

**THE LEAGUE OF WOMEN VOTERS OF NEBRASKA, INC.
BYLAWS**

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1 **THE LEAGUE OF WOMEN VOTERS OF NEBRASKA, INC.**

2 **BYLAWS**

3 **ARTICLE I NAME**

4
5
6 **Section 1. Name.** The name of this corporation shall be the League of Women Voters of Nebraska, Inc.,
7 hereinafter referred to in these bylaws as LWVNE or as the State League. The State League is an integral
8 part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as
9 LWVUS.

10 **ARTICLE II PURPOSE AND POLICIES**

11 **Section 1. Purpose.** The purpose of the LWVNE is to promote political responsibility through informed
12 and active participation in government and to act on selected governmental issues. LWVNE is a public
13 benefit organization. It is organized exclusively for charitable, educational, and scientific purposes,
14 including for such purposes, the making of distributions to League of Women Voters organizations that
15 qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or
16 corresponding section of any future federal tax code.

17 **Section 2. Policies.**

18 a) **Political Policy.** The League shall not support or oppose any political party or any candidate.

19 b) **Diversity, Equity and Inclusion Policy.** The League is fully committed to ensure compliance in
20 principle and in practice with LWVUS' Diversity, Equity and Inclusion Policy.

21 **ARTICLE III MEMBERSHIP**

22 **Section 1. Eligibility.** Any person who subscribes to the purpose and policy of the LWVUS shall be
23 eligible for membership.

24 **Section 2. Types of Membership.**

25 a) **Voting Members.** Persons at least 16 years of age who join the League shall be voting members
26 of the local Leagues, state Leagues and of the LWVUS.

27 (1) those who live within an area of a local League may join that League or any other local
28 League;

29 (2) those who reside outside the area of any local League may join a local League or shall be
30 state members-at-large;

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

33 (4) those who are students are defined as individuals enrolled either as full or part-time with an
34 accredited institution excused from the LWVUS per member payment (PMP).

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

36 **ARTICLE IV OFFICERS**

37 **Section 1. Officers.** The officers of the League of Women Voters of Nebraska shall be a president, vice
38 presidents, a secretary and a treasurer.

39 **Section 2. Election and Term of Office.** The officers shall be elected for a two-year term by the Annual
40 Meeting in odd years, shall assume their duties at the close of that Annual Meeting, and shall serve until
41 the conclusion of the next odd-year Annual Meeting or until their successors have been elected.

42 **Section 3. Co-Officers.** If an elected office or appointed office cannot be filled by one member, the
43 office may be filled by two members serving as co-officers. Co-officers share equally the one vote
allotted for the office. If only one co-officer is present at a meeting, the co-officer has the full vote. If
both are present, but do not agree on a vote, each may cast a half-vote for the side of the question they
support. Presidents and co-presidents may only vote to create or to break a tie; therefore, unlike other co-
officers, co-presidents cannot split their vote unless a ballot vote is taken.

44 **Section 4. Vacancies.** A vacancy in the office of president shall be filled by a vice president as
45 determined by the Board of Directors to serve until the next odd-year Annual Meeting. If no vice
46 president can serve in this capacity, the Board of Directors shall elect one of its members to fill the
47 vacancy. The resulting vacancy or any other elected or appointed vacancy shall be filled by the Board of
48 Directors.

49 **Section 5. Duties of Officers.** The elected officers shall perform the duties given in this section and
50 such other duties as are prescribed by these Bylaws, by the General Policy, by the Board of Directors, by
51 the president and by *Robert's Rules of Order Newly Revised*.

52 a) **The President.** The president shall preside at all meetings of the corporation and of the Board of
53 Directors unless someone else has been designated by the president to preside. The president may, in
54 the absence or disability of the Treasurer, sign or endorse checks, drafts and notes; 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 the president and perform
such other duties as may be designated by the board.

55 b) **The Vice Presidents.** The vice presidents shall perform such duties as the president and Board of
56 Directors may designate.

57 c) **The Secretary.** The secretary shall keep minutes of annual meetings and of meetings of the
58 Board of Directors. The secretary shall perform such other functions as may be incidental to the
59 office.

60 d) **The Treasurer.** The treasurer shall collect and receive all moneys due. The treasurer shall be the
61 custodian of these moneys, shall deposit them in a bank or banks designated by the Board of
62 Directors and shall disburse them upon the order of the Board of Directors. The treasurer shall present
63 periodic statements to the board at its regular meetings and an annual report to the Annual Meetings.
64 The board shall make arrangements for the annual review of the financial records.

65 **ARTICLE V BOARD OF DIRECTORS**

66 **Section 1. Composition.** The Board of Directors shall consist of the officers of the State League, a
67 minimum of four elected directors, a minimum of four appointed directors, and a representative
68 designated by each local League, by the Members-at-Large and recognized Member-at-Large (MAL) Unit.

69 **Section 2. Manner of Selection and Term of Office.** The elected members of the Board of Directors
70 shall appoint a minimum of four additional directors as they deem necessary to carry on the work of the
71 League. The term of office of the appointed directors shall begin upon appointment and continue to the
72 close of the next odd-year Annual Meeting to coincide with the term of office of the elected officers.

73 **Section 3. Qualifications.** No person shall be elected or appointed or shall continue to serve as an
74 officer or director of this corporation unless that person is a member of the League of Women Voters in
75 the state of Nebraska.

76 **Section 4. Co-Directors.** If an elected or appointed director office cannot be filled by one member, two
77 members may serve as co-directors. Co-directors share equally the one vote allotted for the directorship.
78 If only one co-director is present at a meeting, the co-director has the full vote. If both are present, but do
79 not agree on a vote, each may cast a half-vote for the side of the question they support.

80 **Section 5. Vacancies.** Any elected or appointed vacancy may be filled, until the next odd-year Annual
81 Meeting, by a member appointed by the Board of Directors.

82 **Section 6. Powers and Duties.** The Board of Directors shall have full charge of the property and
83 business of the corporation with full power and authority to manage and conduct the same, subject to the
84 instructions of the general membership at the Annual Meeting. The board shall plan and direct the work
85 necessary to carry out the Program on state governmental matters as adopted by the Annual Meeting. It
86 shall accept responsibility delegated to it by the Board of Directors of the League of Women Voters of the
87 United States for the organization and development of local Leagues, for the carrying out of Program, and
88 for promotion in the local Leagues of finance programs requisite to further the work of the League as a
89 whole, including transmission of funds toward the support of an adequate national budget. The board
90 shall create and designate such special committees as it may deem necessary.

99 **Section 7. Regular Meetings.** There shall be at least four regular meetings of the Board of Directors
100 annually. The president shall notify each member of the Board of Directors of the time and place of all
101 regular meetings. No action taken at any regular board meeting attended by three-fourths of the members
102 of the board shall be invalidated because of the failure of any member or members of the board to receive
103 any notice properly sent or because of any irregularity in any notice actually received.

104 **Section 8. Special Meetings.** The president may call special meetings of the Board of Directors and
105 shall call a special meeting upon the written request of five members of the board. Members of the board
106 shall be notified of the time and place of special meetings by telephone or e-mail at least six days prior to
107 such meeting.

108 **Section 9. Quorum.** The quorum for a meeting of the Board of Directors shall be five including at least
109 two of the elected officers.

110 **Section 10. Voting.** The Board of Directors shall be authorized to vote by electronic means when it is
111 deemed necessary. A vote related to funding shall be deemed necessary only when a member of the Board
112 of Directors or a standing committee seeks funds not already allocated to their program area, or when a
113 program and/or initiative is out of the purpose of their role/office. The electronic process shall use a reply
114 back verification for documentation that all members received the communication. If a quorum shall vote
115 on a question sent to all members of the board, the vote shall be counted and shall have the same effect as
116 if cast at a meeting of the board. The vote shall be made a part of the minutes at the next meeting of the
117 board.

118 **Section 11. Manner of Meetings.** Meetings may be held in person or by electronic means including but
119 not limited to telephonic conferencing, video conferencing and e-mail. Telephonic and video
120 conferencing meetings shall be called, noticed and conducted in the same manner as in-person meetings.
121 If a meeting is held in person, board members may attend via electronic means.
122

123 **ARTICLE VI EXECUTIVE COMMITTEE**

124 The Executive Committee shall consist of the elected officers and shall meet at the call of the president
125 when the deadline for a decision to be made cannot be met by an in-person or electronic meeting of the
126 Board of Directors. The Executive Committee shall exercise such power and authority as may be
127 delegated to it by the LWVNE Board of Directors. The Executive Committee shall keep regular
128 minutes of its proceedings and shall report the same to the Board of Directors at its next regular
129 meeting.

130 **ARTICLE VII COMMITTEES/ACTION TEAMS/COORDINATORS**

131 **Section 1.** There shall be a Budget-Finance Committee as described in Article IX, Section 2.

132 **Section 2.** There shall be a Bylaws Committee, appointed by the president, to review the bylaws
133 annually and at other times when needed. Proposed amendments are reported to the Board of Directors.
134 The Committee is familiar with the LWVUS bylaws and the LWVNE General Policy. The Committee
135 shall ensure that the Bylaws and General Policy are available to all board members. The president fills
136 any vacancies.

137 **Section 3.** There shall be an Education Fund Committee as described in Article IX, Section 3.

138 **Section 4.** There shall be an Endowment Fund/Investment Committee as described in Article IX.

139 **Section 5.** The Board of Directors may appoint coordinators who do not serve on the board for special
140 projects. Coordinators may attend board meetings and/or provide written reports of their activities.

141 **Section 6.** The vice presidents, directors and coordinators may create action teams to carry out their duties.

142 **Section 7.** LWVNE members who are not on the board are encouraged to serve on the
143 action teams.

144 **Section 8.** Other committees/action teams may be appointed by the board as deemed necessary.

145 **ARTICLE VIII RECOGNITION OF LOCAL LEAGUES AND MAL UNITS**

146 **Section 1. Local Leagues.**

147 a) Local Leagues are those Leagues that have been so recognized by the League of Women
Voters of the United States.

148 b) The Board of Directors shall recommend to the national board that the national board recognize
149 as a local League any group of members of the League of Women Voters of the United States in any
150 community within the state, provided the group meets recognition standards for local Leagues as
151 adopted by the national Convention.

152 c) In the event of recurring failure of a local League to meet recognition standards, the Board of
153 Directors shall recommend to the national board that the national board withdraw recognition from
154 the local League. All funds held by a local League from which recognition has been withdrawn shall
155 be paid to the League of Women Voters of Nebraska.

156 **Section 2. Members-at-Large.** All members of the League of Women Voters of Nebraska not enrolled
157 in a local League or Member-at-Large (MAL) unit shall be members-at-large.

158 **Section 3. Member-at-Large (MAL) Units.**

159 a) Member-at-Large (MAL) units are those groups of members-at-large that have been so
160 recognized by the League of Women Voters of Nebraska.

161 b) The Board of Directors has responsibility for the establishment of new MAL units. For this
162 purpose, the board may organize a group of members-at-large in a community in which no local
163 League exists and shall recognize the group as a MAL unit when it meets the guideline standards
164 adopted by the Board of Directors.

165 c) The Board of Directors shall withdraw recognition from a MAL unit for recurring failure to meet
166 guidelines. All funds held by a MAL unit from which recognition has been withdrawn shall be paid to
167 the League of Women Voters of Nebraska. Members of MAL units from which recognition has been
168 withdrawn shall then be considered members-at-large.

166 **ARTICLE IX FINANCIAL ADMINISTRATION**

167 **Section 1. Fiscal Year.** The fiscal year of the League of Women Voters of Nebraska shall commence on
168 the first of April of each year.

169 **Section 2. Budget-Finance Committee.** At the summer board meeting in odd years the president shall
170 appoint a budget committee to advise the board on financial matters and to prepare the annual budget. The
171 treasurer shall be an ex-officio member of the Budget Committee but shall not be eligible to serve as
172 chair. Any vacancy shall be filled by a member appointed by the president to serve until the next odd-year
173 summer board meeting.

174 **Section 3. Education Fund Committee.** The president, secretary and treasurer serve on this committee.
175 In addition, in odd years at the summer board meeting, two directors are selected by the board to
176 serve on this committee. This committee reviews grant proposals from local Leagues and/or participation
177 of the state League in cooperative activities with other non-profit organizations. Proposals recommended
178 for funding by the committee are forwarded to the Board of Directors for final approval by a vote taken at
179 the following board meeting or by email as required by Nebraska Revised Statute 21-1895. Any vacancy
180 shall be filled by a member appointed by the president to serve until the next odd-year summer board
181 meeting.

182 **Section 4. Endowment Fund/Investment Committee.** At the summer board meeting in odd years,
183 three members shall be appointed by the board to serve on this committee in addition to the president and
184 treasurer. The Committee shall provide a secure fund, with a reasonable return based on investments
185 reflecting our written investment strategy, to provide for payment of the League's operating expenses and
186 for special initiatives approved by the LWVNE Board of Directors. The committee shall select the chair.
187 Any vacancy shall be filled by a member appointed by the Board of Directors to serve until the next odd-
188 year summer board meeting.

189 **Section 5. Budget.** The board shall submit a budget for the ensuing year to the Annual Meeting for
190 adoption. This budget shall provide for the support of the State League including a per member payment
191 from the local Leagues. Members-at-large shall pay dues to the State League which shall include a Per
192 Member Payment (PMP) to the League of Women Voters of the United States. A copy of the budget shall
193 be sent to each local League president and each member-at-large at least 30 days in advance of the
194 Annual Meeting.

195 **Section 6. Distribution of Funds on Dissolution.** In the event of the merger or dissolution of this
196 corporation for any reason, all money and securities or other property of whatsoever nature which at the
197 time is owned or under the absolute control of the corporation shall be distributed at the discretion of the
198 board, or such other persons as shall be charged by law with the liquidation or termination of the
199 corporation and its affairs; to any member organization of the League of Women Voters
200 national organization, which is exempt under Section 501(c)(3) of the Internal Revenue Code or the
201 corresponding section of any future federal tax code; or if none of these organizations are then in
202 existence or exempt under those tax provisions, then, at the discretion of the board, to another
203 organization that is organized and operated exclusively for charitable and educational purposes and
204 which has established its tax-exempt status under such designated tax provisions. Any such assets not so
205 disposed of shall be disposed of by a Court of Competent Jurisdiction in Lancaster County, Nebraska,
206 exclusively for such purposes or to such organizations as said court shall determine, which are
207 organized and operated exclusively for such purposes.

208 **ARTICLE X ANNUAL MEETING**

209 **Section 1. Place, Date and Call.** An Annual Meeting of the League of Women Voters of Nebraska shall
210 be held at a time and place to be determined by the Board of Directors. The president shall send a first call
211 to the presidents of the local Leagues, chairs of MAL units and members-at-large not less than two
212 months prior to the opening date of the Annual Meeting fixed in said call. Thereafter, the Board of
213 Directors may advance or postpone the opening date of the Annual Meeting by not more than two weeks.
214 A final call for the Annual Meeting made by the president shall be sent to the presidents of the local
215 Leagues, chairs of MAL units and members-at-large at least one month before the Annual Meeting. The
216 annual meeting may be held in person or by electronic means.

217 **Section 2. Voting Body.**

218 a) The voting body shall consist of members from local Leagues who are current in Per Member
219 Payment (PMP) to LWVNE and members-at-large whose LWVNE dues are current, who are
220 properly registered, and who are in attendance.

221 b) No member shall vote in more than one capacity, and there shall be no proxy voting.

222 **Section 3. Powers.** The Annual Meeting shall consider and authorize for action a Program, shall elect
223 officers in the odd years, shall adopt a budget for the ensuing fiscal year, and shall transact such other
business as may be presented.

224 **Section 4. Quorum.** A majority of voting members in attendance shall constitute a quorum for the
225 transaction of the business of the Annual Meeting provided that at least two local Leagues are
226 represented, and, in addition, two elected officers and two directors are present.

227 **Section 5. Reporting.** It shall be the responsibility of the president of the League of Women Voters of
228 Nebraska to report to the members, within 60 days after the Annual Meeting, all action taken at the
229 Annual Meeting.

230 **ARTICLE XI NOMINATIONS AND ELECTIONS**

231 **Section 1. Nominating Committee.** The Nominating Committee shall consist of five members, two of
232 whom shall be members of the Board of Directors. The chair and two members, who shall not be
233 members of the Board of Directors, shall be elected by the Annual Meeting in odd years.

234 a) Nominations for these three positions shall be made by the current Nominating Committee. The
235 other two members of the Committee shall be appointed by the Board of Directors immediately after
236 the Annual Meeting in odd years.

237 b) Any vacancy occurring in the Nominating Committee shall be filled by the Board of Directors.
238 The President of the League of Women Voters of Nebraska shall send the name and address of the
239 chair of the Nominating Committee to the president of each recognized local League, chairs of MAL
240 units and members-at-large.

241 **Section 2. Suggestions for Nominations.** The chair of the Nominating Committee shall request,
242 through the president of each local League, the chair of each recognized MAL unit and other members-at-
243 large, suggestions for nominations. Suggestions for nominations shall be sent to the chair of the

244 Nominating Committee at least two months before the Annual Meeting. Any member may
245 send suggestions to the chair of the Nominating Committee.

246 **Section 3. Report of Nominating Committee and Nominations from Floor at the Annual**
247 **Meeting.** The report of the Nominating Committee of its nominations for officers, a minimum of four
248 directors to be elected, and the chair and two members of the succeeding Nominating Committee
249 shall be sent to local Leagues, MAL units and members-at-large no later than one month before the
250 date of the Annual Meeting. The committee's report also can include suggestions for a minimum of
251 four directors to be appointed by the board. Immediately following the presentation of the Nominating
252 Committee report, nominations may be made from the floor provided that the consent of the nominee
253 shall have been secured.

254 **Section 4. Election.** The election shall be by ballot, except that when there is but one nominee for
255 each office, the vote may be by voice. A majority vote shall constitute an election.

256 **ARTICLE XII PROGRAM**

257 **Section 1. Principles.** The governmental principles adopted by the national Convention and
258 supported by the League as a whole, constitute the authorization for the adoption of Program.

259 **Section 2. Program.** The Program of the League of Women Voters of Nebraska shall consist of:

- 260 a) Action to protect the right to vote of every citizen.
- 261 b) Those state governmental issues chosen for concerted study and action.

262 **Section 3. Annual Meeting Action.** The Annual Meeting shall act upon the Program using
263 the following procedures:

- 264 a) Local League boards and MAL unit committees may make recommendations for a Program to
265 the Board of Directors at least two months prior to the Annual Meeting.
- 266 b) The Board of Directors shall consider the recommendations and shall formulate a
267 proposed Program of recommended and non-recommended proposals, which shall be submitted
268 to the local League boards, MAL units and members-at-large at least one month prior to the
269 Annual Meeting.
- 270 c) Recommendations for changes submitted in writing by local League boards and MAL
271 unit committees and received by the Board of Directors at least two months before the opening
272 of the Annual Meeting shall be considered by the board prior to the Annual Meeting at which
273 time the board may change the proposed program.
- 274 d) A majority vote shall be required for the adoption of the Program proposed by the Board
275 of Directors.
- 276 e) Any recommendation for the Program submitted to the Board of Directors at least two
277 months before the Annual Meeting, but not recommended by the board, may be adopted by
278 the Annual Meeting provided consideration is ordered by a majority vote and the proposal for
279 adoption receives a majority vote.

280 **Section 4. Member Action.** Members may act in the name of the League of Women Voters of
281 Nebraska only after receiving requested authorization to do so by the President or their designee of the
282 League of Women Voters of Nebraska.

283 **Section 5. Local Leagues or Member-at-Large (MAL) Unit Action.** Local Leagues or MAL
284 units may take action on state governmental matters only after receiving requested authorization to do so
285 by the President or their designee of the League of Women Voters of Nebraska. Local Leagues or
286 MAL units may act only in conformity with, or not contrary to, the positions taken by the League of
287 Women Voters of Nebraska.

288 **ARTICLE XIII NATIONAL CONVENTION AND COUNCIL**

289 **Section 1. National Convention.** The Board of Directors, at a meeting before the date on which names
290 of delegates must be sent to the National office, shall appoint delegates to that Convention in the number
291 allowed the League of Women Voters of Nebraska under the provisions of the Bylaws of the League of
292 Women Voters of the United States.

293 **Section 2. National Council.** The Board of Directors, at its meeting preceding the meeting of the
294 Council of the League of Women Voters of the United States, shall appoint delegates to such Council in
295 the number allowed the League of Women Voters of Nebraska under the provisions of the Bylaws of the
296 League of Women Voters of the United States.

297 **ARTICLE XIV PARLIAMENTARY AUTHORITY**

298 **Parliamentary Authority.** The rules contained in the current edition of *Roberts Rules of Order Newly*
299 *Revised* shall govern the corporation in all cases to which they are applicable and in which they are
300 not inconsistent with these Bylaws.

301 **ARTICLE XV AMENDMENTS**

302 **Section 1.** These Bylaws may be amended by:

303 a) A two-thirds vote at any Annual Meeting, using the following procedures:

304 i. Proposed amendments shall be submitted by any local League board, chair of MAL unit, a
305 member or Bylaws Committee appointed by the President to the Board of Directors at least
306 three months prior to Annual Meeting.

307 ii. All such proposed amendments together with the recommendations of the board shall be sent
308 to the presidents of local Leagues, chairs of MAL units and members-at-large at least 30 days
309 prior to Annual Meeting.

310 iii. The presidents of local Leagues and chairs of MAL units shall notify the members of their
311 respective Leagues or MAL units of the proposed amendments. Failure of a local League
312 president or MAL unit chair to give such notice or failure of any member to receive such
313 notice shall not invalidate amendments to the Bylaws.

314 b) A two-thirds vote of the voting members of the Board of Directors present and voting at a
315 regularly scheduled board meeting, provided the amendment(s) was (were) reviewed and
316 recommended by the board and submitted to the local League presidents, chairs of MAL units and the
317 members-at-large at least two months in advance of the meeting for comment. If a bylaw amendment
318 is not approved by the board, it may be directly submitted at the next Annual Meeting for
319 consideration by the general membership.

320 **Section 2.** After each LWVUS Convention, it shall be the responsibility of the LWVNE president and
321 office administrator to bring the LWVNE bylaws into conformity with the LWVUS bylaws. Such
322 amendments shall not require a vote of the LWVNE members.

323 As adopted by the Convention, 1948 and as amended by the Convention, May 1950; Convention,
324 April 1953; Convention, May 1955; Convention, May 1956; Convention, April 1957; Convention, May
325 1963; Convention, April 1967; Convention, April 1971; Convention, April 1973; Convention, May
326 1975; Convention, May 1977; Convention, May 1979; Convention, May 1981; Convention, May
327 1983; Convention, May 1985; Convention, May 1987; Convention, May 1989; Convention, May
328 1991; Convention, May 1992; Convention, May 1995; Convention, May 1997; Convention, May
329 2001; Convention, April 2003; Convention, April 2005; Convention, April 2007; Convention April
330 2013; Annual Meeting April 2015; Annual Meeting April 2016; Annual Meeting April 2017; Board
331 Meeting October 2017; Board Meeting March 2019; Annual Meeting April 2019; Board Meeting
332 March 2020; Board Meeting October 2020; Annual Meeting April 2021; Board Meeting July 2021;
333 Board Meeting October 2021; Board Meeting March 2022; Board Meeting October 2022; and Annual
334 Meeting April 2023.