

BY-LAWS
League of Women Voters of Estes Park (Colorado)

ARTICLE I – Name and Office

Sec 1 Name. The name of this organization shall be the League of Women Voters of Estes Park (**LWVEP**). This 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 Colorado, Inc. (**LWVCO**)

Sec 2 Principal Office. The principal office of the LWVEP shall be in the Town of Estes Park in Larimer County or at such other place as the Board of Directors shall determine.

ARTICLE II – Purpose and Policy

Sec 1 Purposes.

- A. The purposes of the LWVEP are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.
- B. The LWVEP is organized and operated exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Notwithstanding any other provisions of these Bylaws, LWVEP 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 LWVEP shall be attempting to influence legislation.

Sec 2 Political Policy. The LWVEP shall not support or oppose any political party or any candidate.

ARTICLE III – Membership

Sec 1 Eligibility. Any person, regardless of gender, who subscribes to the purposes and policy of the LWVEP shall be eligible for membership.

Sec 2 Non-discrimination. The LWVEP shall not discriminate or allow unlawful harassment on the basis of race, color, religion, creed, gender, age, national origin, ancestry, disability, marital status, military status, political affiliation, sexual orientation, gender expression, or socioeconomic status in any of its activities or operations. These activities include, but are not limited to, all employment decisions, selection of volunteers, selection of vendors,

access to services and the provision of services.

Sec 3 Types of Membership. The membership of the LWVEP shall be composed of voting members, sustaining members and associate members.

- A. Voting members shall be persons at least 16 years of age who join the LWVEP. Those who have been members of the League of Women Voters for 50 years or more shall be life members excused from the payment of dues, and eligible to vote.
- B. Sustaining members shall be voting members who have elected to become sustaining members by paying more than the annual required dues as outlined in Article VI, Section 2.
- C. Associate members shall be all other members who join the LWVEP.

ARTICLE IV – Officers

Sec 1 Enumeration and Election of Officers. The officers of the LWVEP shall be a President, a Vice President, a Secretary, and a Treasurer who shall be elected by the general membership at an Annual Meeting and take office immediately.

Sec 2 The President. The President shall preside at all meetings of the organization and of the Board of Directors. S/he may, in the absence of the Treasurer, sign or endorse checks, drafts, and notes. S/he shall be, ex officio, a member of all committees. S/he, or an alternate, shall attend National Convention, State Convention and State Council that occur during her term of office. S/he shall ensure all required reports are submitted, in a timely manner, to the LWVCO and LWVUS. S/he 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.

Sec 3 The Vice President. The Vice President shall, in the absence of the President, possess all the powers and perform all the duties of that office. The Vice President shall perform such other duties as the President and the Board may designate.

Sec 4 The Secretary. The Secretary shall keep minutes of all meetings of the Board of Directors and a record of all other meetings. S/he shall notify all officers and directors of their election. S/he 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 her/his office.

Sec 5 The Treasurer. The Treasurer shall collect and receive all monies due. S/he shall be the custodian of these monies and shall deposit the same in a bank designated by the Board of Directors. Disbursements shall be made as directed by the approved Annual Budget. All unbudgeted expenses will be approved by the Board of Directors. S/he shall present financial statements at all Board meetings and an annual report to the Membership at the Annual Meeting. The financial books shall be reviewed before each Annual Meeting.

ARTICLE V – Board of Directors

Sec 1 Number and Manner of Selection. The Board of Directors shall consist of the officers of the LWVEP, the Immediate Past-President, the chairs of committees, the elected directors, and as many appointed directors as the Board from time to time may determine are necessary to carry out the LWVEP'S program.
A local member who is on the State Board may serve on the local Board in an ex officio capacity. Any member may attend a Board meeting.

Sec 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer, director, or chair of a standing committee of this corporation unless this person is a voting member of the LWVUS, LWVCO, and/or enrolled in LWVEP.

Sec 3Vacancies. When a vacancy occurs on the Board of Directors, except in the case of the Immediate Past-President, an appointment to fill the unexpired term shall be made by a majority vote of the remaining Directors.

Sec 4. Attendance. A board member who is absent without permission from the board president from three board meetings during a calendar year may be considered to have tendered their resignation.

Sec 5. Removal. A board member may be removed by a 75% vote of the board when, in the board's judgment, it would be in the best interest of the LWVEP.

Sec 6. Resignation. A board member may resign at any time by giving written notice of resignation to the board. The resignation is effective when the notice is received by the board unless the notice specifies a later effective date.

Sec 7. Compensation. Directors shall not receive any stated salaries or compensation for their services, but, by resolution of the board, expenses may be allowed for attendance at any meeting of, or for, the board.

Sec.8 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 special committees, including an Executive Committee, as it may deem necessary.

Sec 9 Executive Committee. The Board may appoint an Executive Committee consisting of the officers and as many other members of the Board as the Board may designate. The Executive Committee shall exercise such power and authority as may be delegated to it and shall report on all actions taken by it between regular meetings of the Board.

Sec 10 Regular Meetings. There shall be a minimum of three (3) 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 two (2) members of the Board.

Sec 11. Meeting by Alternative Means of Participation. A conference among directors or among members of any committee designated by the board of directors by any means of communication through which the participants may communicate with each other during the conference, constitutes a meeting if the same notice is given of the conference as would be required for a meeting and if the number of persons participating in the conference would be sufficient to constitute a quorum at the meeting. Participation in a meeting by such means constitutes personal presence at the meeting.

Sec 12. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board may be taken by written action signed or consented to by authenticated electronic communication, by the number of members of the Board that would be required to take the same action at a meeting of the Board at which all members of the Board were present. If written action is taken by fewer than all members of the Board, the remaining members shall be notified promptly of that action.

Sec 13. Quorum. A majority of the members of the Board of Directors shall constitute a quorum.

ARTICLE VI. Committees

Sec 1 Committees. The board establishes standing committees and establishes other subcommittees as they may deem necessary to assist them in their work. The resolution establishing such committees shall state the purpose, timeline and authority of each committee. The designation and appointment of any such committee and the delegation thereto of authority shall not relieve the board of any responsibility imposed by law.

ARTICLE VII. Management

Sec 1 Books and Records. The LWVEP shall keep correct and complete books and records of account, minutes of the proceedings of its board and such other records as may be necessary or advisable or required by law at the registered or principal office of the LWVEP. All books and records of the LWVEP may be inspected by a director for any proper purpose at any reasonable time, upon reasonable notice to the secretary of the LWVEP.

ARTICLE VIII – Financial Administration

Sec 1 Fiscal Year. The fiscal year of the League of Women Voters of Estes Park shall commence on the first (1st) day of July of each year and end on the thirtieth (30th) day of June of the following year.

Sec 2 Dues. Dues are payable in September of each year, and may be paid at the preceding Annual Meeting. One-half annual dues may be charged to new members who join on or after February 1. Full dues would then be payable in September. Failure to pay dues by January 1 would result in the membership being dropped. Members shall be informed in advance of their membership being dropped.

Sustaining members are members who pay at least 50% in excess of the required dues as set by the membership each year.

A change in the amount of dues may be recommended by the Board of Directors, submitted to all members at least four weeks before the Annual Meeting and approved by a two-thirds vote of those voting members present and voting at the Annual Meeting.

A portion of each member's dues is assessed by the LWVCO and the LWVUS (determined at Conventions) to support the National and State Leagues.

Sec 3 Budget. A budget for the ensuing fiscal year shall be submitted by the Board of Directors to the Annual Meeting for adoption. The budget shall provide for the per member support payment to the LWVCO and the LWVUS.

Sec 4 Budget Committee. 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 ensuing year. The proposed budget shall be distributed to all members at least four weeks before the Annual Meeting. The Treasurer shall be an ex officio member of the budget committee but shall not be eligible to serve as Chair of the Budget Committee.

ARTICLE IX — Membership Meetings

Sec 1 Membership Meetings. There shall be at least one (1) meeting of the membership each year, in addition to the Annual Meeting. Time and place shall be determined by the Board of Directors.

Sec 2 Annual Meeting. An Annual Meeting shall be held between April 1 and June 1, the exact date to be determined by the Board of Directors. The Annual Meeting shall:

- A. Adopt a Local Program for the ensuing year.
- B. Elect officers and directors.
- C. Adopt the Annual Budget.
- D. Transact such other business as may properly come before it.

Sec 3 Quorum. Twenty percent (20%) of the membership shall constitute a quorum at all business meetings of the LWVEP.

ARTICLE X — Nominations and Elections

Sec 1 Nominating Committee. Annually, the President shall appoint a Nominating Committee which shall present its report at the Annual Meeting. Immediately following the presentation of this report, nominations may be made from the floor by any voting member, provided the consent of the nominee shall have been secured.

Sec 2. Report of the Nominating Committee. The report of the nominating committee of its nominations for officers and directors shall be sent to League members at least four (4) weeks before the annual meeting.

Sec 3. Elections. Election shall be by ballot except if there is only one nominee for office, it shall be by voice vote. A majority vote shall constitute election. Proxy voting is permitted, but only if the member whose vote is being cast has given permission in writing to the President or another voting member.

ARTICLE XI — Program and Member Action

Sec 1 Authorization. The governmental principles adopted by the National Convention, and supported by the LWVEP as a whole, constitute the authorization for the adoption of Program.

Sec 2 Program. The Program of the LWVEP shall consist of:

- A. Action to implement the Principles and Program of the League of Women Voters of the United States and the program of the LWVCO.
- B. Those governmental issues chosen for concerted study and action by the LWVEP.

Sec 3 Action by the Annual Meeting. The Annual Meeting shall act upon the Program using the following procedures:

- A. The Board of Directors shall consider the Recommendations submitted by the voting members at least six weeks prior to the Annual Meeting, and shall formulate a proposed Program.
- B. The proposed Program shall be distributed to all members at least four weeks before the Annual Meeting.
- C. A majority vote of voting members present and voting at the Annual Meeting shall be required for adoption of subjects in the proposed Program as presented to the Annual Meeting by the Board of Directors.
- D. Non-recommended items may be considered if approved by a majority

vote of the voting members present and may be adopted by a two-thirds vote of voting members present.

- E. Changes in the Program in the case of altered conditions may be made, provided that information concerning the proposed change has been sent to all members at least two weeks prior to a general membership meeting at which the change is to be discussed. Final action by the membership is taken at a succeeding meeting.

Sec 4 Member Action. No member may act in the name of the LWVEP unless authorized to do so by the Board of Directors.

ARTICLE XII - National Convention, State Convention and Council

Sec 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 LWVEP, under the provisions of the Bylaws of the LWVUS.

Sec 2 State Convention. The membership or the 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 LWVEP, under the provisions of the Bylaws of the LWVCO.

Sec 3 State Council. The membership or the 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 council in the number allotted the LWVEP, under the provisions of the Bylaws of the LWVCO.

ARTICLE XIII– Dissolution or Merger

In the event of the merger or dissolution of the League of Women Voters of Estes Park for any reason, all monies, securities, or properties of whatsoever nature owned or under the absolute control of League of Women Voters of Estes Park shall be distributed at the discretion of the board to any member organization of the national League of Women Voters which is exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, or if none of those organizations is then in existence, or exempt under those 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 tax-exempt status under such designated tax provisions.

ARTICLE XIV. Indemnification

Sec 1 Indemnification. The LWVEP shall indemnify any director, officer, specified representative or former director, officer or specified representative of the LWVEP or any person who may have served at its request against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil or criminal, in which s/he is made a party by reason of being or having been an officer or director of the LWVEP, except in relation to matters as to which s/he is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of her/his duty to the LWVEP.

ARTICLE XV - Parliamentary Authority

Sec 1 Parliamentary Authority. The rules contained in current edition of *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 XVI - Bylaws Review and Amendments

Sec 1 Review of Bylaws. Every two years or as needed the Board of Directors shall appoint a Bylaws Committee to meet in January to review the Bylaws.

Sec 2 Amendments. These Bylaws may be amended by two-thirds vote of the voting members present and voting at the Annual Meeting or other business meeting, provided the amendments are submitted to the membership in writing at least four weeks in advance of the meeting, except that proxy voting is permitted only if the member whose vote is being cast by proxy has given permission in writing to the President or another voting member.

League of Women Voters of Estes Park Bylaws written 1991.
Revised May 1991, May 1992, May 1993, May 1994, May 1997, May 1998, April 1999,
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