of the board of directors shall constitute a quorum.

Section 7. Electronic Meetings.

- A. The board of directors is authorized to meet by use of electronic devices or equipment provided that the attendees can communicate with each other at the same time.
- B. Participation at any meeting of the board of directors through the means of electronic communication shall be at the discretion of the president and shall constitute attendance at the meeting.

ARTICLE VI. Financial Administration.

Section 1. Fiscal Year. The fiscal year of the LWVSHR shall commence on the first day of July of each year.

Section 2. Dues. LWVSHR members shall pay dues in accordance with the LWVUS policy.

Section 3. Budget. The budget for the ensuing year 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 three months before the annual meeting to prepare a budget for the ensuing year, and a proposed budget shall be sent to all members at least one month before the date of the annual meeting. The treasurer shall be a member of the committee but shall not serve as chair.

Section 5. Distribution of Funds and Property upon Dissolution. In the event of dissolution of the LWVSHR, all moneys and securities which may at that time be owned by, or under the control of, the LWVSHR shall be transferred to the League of Women Voters of Virginia. All other property of whatsoever nature, whether real, personal, or mixed, that may at the time be owned by, or under the control of the LWVSHR, shall be contributed to such person, organization, or corporation for such public, charitable, or educational uses and purposes as may be designated by the board of directors the LWVSHR.

ARTICLE VII. Meetings.

Section 1. Membership Meetings. There shall be at least four meetings of the membership each year, one of which shall be the annual meeting. Time and place shall be determined by the board of directors.

Section 2. Annual Meeting. An annual meeting shall be held in the spring, the exact date to be determined by the board of directors. The annual meeting shall do the following:

- A. Adopt a local program for the ensuing year;
- B. Elect officers, directors, and the chair and two members of the nominating committee;
- C. Adopt a budget;
- D. Determine annual dues;
- E. Transact such other business as may properly come before it.

Section 3. Quorum. Fifteen members, including at least two officers, shall constitute a quorum.

Section 4. Electronic Meetings. Regular, general, annual, special, board and committee meetings may be held electronically, virtually, or telephonically as an alternative to in-person meetings, or as a hybrid meeting, at the discretion of the unit, the board, the committee chair or the president respectively.

ARTICLE VIII. Nominations and Elections.

Section 1. Nominating Committee.

- A. The nominating committee shall consist of five members: the chair and two members, none of whom are currently serving on the board of directors, shall be elected at the annual meeting; and two members shall be appointed by the board of directors from its membership at its first meeting following the annual meeting.
- B. Any voting member may submit suggestions for nominations to the committee for consideration.
- C. The board of directors shall fill a vacancy.

Section 2. Report of Nominating Committee and Nominations from the Floor. The report of nominations for officers, directors, and the members of the succeeding nominating committee, shall be sent to all members at least one month 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 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. Elections shall be by ballot, provided that when there is only one nominee for an office, the election may be by voice vote, show of hands, or standing vote. A majority vote of those qualified to vote and voting shall constitute an election to office. Absentee and proxy voting shall not be permitted.

ARTICLE IX. Program.

Section 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.

Section 2. Program. The program of the LWVSHR shall consist of:

- A. Action to protect the right to vote of every citizen by implementing the principles of the LWVUS and LWV-VA.
- B. Those local governmental issues chosen for concerted study and action by a majority of those present and voting at the annual meeting.

Section 3. Proposed Program.

- A. Recommendations received from voting members at least two months prior to the annual meeting shall be considered by the board of directors as they formulate a proposed program.
- B. The proposed program shall be sent to all members at least one month before the annual meeting.
- C. A majority vote of the members present and voting at the annual meeting shall be

required for adoption of the subjects in the proposed program as presented to the annual meeting by the board of directors.

- D. A recommendation for program submitted by a voting member at least two months prior to the annual meeting but not recommended by the board of directors may be considered by the annual meeting provided that:
 - 1. the annual meeting shall order consideration by a majority vote, and
 - 2. the annual meeting shall adopt the item by a two-thirds vote of the members present.
- E. Changes in the program adopted at the annual meeting may be made at a general membership meeting, provided that information concerning the proposed changes has been sent to all members at least two weeks prior to the general membership meeting.

Section 4. Member Action. A member may act in the name of the LWVSHR only when authorized to do so by the president or the board of directors.

ARTICLE X. National and State Conventions and State Council.

Section 1. National Convention. The membership or board of directors, at a meeting before the date on which the names of delegates must be sent to the national office, shall select delegates to that convention in the number allotted the LWVSHR under the provisions of the bylaws of the League of Women Voters of the United States.

Section 2. State Convention. The membership or board of directors, at 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 LWVSHR under the provisions of the bylaws of the League of Women Voters of Virginia.

ARTICLE XI. Parliamentary Authority. The rules contained in *Robert's Rules of Order, Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII. Amendments. These bylaws may be amended by a two-thirds vote of the members present and voting at the annual meeting, provided the amendments were submitted in writing to the board and sent to the membership at least one month before the annual meeting.

Amended:

June 8, 2013; June 2, 2016; June 23, 2016: Amended by Board to conform to LWVUS;
May 20, 2023.

May 31, 2025:

1. Preamble, DEI statement, transfer as policy to conform to LWVUS
2. Art. I, Name, amend to abbreviate subsequent references
3. Art. II, Purposes and Policies, add Sec. 2, Diversity, Equity, and Inclusion Policy to conform to LWVUS
4. Art. III, Sec. 2, Types of Membership, add Sub-Sec. 4, define student as recommended by LWVUS
5. Art. IV, Officers, Sec. 1, Enumeration and Election of Officers, define office of president to include co-presidents whenever elected and strike repetition throughout document
6. Art. IV, Officers, Sec. 5, Treasurer, clarify annual financial review
7. Art. V, Board of Directors, Sec. 1, add function as Leadership Team for focus and flexibility
8. Art. V, Board of Directors, Sec. 2, Qualification, conform to LWVUS definition of “active member” as current on dues
9. Art. V, Board of Directors, Sec. 7, Electronic Meetings, Sub-Section A, simplify wording of communication requirement
10. Art. V, Board of Directors, Sec. 7, Electronic Meetings, strike Sub-Section C on specified recordation process
11. Art. VI, Financial Administration, Sec. 2, Dues, amend to conform to the national financial restructure of LWVUS per Transformation adopted at LWVUS 2023 Convention
12. Art. VII, Meetings, Sec. 4, Electronic Meetings, strike specified notice requirement as redundant to notice required by parliamentary authority in Art. XI
13. Art. IX, Program, Sec. 2, Program, Sub-section A, add implementation of principles of LWV-VA to those of LWVUS
14. Art. IX, Program, Sec. 4, Member Action, add authority to president to name members to act on behalf of the League in addition to the board
15. Art. XII, Amendments, clarify that written submission of proposals is required to the board so that notice to the membership is accomplished at least one month before the annual meeting