



BYLAWS OF THE LEAGUE OF WOMEN VOTERS® OF IOWA

ARTICLE I Name

Section 1. Name. The name of this organization shall be the League of Women Voters of Iowa, herein-after referred to as the LWVIA. The LWVIA is an integral part of the League of Women Voters of the United States, hereinafter referred to as LWVUS.

ARTICLE II Purpose and Policy

Section 1. Purpose. The purposes of the LWVIA are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. The LWVIA is organized and operated exclusively for charitable purposes under Section 501 (c)(3) of the Internal Revenue Service, or the corresponding section of any future federal tax code, and it shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the IRS, including restrictions on expenditures for lobbying. Any activities not permitted under 501c3 shall be covered under the League's 501c4 status.

Section 2. Political Policy. The LWVIA shall not support or oppose any political party or any candidate. **Nonpartisan:** The LWVIA is a nonpartisan political organization that advocates on issues that have been studied and adopted as policy.

Section 3. The State League adheres to the Policy of LWVUS. LWVIA is an organization fully committed to diversity, equity, and inclusion in principle and in

practice. Diversity, equity and inclusion are central to the organization's current and future success in engaging all individuals, households and communities and policy makers in creating a more perfect democracy. There shall be no barriers to full participation in this organization on the basis of gender, gender identity, ethnicity, race, native or indigenous origin, age, generation, sexual orientation, culture, religion, belief system, marital status, parental status, socioeconomic status, language, accent, ability status, mental health, educational level or background, geography, nationality, work style, work experience, job role function, thinking style, personality type, physical appearance, political perspective or affiliation and/or any other characteristic that can be identified as recognizing or illustrating diversity.

ARTICLE III Membership

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

Section 2. Types of Membership. The membership of the LWVIA 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 of the LWVUS;

(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 may be state members-at-large.

(3) those who have been members of the League for 50 years or more shall be life members excused from the payment of dues.

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

ARTICLE IV Officers

Section 1. Enumeration and Election of Officers. The officers of the LWVIA shall be a president or co-presidents, a vice-president, a secretary, and a treasurer. The president or co-presidents and secretary shall be elected by the convention in odd-numbered years and shall serve two-year terms beginning July 1. The vice president and treasurer shall be elected by the council in even-numbered years and shall serve two-year terms beginning July 1.

Section 2. The President or Co-Presidents. The president or a co-president shall preside at all meetings of the organization and of the board of directors unless the president or co-presidents shall designate another person to preside. The president or co-presidents may, in the absence or disability of the treasurer, sign or endorse checks, drafts, and notes. The president or a co-president shall have the responsibility to create ad-hoc committees and shall be an ex officio member of all committees except the nominating committee. The president or co-presidents shall have such usual powers of supervision and management as may pertain to the office of the president and perform such other duties as may be designated by the board. A co-president shall, in the event of absence, resignation, disability, or death of the other co-president, possess all the powers and perform all the duties of the office.

Section 3. The Vice-President. The vice-president shall, in the event of absence, resignation, disability, or death of the president or co-presidents, possess all the powers and perform all the duties of that office. If the vice president is unable to serve in this capacity, the board of directors shall elect one of its members to fill the vacancy. The vice-president shall perform such other duties as the president or co-presidents and board may designate.

Section 4. The Secretary. The secretary shall keep minutes of conventions and meetings of the board of directors and shall notify all officers and directors of their election. The secretary shall sign, with the president or co-presidents, all contracts and other instruments when so authorized by the board and shall perform such other duties as the board may designate.

Section 5. The Treasurer. The treasurer, or a duly appointed assistant, shall collect and receive all monies due. The treasurer shall be the custodian of these monies and shall deposit them in a bank or banks designated by the board of directors. The treasurer shall present quarterly and annual statements to the board at its regular meetings and a year-to-date report to the convention or council. The treasurer shall be responsible for all state and federal tax compliances. The books of the treasurer shall be professionally audited after the close of the fiscal year. The annual audit shall be presented to the LWVIA board by August 15 and to the next convention.

Section 6. Past President. The outgoing president will stay on the Board of Directors one year past her/his designated presidential term to serve as past president to provide counsel to the sitting president and institutional memory to the Board.

ARTICLE V Board of Directors

Section 1. Number, Manner of Selection, and Term of Office. The board of directors shall consist of the officers of the LWVIA, five elected directors, and not more than six appointed directors. Of the five elected directors, three shall be elected by the convention in odd-numbered years and two shall be elected by the council in even-numbered years. All elected directors shall serve two-year terms beginning July 1. The elected members of the board of directors shall appoint such additional directors as they deem necessary, not exceeding six, to serve concurrently with the terms of office of the most recently elected directors. Each Local League should have representation on the LWVIA State Board.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this corporation unless that person is a member of the LWVIA.

Section 3. Vacancies. Any vacancy other than in the office of the president or co-presidents may be filled for the remainder of the term of office by a majority vote of the remaining members of the board.

Section 4. Powers and Duties. The board of directors shall have full charge of the property and business of the corporation with full power and authority to manage and conduct the same, subject to the instructions of the convention. The board, or the executive committee between board meetings, shall approve expenditures as needed. The board shall plan and direct the work necessary to carry out the program on state governmental matters as adopted by the convention. It shall accept responsibility delegated to it by the board of directors of the LWVUS for the organization and development of local Leagues and Member-at-Large Units and of finance programs requisite to further the work of the League as a whole. The board may create and designate an executive committee and other such special committees as it may deem necessary. The board shall retain the right to remove from office any board member who does not comply with League bylaws, policies, principles, and/or procedures.

The board of directors of LWVIA shall also form a board of directors of the LWVIA Education Fund that will meet when necessary to conduct the business of fund management, i.e. income from Education Fund donations and withdrawals for approved projects. Such meetings shall conform to Section 5 below, thus having notification and an agenda, with minutes taken.

Section 5. Regular Meetings. There shall be at least four regular meetings of the board of directors annually. The president or co-presidents shall notify each member of the board of directors of all regular meetings giving the date, time, and place, at least one week in advance. No action taken at any regular board meeting attended by three-fourths of the members of the board shall be invalidated because of the failure of any member or members of the board to receive any notice properly sent or because of any irregularity in any notice actually received.

Section 6. Special Meetings. The president or co-presidents 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. Members of the board shall be notified of the time and place of special meetings at least six days prior to such a meeting. During a convention the president or co-presidents may, or upon the request of five members of the board, call a special meeting of the board by handing the members of the board a written notice of the time and place of said meeting.

Section 7. Quorum. A majority of the members of the board of directors shall constitute a quorum.

Section 8. Electronic Meetings. Board business may be conducted by e-mail, telephone, or electronically.

ARTICLE VI Recognition of Local Leagues, Member-at-Large Units, and Inter-League Organizations

Section 1. Local Leagues.

a. Local Leagues are those Leagues that have been recognized by the LWVUS. b. The board of directors of the LWVIA shall recommend to the national board that the national board recognize as a local League any group of members of the LWVUS in any community or geographic area within the state, providing the group fulfills requirements for local Leagues as adopted by the national convention.

b. In the event of recurring failure of a local League to fulfill requirements, the board of directors of the LWVIA shall recommend to the national board that the national board withdraw recognition from the local League. Such action shall require a three-fourths vote of the board of LWVIA. All funds held by the local League from which recognition has been withdrawn shall be paid to the LWVIA.

Section 2. Member-at-Large Units.

- a. Member-at-Large State Units are those recognized as such by the LWVIA.
- b. The board of directors of the LWVIA may organize such a unit in communities or geographical area where a local league is likely to be organized.
- c. The board of directors of the LWVIA shall withdraw recognition from a member-at-large unit for recurring failure to fulfill requirements for recognition as a local league. Such action shall require a three-fourths vote of the board. All funds held by a member-at-large unit from which recognition has been withdrawn shall be paid to the LWVIA.

Section 3. Inter-League Organizations.

Local Leagues may create Inter-League Organizations in order to promote the purpose of the League and to take action on governmental matters of common concern. Inter-League Organizations may be created and continue to operate only with the consent of the national board.

ARTICLE VII Financial Administration

Section 1. Fiscal Year. The fiscal year of the LWVIA shall be from July 1 to June 30.

Section 2. Budget. The board shall submit an annual budget to the convention or council for adoption. This budget shall provide for the support of the LWVIA. A copy of the budget shall be sent to each local League and member-at large unit and all other members-at-large at least four weeks in advance of the convention or council.

Section 3. Financial Support.

- a. Each local League and member-at-large shall pay an annual per member payment as approved in the budget.

- b. Local League obligations will be based upon membership figures as of February 1 of the preceding fiscal year. The figures used to calculate this obligation will be the membership count report sent to the LWVIA treasurer in conjunction with the membership count report to the LWVUS in February of each year. Only upward adjustments are made to the February 1st count after that deadline. This money is to be remitted quarterly to the LWVIA treasurer.
- c. When two or more members reside at the same address in a common household, for each additional member after the first, and for students registered at an educational institution, the local League shall pay the per member payment at half the regular rate. The household shall receive one mailing.

Section 4. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least sixteen weeks in advance of the convention or council. The treasurer shall be, ex officio, a member of the budget committee, but shall not be eligible to serve as chairperson.

Section 5. Distribution of Funds on Dissolution. In the event of merger or dissolution of the LWVIA for any reason, all money and securities or other property of whatsoever nature which at the time be owned or under the absolute control of the LWVIA, shall be distributed at the discretion of the board, or such other persons as shall be charged by law with the liquidation or winding up of the LWVIA and its affairs, to any member organization of the League of Women Voters of the U.S. (or the national LWVUS Education Fund itself) 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 these organizations are then in existence or exempt under those tax provisions, then, at the discretion of the board, to another organization which is organized and operated exclusively for charitable and educational purposes and which has established its exempt status under such designated tax provisions.

Section 6. Education Fund. The LWVIA Board also acts as the LWVIA Education Fund Board.

ARTICLE VIII Convention

Section 1. Place, Date, and Call. A convention of the LWVIA shall be held biennially at a time and place to be determined by the board of directors. Meetings may be held electronically. The president or co-presidents shall send a first call for the convention to the presidents of the local Leagues and member-at-large units and to all other members-at-large not less than twelve weeks prior to the opening date of the convention fixed in said call. Thereafter the board of directors may advance or postpone the opening date of the convention by not more than two weeks. A final call for the convention shall be sent to the above-mentioned members at least four weeks before the convention.

Section 2. Composition. The convention shall consist of the following delegates:

- a. members chosen by local Leagues.
- b. members chosen by member-at-large units.
- c. members-at-large selected by the LWVIA board.
- d. past state presidents who are members of the LWVIA.
- e. members of the board of directors of the LWVIA.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of LWVIA. Each delegate representing a local League shall be entitled to vote only if that League has met its per member payment obligation. Each qualified delegate shall be entitled to one vote only at the convention even though the delegate may be attending in two or more capacities. Absentee or proxy voting shall not be permitted. The convention shall be the sole judge of whether a delegate is qualified to vote.

Section 4. Representation. The members of the LWVUS who are organized into recognized local Leagues and qualified member-at-large units in the state of Iowa shall be entitled to voting representation in the convention as follows: The members in each local League or member-at-large unit shall be entitled to one

delegate who shall be chosen by their members; the members in each local League or member-at-large unit having more than 15 voting members shall be entitled to one additional delegate for each additional 10 voting members or major fraction thereof. LWVIA members-at-large selected as delegates by the LWVIA board may vote. The record with the LWVIA treasurer of paid voting members as of February 1 shall determine the official membership count for this purpose. Local Leagues are responsible for payment of the registration fees for the number of delegates that are entitled to attend Convention with voting representation described above, whether or not the full number of delegates attend.

Section 5. Powers. The convention shall consider and authorize a program for action, shall elect the president or co-presidents, secretary, and three directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented.

Section 6. Quorum. Twenty-five voting delegates other than the board of directors shall constitute a quorum for the transaction of the business of the convention if there is representation from at least two-thirds of the local Leagues.

ARTICLE IX Council

Section 1. Date, Composition, and Purpose. A meeting of the LWVIA council shall be held in the interim year between conventions, approximately twelve months after the preceding convention. Meetings may be held electronically. The council shall be composed of two delegates from each local League and MAL unit and the board of directors of the LWVIA. Two LWVIA members-at-large who attend council may be designated by the LWVIA board to vote. The council shall elect the vice president, treasurer, and two directors, give guidance to the board of directors on program and methods of work, adopt a budget for the ensuing year, transact other business presented by the board, and offer training to attendees. The council agenda must be sent to local Leagues, members-at-large and member-at-large units at least four weeks in advance of council.

Section 2. Powers. In the event of an emergency, the council is authorized to change the program provided:

- 1) notice of proposed changes has been sent to the presidents of local Leagues, members-at-large, and member-at-large units at least four weeks in advance of the council meeting; and,
- 2) the change is adopted by a two-thirds vote.

Section 3. Quorum. A majority of eligible local league delegates and a majority of the board of directors shall constitute a quorum for the transaction of business at council.

ARTICLE X Nominations and Elections

Section 1. Nominating Committee. The nominating committee shall consist of at least three and not more than five members. If deemed necessary, the additional two members will be appointed by the board acting on the request of the nominating committee. The chair and one member, who shall not be members of the board of directors, shall be elected by the convention to serve two-year terms beginning July 1. Nominations for these offices shall be made by the current nominating committee. After July 1, the board of directors shall appoint one of its members to the nominating committee. Any vacancy occurring in the nominating committee shall be filled by the board of directors.

Section 2. Report of Nominating Committee and Nominations from Floor. The report of the nominating committee of its nominations for officers, directors, and the chairperson and one member of the succeeding nominating committee shall be sent to the local leagues and member-at-large units and all other members-at large four weeks before the date of the convention or council. The report of the nominating committee shall be presented to the convention or council. Immediately following the presentation of this report, nominations may be made from the floor provided the consent of the nominee has been secured.

Section 3. Election. The election shall be by ballot except that when there is but one nominee for each office it shall be by voice vote. A majority vote of qualified voters present, and voting shall constitute an election.

ARTICLE XI Program

Section 1. Principles. The governmental principles adopted by the national convention and supported by the League constitute the authorization for the adoption of program.

Section 2. Program. The program of the LWVIA shall consist of

- a. action to implement the principles.
- b. those state governmental issues chosen for concerted study and action.

Section 3. Program Selection. The convention shall select the governmental issues for concerted study and action using the following procedures:

- a. local League boards may make recommendations to the board of directors at least twelve weeks prior to the convention.
- b. the board of directors shall consider the recommendations and formulate a proposed program which shall be sent to the local Leagues, member-at-large units and all of the members-at-large at least four weeks prior to the convention.

- c. any recommendation for the program submitted to the board of directors, but not proposed by the board, may be adopted by the convention provided consideration is ordered by a majority vote.
- d. a three-fifths vote is required for adoption of program.

Section 4. Member Action. Members may act in the name of the LWVIA only when authorized to do so by the President or President's designee.

Section 5. Local League Action. Local Leagues may act independently of LWVIA so long as they notify LWVIA prior, and the actions are not in conflict with LWVIA or LWVUS positions.

ARTICLE XII National Convention and Council

Section 1. National Convention. The board of directors, at a meeting before the date on which names of delegates must be sent to the national office, shall elect delegates and alternates to that convention in the number allowed the LWVIA under the provisions of the bylaws of the LWVUS.

Section 2. National Council. The board of directors, at a meeting before the date on which names of delegates must be sent to the national office, shall elect delegates and alternates to such council in the number allowed the LWVIA under the provisions of the bylaws of the LWVUS.

ARTICLE XIII Parliamentary Authority

Section 1. Parliamentary Authority. Robert's Rules of Order will be followed at Annual Meetings, Council, Convention, and other meetings as appropriate.

ARTICLE XIV Amendments

Section 1. Amendments. These bylaws may be amended by a two-thirds vote at any convention, using the following procedures:

a. proposals for change shall be submitted by any local League or member-at large unit to the board of directors at least twelve weeks prior to the convention.

b. all such proposed amendments together with the recommendations of the board shall be sent to local Leagues and member-at-large units and all other members-at-large at least four weeks prior to the convention.