

Bylaws of the League of Women Voters of Evanston

ARTICLE I — NAME

Sec. 1. Name. The Name of this organization shall be the League of Women Voters of Evanston, hereinafter referred to in these bylaws as the LWVE. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to as LWVUS; the League of Women Voters of Illinois, hereinafter referred to as LWVIL; the League of Women Voters Cook County, hereinafter referred to as LWVCC; the League of Women Voters of Lake Michigan Region, hereinafter referred to as LWVLMR; and the League of Women Voters of Upper Mississippi River Region, hereinafter referred to as LWVUMRR.

ARTICLE II – PURPOSES AND POLICIES

Sec. 1. Purposes. The purposes of the LWVE are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. Sec. 2. Policies. The policies of the LWVE are:

- a. Political Policy. The LWVE shall not support or oppose any political party or any candidate.
- b. Diversity, Equity, and Inclusion Policy. The LWVE is fully committed to ensure compliance – in principle and in practice – with the LWVUS’ Diversity, Equity and Inclusion Policy.

Sec. 3. Nondiscrimination. The LWVE shall not discriminate against any person or group of persons on the basis of race, ethnicity, culture, language, national origin, age, disability, gender, sexual orientation, gender expression, education, religion, faith, socioeconomic status or lived experience.

Sec. 4. Tax Exempt Status. The LWVE is organized and operated exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the LWVE shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the activities of the LWVE shall be direct lobbying to legislators or government officials or grassroots lobbying to the public that reflects a league endorsed view on specific legislation.

ARTICLE III – MEMBERSHIP

Sec. 1. Eligibility. Any person who subscribes to the purpose and policy of the League shall be eligible for membership (hereinafter referred to as a “member”).

Sec. 2. Types of Membership.

- a. Voting Members. Persons at least 16 years of age who join the LWVE shall be voting members of the LWVE, the LWVIL, the LWVUS and the membership ILO’s:

- (1) Those who live within an area of a local League may join that League or any other League;
- (2) Those who have been members of the LWVUS for 50 years or more shall be life members, and shall be excused from the payment of dues; and
- (3) Those who are students are defined as individuals enrolled either as full or part time with an accredited institution.

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

ARTICLE IV – OFFICERS

Sec. 1. Enumeration and Election of Officers. The officers of the LWVE shall be a President or Co-Presidents, between one and three Vice President(s), a Secretary, and a Treasurer. Officers shall be elected for terms of two years with staggered terms, effective in 2024-2025. Officers will be approved by the voting membership at the Annual Meeting and shall take office at the commencement of the fiscal year. The President and Secretary will be elected in even years, and the Vice President(s) and Treasurer will be elected in odd number years.

Sec. 2. President.

a. The President shall preside at all meetings of the organization and 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. The President shall have such usual powers of supervision and management as may pertain to the office of President.

b. The President shall appoint League members as Directors of the Board, in addition to the elected members, as may be necessary to carry on the work of the League, so long as the total number of appointed directors does not exceed one third of the total membership of the Board of Directors. Such appointments are subject to approval by the Board of Directors.

Sec. 3. Vice President. The Vice Presidents(s) shall perform such duties as the President and the Board of Directors may designate. In the event of the absence of the President, a Vice President designated by the President shall serve as Acting President; or if the President fails to act or is incapacitated, the Board of Directors shall designate a Vice President to serve as Acting President.

Sec. 4. Secretary. The Secretary shall keep minutes of all business meetings of the League and of the Board of Directors. The Secretary shall perform such other functions as the President and the Board may designate.

Sec. 5. Treasurer. The Treasurer shall receive all money due and shall be custodian of all monies. The Treasurer shall deposit them in financial institutions designated by the Board of Directors

and shall disburse the funds of the LWVE in accordance with budgeted expense items. The Treasurer shall present monthly statements of revenue and expenses and bank balances to the Board of Directors at its regular meetings and a financial report to the Annual Meeting that includes year to date revenue and expenses compared with the budget and a proposed budget for the coming year. The Treasurer shall perform such other functions as the President and the Board of Directors may designate.

ARTICLE V – BOARD OF DIRECTORS

Sec. 1. Number. Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, the elected Directors and the appointed Directors.

a. Elected Directors. There shall be no more than twelve elected Directors. Directors shall be elected by the general membership at the Annual Meeting from among the voting members and shall take office on July 1 concurrent with the fiscal year. They will serve a term of two years or until their successors have been elected. Half of the elected Directors will be elected in even years and half will be elected in odd years.

b. Appointed Directors. The President, with the approval of the Board of Directors, shall appoint such additional Directors as the President deems necessary to carry on the work of the League. Appointed Directors shall serve for a term of one year and may continue to serve until a successor has been appointed. The number of appointed Directors shall not exceed one third of the total Board of Directors membership.

Sec. 2. Qualifications. Only voting members of the LWVE shall be elected or appointed or shall continue as an Officer or Director of this organization.

Sec. 3. Vacancies.

a. Any vacancy occurring on the Board of Directors by reason of resignation, death or disqualification of an elected member, except that of President, shall be referred to the Nominating Committee for recommendation. After considering such recommendation, the President shall fill the vacancy, subject to the approval of the Board of Directors, for the remainder of the term. Two consecutive absences from Board meetings without a valid reason shall be deemed a resignation.

b. In the event of a total vacancy in the office of President, the Nominating Committee shall present its recommendation to the Board of Directors, which shall fill the vacancy for the remainder of the term by a vote of the remaining members of the Board of Directors. If there are Co-Presidents and one resigns, the Board may appoint the remaining Co-President as President, or based upon a recommendation of the Nominating Committee, may appoint another Co-President to serve for the remainder of the term.

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. It shall plan and direct the work necessary to carry out the program as adopted by the Annual Meeting, the LWVUS Convention, the LWVIL Convention, and the LWVCC Convention. The Board of Directors shall create or designate such special committees as it may deem necessary.

Sec. 5. Meetings. There shall be at least six 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 of Directors. Board meetings are open to all League members, except that the President may also call a portion of the meeting into executive session, at which time only elected and appointed members of the Board of Directors are present.

Sec. 6. Quorum. A majority of the members of the Board of Directors shall constitute a quorum at meetings of the Board of Directors.

ARTICLE VI – FINANCIAL ADMINISTRATION

Sec. 1. Fiscal Year. The fiscal year of the LWVE shall be from July 1 to June 30 of each year.

Sec. 2. Annual Dues. Annual dues shall be set by the Board of Directors, subject to the approval of a majority of the members present and voting at a general membership meeting or at the Annual Meeting.

a. Any proposed dues change must be submitted (either electronically or by U.S. Postal Service) by the Board of Directors to the membership in writing at least ten days preceding the meeting at which action is to be taken.

b. When two members reside at the same address in a common household, the dues shall be equal to one and one-half times the dues of a single member.

Sec. 3. Budget Committee.

a. A Budget Committee shall be appointed by the Board of Directors at least two months prior to the Annual Meeting to prepare a budget for the LWVE in the ensuing year. The proposed budget shall be approved by the Board and then sent (either electronically or by U.S. Postal Service) to all members at least ten days before the Annual Meeting.

b. The Treasurer shall not be eligible to serve as chairperson of the Budget Committee.

Sec. 4. Review of Treasurer's Accounts. An annual financial review may be made of the Treasurer's accounts at the discretion of the Board of Directors following the close of the books. This review shall be consistent with established League guidelines, and approved by the Board of Directors. A special financial review may be required at the discretion of the Board of Directors.

Sec. 5. Transactions with Interested Persons. Within 120 days after the end of the LWVE's fiscal year, the Board of Directors shall send to the members a report, of any transaction in which the LWVE was a party and in which any officer or director of the League had a direct or indirect material financial interest.

Sec. 6. Endorsement of Documents and Contracts. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the League by any contract or engagement or to pledge its credit or to render it liable for any purpose or amount.

Sec. 7. Distribution of Funds on Dissolution. In the event of the merger or dissolution of the LWVE for any reason, all money and securities or other property of whatsoever nature which at the time are owned or under the absolute control of the League shall be distributed at the discretion of the Board of Directors, or such other persons as shall be charged by law with the liquidation or winding up of the LWVE 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 the organizations are then in existence or exempt under those tax provisions, then, at the discretion of the Board of Directors, 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 VII – Conflicts or Duality of Interest

Sec. 1. Purpose. The purpose of a conflict-of-interest policy is to protect the LWVE's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, or committee member of the League. The Board of Directors of the LWVE shall adopt a conflict-of-interest policy or make revisions as needed. The conflict-of-interest policy shall require that

each director, officer and any committee chairpersons with powers delegated by the Board of Directors shall annually sign a conflict-of-interest statement consistent with the terms of the conflict-of-interest policy then in effect.

ARTICLE VIII – MEETINGS

Sec. 1. Membership Meetings. There shall be at least one meeting of the general membership each year, the time and place to be determined by the Board of Directors. The general membership meeting may be the Annual Meeting. At the discretion of the Board of Directors, this meeting, as well as any other LWVE business meetings including Board of Directors meetings, may be conducted through the use of available Internet meeting services.

Sec. 2 Special Meetings. Special meetings of the membership may be called by the Board of Directors or by a written petition of ten voting members, the object of the meeting to be stated in the petition.

Sec. 3. Annual Meeting. The Annual Meeting shall be held in April or May, the exact date to be determined by the Board of Directors. In exceptional cases, the Board of Directors has the discretion to select a different month for the Annual Meeting. The Annual Meeting shall: a) adopt a local program; b) elect officers, Directors and members of the nominating committee; c) adopt bylaws; d) adopt a budget; and e) transact such other business as may properly come before it.

Sec. 4. Quorum. A quorum for the Annual Meeting and any general membership meeting where LWVE business is transacted shall consist of ten percent (10%) of the voting members.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Sec. 1 Nominating Committee. A Nominating Committee shall recommend nominations for all elected positions on the Board of Directors and the Chairperson of the successor Nominating Committee. Suggestions for nominations for Officers and Directors may be sent to this committee by any voting member.

Sec. 2. Nominating Committee, Composition and Manner of Selection. The Nominating Committee shall be composed of a chairperson and two members with terms of two years. The Chairperson and one member, who shall not be members of the Board of Directors, shall be elected at the Annual Meeting in even numbered years. At the first meeting of the Board of Directors after the Annual Meeting, the President shall appoint, subject to the approval of the Board of Directors, one member of the Board of Directors to serve on the Nominating Committee. To this committee shall be entrusted all business relating to nominations and election. The Board of Directors shall fill any vacancy on the Nominating Committee.

Sec. 3. Report of the Nominating Committee. The report of the Nominating Committee of its nominations for Officers, Directors, and members of the succeeding Nominating Committee shall be sent (either electronically or by U.S. Postal Service) to all members at least ten days before the date of the Annual Meeting. Immediately following the presentation of this report at the Annual Meeting, nominations may be made from the floor by any voting member, provided the consent of the nominee shall have been secured.

Sec. 4. Elections. Elections at the Annual Meeting shall be by voice vote or, if requested, by ballot. When there is but one nominee for each office, elections may be by voice. A majority vote of members present, qualified to vote and voting shall constitute an election, a quorum being present.

ARTICLE X – PRINCIPLES AND PROGRAM

Sec. 1. Principles. The principles are concepts of government adopted by the LWVUS Convention and supported by the League as a whole. They are the basis for the adoption of the national, state and local program.

Sec. 2. Program. The program consists of the governmental measures and policies on which the LWVE may take action.

a. National Program, State Program and County Program shall be those items chosen for study and action by the National, State and County Conventions of the Leagues of Women Voters.

b. Local Program shall consist of local governmental items chosen for study and action at the Annual Meeting by the LWVE.

Sec. 3. Annual Meeting. The Annual Meeting shall act upon the program using the following procedures:

a. The Board of Directors shall request recommendations for local program from voting members at least 60 days prior to the Annual Meeting and shall schedule member discussions, as deemed necessary by the Board of Directors, for suggested areas of study and action.

b. The Board of Directors shall formulate a proposed program from the recommendations of the members, which shall be sent (either electronically or by U.S. Postal Service) to all members at least ten days before the Annual Meeting.

c. A majority vote of voting members present and voting at the Annual Meeting, a quorum being present, shall be required for adoption of items in the proposed program as presented at the Annual Meeting by the Board of Directors.

d. Recommendations for Program submitted by voting members to the Board of Directors, but not included in the proposed program recommended by the Board of Directors, may be adopted by the Annual Meeting provided that:

1) The Annual Meeting shall order consideration by a majority vote of the voting members present; and

2) The Annual Meeting shall adopt these items by a majority vote of the voting members present.

Sec. 4. Changes to Program. Changes in the program, in case of altered or new conditions, may be made at a general membership meeting at which a quorum is present, using the following procedures:

a. Information concerning the proposed changes shall be sent (either electronically or by U.S. Postal Service) to all members at least ten days prior to the general membership meeting at which the changes are to be discussed.

b. A majority vote of voting members present and voting at the general membership meeting shall be required for adoption of the proposed changes to the program.

Sec. 5. Local Positions. The LWVE positions shall be reviewed by the Board of Directors once every two years to see that all positions are relevant, up-to-date, and appropriately worded for action.

Sec. 6. Member Action. Members may act, speak, or write in the name of the League of Women Voters only when authorized by the Board of Directors and in conformity with all levels of League.

ARTICLE XI – NATIONAL CONVENTION, STATE CONVENTION AND COUNCIL

Sec. 1. National Convention. The 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 LWVE under the provisions of the Bylaws of the LWVUS.

Sec. 2. State Convention. The Board of Directors, at a meeting before the date on which names of delegates must be sent to the state office, shall select delegates to that convention in the number allotted the LWVE under the provisions of the bylaws of the LWVIL.

Sec. 3. County Convention or Council. The Board of Directors, at a meeting before the date on which names of delegates must be sent to the county office, shall select delegates to that convention or council in the number allotted the LWVE under the provisions of the bylaws of the LWVCC.

Sec. 4. Interleague Organization (ILO) Convention or Council. The Board of Directors, at a meeting before the date on which the names of delegates must be sent to an ILO, shall select delegates to that convention or council in the number allotted the LWVE under the provisions of the bylaws of that ILO.

ARTICLE XII – PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Newly Revised, shall govern this organization, as applicable and as consistent with these bylaws.

ARTICLE XIII – ARTICLE AMENDMENTS

Sec. 1. Bylaws Committee. The bylaws shall be reviewed as needed with a frequency of at least every three years. A Bylaws Committee shall be appointed by the Board of Directors, prior to the Annual Meeting, to study the bylaws, suggest amendments if necessary, and consider proposals suggested by any League member for changing the bylaws.

Sec. 2. Procedures. These bylaws may be amended at the Annual Meeting or at a general membership meeting by a two-thirds (2/3) vote of all voting members present and voting, a quorum being present, providing that the proposed amendments were presented to and approved by the Board of Directors and submitted to the voting membership (either electronically or by U.S. Postal Service) for approval at least 10 days preceding the meeting at which action is to be taken.

Sec. 3. When required by or amendment of the LWVUS or the LWVIL bylaws, these bylaws may be amended by the Board of Directors and do not require approval of the voting members.

Amended and Adopted May 11, 2023